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(A LONDON-BASED
MULTINATIONAL PARTNERSHIP)

November 6, 1997

BY HAND

James McNulty, Prothonotary
Pennsylvania Public Utility Commission
North Office Building
P.O. Box 3265
Harrisburg, PA 17105-3265

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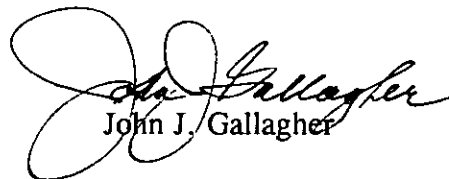
Re: Pennsylvania Public Utility Commission v.
PECO Energy Company
Docket No. R-00973953

Dear Mr. McNulty:

Enclosed please find for filing three (3) copies of a Certificate of Service evidencing service of Enron Energy Services Power, Inc.'s Responses to PECO Energy Company's Interrogatories, Set XV.

If you have any questions concerning this matter, please contact me at your convenience.

Sincerely,


John J. Gallagher

JJG/mas
enclosure

cc: All Parties on Certificate of Service
Daniel Clearfield, Esquire

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Pennsylvania Public Utility Commission

v.

PECO Energy Company

Docket No. R-00973953

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CERTIFICATE OF SERVICE

I hereby certify that I have on this 6th day of November, 1997, served a true copy of the foregoing Responses to PECO Energy Company's Interrogatories, Set XV, on behalf of Enron Energy Services Power, Inc. upon the participants, listed below, in accordance with the requirements of 52 Pa.Code § 1.54:

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Christopher B. Craig, Esquire
Senate Democratic Appropriations
Committee
Main Capitol Building, Room 545
Harrisburg, PA 17120
(*Senator Vincent J. Fumo*)

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(Vastar Power Marketing, Inc.), (Electric
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Association Plumbing, Heating and Cooling
Contractors)

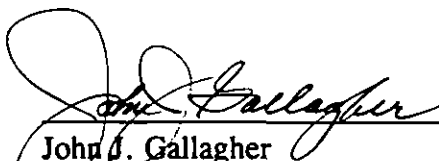
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Attorney for Enron Energy
Services Power, Inc.

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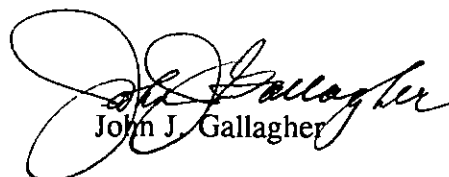
Re: Pennsylvania Public Utility Commission v. PECO Energy Company
Docket No. R-00973953

Dear Mr. McNulty:

Enclosed please find for filing three (3) copies of a Certificate of Service evidencing service of Enron Energy Services Power, Inc.'s Responses to the PUC Commissioner's Interrogatories, Set II.

If you have any questions concerning this matter, please contact me at your convenience.

Sincerely,


John J. Gallagher

JJG/mas
enclosure

cc: All Parties on Certificate of Service
Daniel Clearfield, Esquire

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Pennsylvania Public Utility Commission

v.

PECO Energy Company

Docket No. R-00973953

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CERTIFICATE OF SERVICE

I hereby certify that I have on this 6th day of November, 1997, served a true copy of the foregoing Responses to the PUC Commissioners' Interrogatories, Set II, on behalf of Enron Energy Services Power, Inc. upon the participants, listed below, in accordance with the requirements of 52 Pa.Code § 1.54:

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(*Senator Vincent J. Fumo*)

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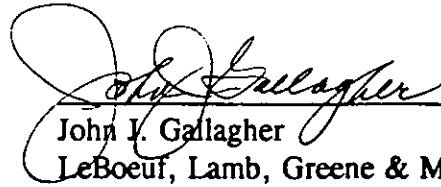
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Attorney for Enron Energy
Services Power, Inc.

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ORIGINAL

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WALTER W. COHEN

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November 6, 1997

James McNulty, Acting Prothonotary
Pennsylvania Public Utility Commission
North Office Building
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Harrisburg, PA 17120

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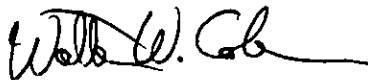
**Re: PECO Application For Approval Of Its Restructuring Plan and Joint Petition for Partial Settlement Docket No. R-00973953;
Petition of Enron Energy Services Power, Inc. For Approval Of An Electric Competition And Choice Plan And For Authority Pursuant To Section 2807(e)(c) Of The Public Utility Code, To Serve As The Provider Of Last Resort In The Service Territory Of PECO Energy Company
Docket No. P-00971265.**

Dear Prothonotary McNulty:

On behalf of Indianapolis Power and Light Company, I am herein submitting for filing the original and three (3) copies of a Motion to Compel Answers to Interrogatories addressed to Enron Energy Services Power, Inc.

Copies of the foregoing are being served on the presiding Administrative Law Judges and all parties pursuant to the enclosed Certificate of Service.

Sincerely,



Walter W. Cohen

WWC/dhs
Enclosure

cc: All parties on Certificate of Service

10

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

ORIGINAL

PECO Application For Approval Of Its)
Restructuring Plan and Joint Petition)
for Partial Settlement)
)
Petition of Enron Energy Services)
Power, Inc. For Approval Of An)
Electric Competition And Choice)
Plan And For Authority Pursuant To)
Section 2807(e)(c) Of The Public)
Utility Code, To Serve As The Provider)
Of Last Resort In The Service Territory)
Of PECO Energy Company)

Docket No. R-00973953

Docket No. P-00971265

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**MOTION OF INDIANAPOLIS POWER & LIGHT
COMPANY TO COMPEL
ENRON ENERGY SERVICES POWER, INC.
TO ANSWER INTERROGATORIES**

Intervenor Indianapolis Power & Light Company ("IPL") moves the Commission to compel Enron Energy Services Power, Inc. ("Enron") to fully and completely answer IPL's Interrogatories, served on October 27, 1997.

I. BACKGROUND

On October 27, 1997, IPL served on Enron a set of six interrogatories ("IPL's Interrogatories"), a copy of which is attached as Appendix A hereto. The interrogatories asked for information pertinent to the following portion of the direct testimony of Enron witness Susan P. Voorhees (Statement No. 9) (the "Voorhees Testimony"):

Q. Are you familiar with the lawsuit filed by the Indianapolis Power & Light Company against the Commission challenging the constitutionality under the commerce clause of the U.S. Constitution of the Competition Act?

A. Yes.

Q. Is it your belief that this lawsuit is likely to adversely affect the marketing, or constitute a legal impediment to the issuance, of the Pass-Through Certificates?

A. An adverse determination in this lawsuit would impair the marketing and issuance of the Pass-Through Certificates. However, we have been informed by counsel that this lawsuit is without merit.

Voorhees Testimony, p. 10. A copy of this part of the Voorhees Testimony is attached as Appendix B. The "lawsuit" to which Ms. Voorhees refers is obviously IPL's appeal of the Commission's Opinion and Qualified Rate Order dated May 22, 1997 in Docket Nos. R-00973877 et al. This lawsuit that is allegedly "without merit" is presently pending before the Commonwealth Court (Docket No. 1597 C.D. 1997), has been fully briefed by IPL, the Commission, and Intervenor PECO Energy, and has been scheduled for oral argument before that Court en banc on December 10, 1997.

On November 3, 1997, IPL received objections by Enron to its Interrogatories Nos. 2, 3, 4 and 6. A copy of Enron's objections is attached as Appendix C. The interrogatories to which Enron objected sought information regarding whether the unnamed counsel was retained by Ms. Voorhees for legal advice with respect to the lawsuit, how the counsel's opinion came to be known by Ms. Voorhees, whether the opinion was in writing, whether the opinion was without

qualification and whether the counsel had read IPL's briefs in the appeal. IPL also requested a copy of any written opinion. Enron did not object to interrogatories requesting identification of the counsel and asking about the willingness of Chase Securities, Inc. ("Chase"), the firm for which Ms. Voorhees is a Managing Director, to assume financial responsibility for the securities if the Electricity Generation Customer Choice and Competition Act is held unconstitutional. Enron claims the requests are protected from disclosure by the attorney-client privilege, not relevant and not reasonably calculated to lead to the discovery of admissible evidence.

On November 3, 1997, counsel for IPL and counsel for Enron had a telephone conference at which time Enron's objections to IPL's Interrogatories were discussed. IPL and Enron were not able to resolve their differences regarding Enron's objections at that time.

II. THE ATTORNEY-CLIENT PRIVILEGE DOES NOT PROTECT ENRON FROM RESPONDING TO IPL'S INTERROGATORIES.

Enron does not disclose whether the alleged "client" holding the alleged attorney-client privilege is itself, Ms. Voorhees individually or Chase. If the client is Ms. Voorhees or Chase, Enron itself cannot assert the privilege because the attorney-client privilege is the client's and his alone. U.S. v. Noriega, 917 F.2d 1543, 1551 (11th Cir. 1990), cert. denied, 498 U.S. 976 (1990). Accord, Maleski v. Corporate Life Ins. Co., 165 Pa. Commw. 72, 646 A.2d 1, 4 (1994). If the alleged client is Enron, then the communication would not be privileged in any event because it was made to a third party, i.e. Ms. Voorhees, rather than a client.

Interrogatory No. 2 asks whether the counsel was retained by Ms. Voorhees to provide specific legal advice regarding the "lawsuit". This interrogatory goes to the issue of whether there is an attorney-client relationship between Ms. Voorhees and the unnamed counsel, not to the substance of any communications. Enron cannot simultaneously claim the privilege applies and refuse to respond to discovery necessary to determine whether there really is any such privilege in the circumstances of this case. Therefore, Enron's objection to Interrogatory No. 2 is meritless.

Regardless of the identity of the client, even if the communication were privileged when made, the privilege has been waived by the disclosure and broad public dissemination of the communication in Enron's filing in this proceeding. See 42 P.S. § 5928. "A waiver is accomplished when the client 'discloses' a privileged communication." Wright & Graham, Federal Practice and Procedure, § 5507, p. 579. "It is a waiver if the client testifies to his communications with his attorney or reveals the contents [of such communications] while testifying." Id. at 581. "Where a party takes the stand and testifies to communications with his counsel, he thereby waives the privileged character of such communications." Party's Waiver of Privilege As To Communications With Counsel By Taking Stand and Testifying, 51 ALR2d 521, 529 (1957). The result is no different whether the client is Enron or Chase because Chase has obviously authorized Ms. Voorhees to testify as to the communication and Ms. Voorhees herself has authority to waive the privilege on behalf of Chase.

Nor may Enron, Ms. Voorhees or Chase waive the privilege as to the counsel's ultimate opinion (the "lawsuit" is without merit) but preserve the privilege with respect to the details, qualifications, reasoning, documents and other matters relating to the opinion. When a client discloses a conversation with the client's attorney, the client waives the privilege as to the entire conversation on the subject. U.S. v. Mendelsohn, 896 F.2d 1183, 1188 (9th Cir. 1990). Disclosure of a communication waives the privilege not only as to that communication but as to other communications made during the same consultation and all other communications relating to the same subject matter. State v. McDermott, 607 N.E.2d 1164 (Ohio Ct. App. 1992). It has long been held that once waived, the attorney-client privilege cannot be regained. U.S. v. Krasnov, 143 F. Supp. 184, 191 (E.D. Pa. 1956), aff'd, 355 U.S. 5 (1957).

All of these principles are particularly strong here because Enron has attempted to use the allegedly privileged communication as evidence to further its interests in this proceeding. "Waiver of the privilege may occur where the client places the confidential information at issue in the case." Rost v. State Bd. of Psychology, 659 A.2d 626, 629 (Pa. Commw. 1995); Andritz Sprout - Bauer, Inc. v. Beazer East, Inc., 1997 WL 425487 (M.D. Pa. July 28, 1997) ("The privilege may be waived by the communication of privileged information to outside parties, U.S. v. Rockwell International, 897 F.2d 1255, 1265 (3d Cir. 1990), or by placing advice given by counsel at issue."). Wright & Graham deal with this issue in their treatise where they state:

[T]he scope of the waiver ought to be broader where the client is waiving the privilege so that he can use the communication to his advantage against his adversary than it is where the disclosure was either innocent of instrumental purpose or simply stupid. It seems just to find a broader waiver when the client lets the communication fly in the courtroom than when he simply drops it in a bar.

Wright & Graham, Federal Practice and Procedure, § 5507 at 586-587. The impact of placing at issue Ms. Voorhees' reliance on advice of counsel was a waiver of the attorney-client privilege extending to "the entire transaction, including back-up documents." Glenmede Trust Co. v. Thompson, 56 F.3d 476, 479 (3rd Cir. 1995). "Finding a waiver of the attorney client privilege when the client puts the attorney's advice at issue is consistent with the essential elements of the privilege." Rhone-Poulenc Rorer, Inc. v. Home Indemnity Co., 32 F.3d 851, 863 (3rd Cir. 1994). "[B]y placing the advice in issue, the client has opened to examination facts relating to that advice." Id. Accord, Westinghouse Elec. Corp. v. Republic of Philippines, 951 F.2d 1414, 1425 (3rd Cir. 1991) ("The client cannot be permitted to pick and choose among his opponents . . . or to invoke the privilege as to communications whose confidentiality he has already compromised for his own benefit").

"Because the attorney-client privilege obstructs the truth-finding process, it is to be construed narrowly". Advanced Technology Associates v. Herley Industries, Inc., 1996 WL 711018 (E.D. Pa., December 5, 1996). As the foregoing authority demonstrates, Enron's privilege objection is without merit. Indeed, since Enron itself submits the alleged privileged

communication to the Commission in its testimony, thus placing the advice given by counsel at issue, the objection is palpably ridiculous.

III. ENRON'S RELEVANCE OBJECTION IS MERITLESS.

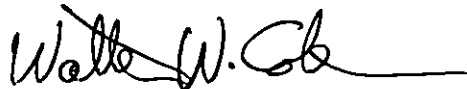
Even more absurd than its privilege objection is Enron's relevance objection. Enron itself submits Ms. Voorhees' description of counsel's communication as evidence in support of Enron's position. IPL's Interrogatories relate solely to the communication described by Ms. Voorhees. The standard of relevance for purposes of discovery is broader than relevance for purposes of admissibility. If Ms. Voorhees' testimony is relevant for purposes of admissibility (as Enron must necessarily contend), then IPL's Interrogatories are by definition relevant to the subject matter of this proceeding. Enron cannot simultaneously assert the communication is relevant for purposes of its case but irrelevant for purposes of discovery.

IV. CONCLUSION

Enron's objections are frivolous and dilatory and should be dismissed. Enron should be compelled to promptly answer all of IPL's Interrogatories.

Respectfully submitted,

**INDIANAPOLIS POWER & LIGHT
COMPANY**



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Attorney I.D. No. 66276
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Dated: November 6, 1997

Interrogatories to Enron From Indianapolis Power and Light Company

1. Please identify with specificity the “counsel” referenced on page 10, line 22, of the testimony of Susan P. Voorhees, including therewith the counsel’s full name, business address, firm or organization name.
2. Was the counsel referenced in Interrogatory No. 1 retained by Ms. Voorhees to provide specific legal advice to her regarding the referenced “lawsuit?” If not, please fully explain how the opinion of said counsel came to be known by Ms. Voorhees.
3. Was the information received by Ms. Voorhees from the counsel referenced in Interrogatory No. 1 in the form of a written opinion? If answering in the affirmative, please produce the written opinion. If answering in the negative, please describe how the information was received.
4. Was the “without merit” information received by Ms. Voorhees received without qualification by the counsel referenced in Interrogatory No. 1?
5. Will Chase Securities, Inc. rely on the information of counsel referenced in Interrogatory No. 1 and assume all financial responsibility (beyond that covered by counsel’s insurer) for securities that are issued prior to resolution of the “lawsuit” even if the stranded cost provisions of the Electricity Generation Customer Choice and Competition Act are held unconstitutional?
6. Has Ms. Voorhees, or the counsel referenced in Interrogatory No. 1, reviewed the Advance Form Brief and Reply Brief filed by Indianapolis Power and Light Company in the Commonwealth Court of Pennsylvania, No. 1597 C.D. 1997?

1 the constitutionality under the Constitution of the
2 Commonwealth of Pennsylvania of the Electricity Generation
3 Customer Choice and Competition Act (the "Competition Act")?

4 A. Yes.

5 Q. Is it your belief that this lawsuit is likely to adversely
6 affect the marketing, or constitute a legal impediment to
7 the issuance, of the Pass-Through Certificates?

8 A. An adverse determination in this lawsuit would impair the
9 marketing and issuance of the Pass-Through Certificates.
10 However, we have been informed by counsel that this lawsuit
11 is without merit.

12 Q. Are you familiar with the lawsuit filed by the Indianapolis
13 Power & Light Company against the Commission challenging the
14 constitutionality under the commerce clause of the U.S.
15 Constitution of the Competition Act?

16 A. Yes.

17 Q. Is it your belief that this lawsuit is likely to adversely
18 affect the marketing, or constitute a legal impediment to
19 the issuance, of the Pass-Through Certificates.?

20 A. An adverse determination in this lawsuit would impair the
21 marketing and issuance of the Pass-Through Certificates.
22 However, we have been informed by counsel that this lawsuit
23 is without merit.

24 Q. Does this conclude your testimony?

25 A. Yes, at this time. I must say, however, that this testimony
26 is based my knowledge of these matters as of today. Given
27 the constant movement regarding securitization in particular

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

PECO Application for Approval of its : Docket No. R-00973953
Restructuring Plan and Joint Petition for :
Partial Settlement :

Petition of Enron Energy Services Power, Inc. :
for Approval of an Electric Competition and : Docket No. P-00971265
Choice Plan and for Authority Pursuant to :
Section 2007(e) of the Public Utility Code to :
Serve as the Provider of Last Resort in the :
Service Territory of PECO Energy Company :

**ENRON ENERGY SERVICES POWER, INC.'S
OBJECTIONS TO INTERROGATORIES OF
INDIANAPOLIS POWER AND LIGHT**

Enron Energy Services Power, Inc. ("EESPI"), pursuant to 52 Pa. Code § 5.432, submits these objections to questions 2, 3, 4 and 6 of the interrogatories of Indianapolis Power and Light Company ("IPALCO") in the above-captioned matter. The interrogatories at issue were served on EESPI on October 27, 1997. Timely oral objection were conveyed to IPALCO's counsel. EESPI's specific objections to IPALCO's interrogatories are as follows:

2. **Was the counsel referenced in interrogatory No. 1 retained by Ms. Voorhees to provide specific legal advice to her regarding the referenced "lawsuit?" If not, please fully explain how the opinion of said counsel came to be known by Ms. Voorhees.**

Objection: EESPI objects to this interrogatory on the following grounds:

- a) The interrogatory seeks information which is protected from disclosure by the attorney-client and attorney work product privilege. 52 Pa. Code § 5.321; and

b) The information the interrogatory seeks is not relevant and is not reasonably calculated to lead to the discovery of admissible evidence. 52 Pa. Code § 5.321.

3. **Was the information received by Ms. Voorhees from the counsel referenced in Interrogatory No. 1 in the form of a written opinion? If answering in the affirmative, please produce the written opinion of said counsel came to be known by Ms. Voorhees.**

Objection: EESPI objects to their interrogatory on the following grounds:

a) The interrogatory seeks information which is protected from disclosure by the attorney-client and attorney work product privilege. 52 Pa. Code § 5.321; and

b) The information the interrogatory seeks is not relevant and is not reasonably calculated to lead to the discovery of admissible evidence. 52 Pa. Code § 5.321.

4. **Was the "without merit" information received by Ms. Voorhees received without qualification by the counsel referenced in Interrogatory No. 1?**

Objection: EESPI objects to their interrogatory on the following grounds:

a) The interrogatory seeks information which is protected from disclosure by the attorney-client and attorney work product privilege. 52 Pa. Code § 5.321; and

b) The information the interrogatory seeks is not relevant and is not reasonably calculated to lead to the discovery of admissible evidence. 52 Pa. Code § 5.321.

6. **Has Ms. Voorhees, or the counsel referenced in Interrogatory No. 1, reviewed the Advance Form Brief and Reply Brief filed by Indianapolis Power and Light Company in the Commonwealth Court of Pennsylvania, No. 1597 C.D. 1997?**

Objection: EESPI objects to their interrogatory on the following grounds:

- a) The interrogatory seeks information which is protected from disclosure by the attorney-client and attorney work product privilege. 52 Pa. Code § 5.321; and
- b) The information the interrogatory seeks is not relevant and is not reasonably calculated to lead to the discovery of admissible evidence. 52 Pa. Code § 5.321.

Respectfully submitted,



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Attorneys for Enron Energy Services Power, Inc.

Dated: November 3, 1997

CERTIFICATE OF SERVICE

I hereby certify that I have this 6th day of November, 1997, served a copy of the foregoing document upon the persons addressed below, in the manner indicated:

Via Facsimile and U.S. Mail

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OBERMAYER REBMANN MAXWELL &
HIPPEL LLP



Walter W. Cohen, Esquire



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

IN REPLY PLEASE
REFER TO OUR FILE

November 6, 1997

RECEIVED
NOV 06 1997

Mr. Edward Paczkowski
2135 Oakmont Street
Philadelphia, PA 19152-4005

Dear Mr. Paczkowski:

Office of Prothonotary
Public Utility Commission


Thank you for your October 23, 1997 letter to Governor Ridge expressing your support for the Enron Choice Plan which is currently being considered by the Pennsylvania Public Utility Commission in the context of the PECO Energy Company's restructuring filing proceeding under the Pennsylvania Electric Generation Customer Choice and Competition Act.

First of all, thank you for your comments of congratulations in adopting this type of legislation which we believe will fuel further economic development in the Commonwealth. From your correspondence, your main concern seems to focus around the provisions of the new law prescribing a three year phase-in period to full competition in the electric industry in Pennsylvania. There has been much concern, especially from commercial customers, that the three year phase-in period that would give some commercial users a competitive advantage over others. After the pilot programs have concluded approximately a year from now, one-third of all customer classes of each major electric utility's service territory will become eligible to shop for power on the open market. This first phase-in will begin on January 1, 1999. The Act will permit another one-third of each electric utility's customers to shop for power beginning on January 1, 2000. The final phase-in and the date upon which all Pennsylvanians will be able to choose their electric supplier is January 1, 2001. The phase-in period was adopted by the Pennsylvania General Assembly in order to insure a smooth transition in the restructuring of an industry which provides vital services to every citizen in the Commonwealth.

Please know that I have taken the liberty of forwarding your correspondence to the Acting Secretary of the Commission for inclusion into the official file of the PECO proceeding.

We are sorry that you were not selected for the current pilot program in PECO's service territory, but we greatly appreciate the benefit of your thinking on these issues.

Sincerely,


Rosemary Chiavetta, Esq.
Director of Legislative Affairs

cc: The Hon. Tom Ridge
Chairman John Quain
Acting Secretary McNulty

GOVERNOR THOMAS RIDGE
225 MAIN CAPITOL BUILDING
HARRISBURG, PA. 17120
OCTOBER 23, 1997

EDWARD W. PACZKOWSKI
2135 OAKMONT STREET
PHILADELPHIA, PA. 19152-4005

DEAR GOVERNOR RIDGE:

I AM WRITING TO YOU TO URGE YOUR SUPPORT OF THE ENRON PROPOSAL TO SELL ELECTRICITY IN PENNSYLVANIA.

IF I AM CORRECT, YOU SUPPORT THE IDEA OF OPEN COMPETITION IN THE POWER SUPPLY INDUSTRY. THIS IS REALLY THE ONLY FAIR WAY TO MAKE SURE THE CONSUMER CAN MAKE THE BEST DECISION.

I REGISTERED FOR CONSIDERATION UNDER THE TEST PLAN, BUT I WAS REJECTED. I HAVE A GREAT DEAL OF DIFFICULTY ACCEPTING THE FACT THAT A REGULATION WOULD BE PERMITTED TO EXIST WHICH WOULD CREATE TWO CATEGORIES OF CITIZENS WHEN IT COMES TO A STATE REGULATED INDUSTRY. WHAT THIS MEANS IS THAT CERTAIN PEOPLE WILL RECEIVE SIGNIFICANT SAVINGS FOR A LONG PERIOD OF TIME, WHILE THE OTHER PEOPLE WILL BE ON THE SAME DISTRIBUTION SYSTEM AND YET THEY WILL BE PAYING SIGNIFICANTLY MORE.

THIS TEST COULD HAVE BEEN DONE WITHOUT THIS COST DIFFERENTIAL.

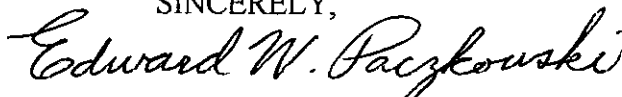
WHAT IS EVEN MORE INTERESTING IS THAT THE PHILADELPHIA ELECTRIC COMPANY SENT ME A LETTER TELLING ME I WAS REJECTED BUT THAT IT WAS INCUMBENT ON ME TO REJECT ANY PLAN THAT WAS NOT THEIR PLAN.

THIS IS THE SAME COMPANY THAT HAS OVER THE YEARS CHARGED MORE FOR ELECTRICITY THAN ANY COMPANY IN THE STATE.

I HOPE THAT YOU WILL SUPPORT A PLAN WHICH WILL PROVIDE THE CHEAPEST AND MOST AFFORDABLE RATES FOR EVERYONE AND NOT JUST A LUCKY FEW AS SOON AS POSSIBLE.

I URGE YOU TO SUPPORT THE PLAN THAT ENRON IS PROPOSING.

SINCERELY,



EDWARD W. PACZKOWSKI



PECO ENERGY

Legal Department

017305

97 NOV 10 AM 10:51

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November 7, 1997

By Hand Delivery

Honorable Marlane R. Chestnut
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Administrative Law Judges
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1400 West Spring Garden Street
Philadelphia, PA 19130

KJR

Re: Application Of PECO Energy Company For Approval Of Its Restructuring Plan
Under Section 2806 Of The Public Utility Code,
Docket No. R-00973953;
Petition of Enron Energy Service Power, Inc., Docket No. P-00971265.

Dear Judge Chestnut and Judge Rainey:

Attached is PECO Energy's Testimony Regarding the Enron Choice Plan:

DOCUMENT
FOLDER

Thomas P. Hill, Jr.
William H. Hieronymus
J. Gregory Sidak
William F. Sundermeir
J. Barry Mitchell
David J. Pratzon
James W. Sharpe
Michael S. Freeman
Howard Hiller
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PECO St. No. 1-E
PECO St. No. 6-E
PECO St. No. 10-E
PECO St. No. 13-E
PECO St. No. 20-E
PECO St. No. 21-E
PECO St. No. 23-E
PECO St. No. 26-E
PECO St. No. 27-E
PECO St. No. 28-E
PECO St. No. 29-E

Sincerely,

Paul Bonney

PRB/mbo

Attachments

cc: Certificate of Service
Jim McNulty, Acting Secretary (cover ltr and Certificate of Service only)

Certificate of Service

I hereby certify that I have this day served the foregoing document on the following in the matter of Pennsylvania Public Utility Commission v. PECO Energy Company Pa. PUC Docket No. R-00973953.

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NOV 19 1997

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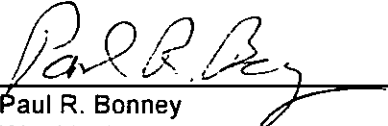
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Dated: November 7, 1997

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November 7, 1997

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97 NOV 10 AM 10:57

Re: PECO Energy Company's Application for Approval of its Restructuring Plan, Docket No. R-00973953

Dear Judges Chestnut and Rainey:

Enclosed please find the original and three (3) copies of Dr. Cooper's Testimony in Response to the Petition of Enron Energy Services Power, Inc. on behalf of the American Association of Retired Persons in the above-captioned action.

Very truly yours,



Linda C. Smith, Esquire

LCS:sdc

Enclosures

cc: All Parties of Record
Prothonotary (Certificate of Service Only)

CERTIFICATE OF SERVICE

I, Linda C. Smith, hereby certify that I have this day caused a true copy of the foregoing to be served upon the parties of record in Docket No. R-00973953 in accordance with the requirements of 52 Pa. Code Section 1.54 (relating to service by a participant), in the manner and upon the parties listed below.

Dated at Harrisburg, Pennsylvania, November 7, 1997.

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November 7, 1997

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Re: Application of PECO Energy Company for Approval of its Restructuring
Plan under Section 2806 of the Public Utility Code
Docket No. R-00973953

Dear Counsel:

Enclosed are PECO Energy Company's Answers to Enron's Interrogatories:

Set X: 36, 37, 47, 51 and 53.

Sincerely,

Paul Bonney/mbo

Paul Bonney

KJR

PRB/mbo
Enclosures

cc: w/enclosures
Certificate of Service (w/enclosure)
James McNulty, Acting Prothonotary (Certificate of Service Only)

Certificate of Service

I hereby certify that I have this date served the following Answers by facsimile, first class or overnight/express mail, upon the persons addressed below:

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Dated: November 7, 1997

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Re: Pennsylvania Public Utility Commission v.
PECO Energy Company
Docket No. R-00973953

Dear Mr. McNulty:

Enclosed please find for filing three (3) copies of a Certificate of Service evidencing service of Enron Energy Services Power, Inc.'s Responses to PECO Energy Company's Interrogatories, Set XVI, Nos. 6 and 8, and Set XVIII.

If you have any questions concerning this matter, please contact me at your convenience.

Sincerely,



Michael D. Klein

MDK/mas
enclosure

cc: All Parties on Certificate of Service
Daniel Clearfield, Esquire

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BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

ORIGINAL

Pennsylvania Public Utility Commission

v.

PECO Energy Company

Docket No. R-00973953

CERTIFICATE OF SERVICE

I hereby certify that I have on this 6th day of November, 1997, served a true copy of the foregoing Responses to PECO Energy Company's Interrogatories, Set XVI, Nos. 6 and 8; and Set XVIII, on behalf of Enron Energy Services Power, Inc. upon the participants, listed below, in accordance with the requirements of 52 Pa.Code § 1.54:

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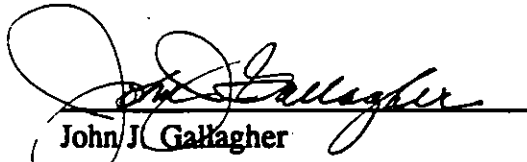
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