



VINCENT J. FUMO
Chairman

PAUL S. DLUGOLECKI
Executive Director

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DEMOCRATIC COMMITTEE ON APPROPRIATIONS

January 26, 2000

Via Hand Delivery or First Class Mail

James J. McNulty, Secretary
Pennsylvania Public Utility Commission
Room 206, North Office Building
Harrisburg, Pennsylvania 17105

DOCKETED
FEB 01 2000

RECEIVED
00 JAN 27 PM 3:33
P.A.P.U.C.
SECRETARY'S BUREAU

Re: Application of PECO Energy Company, Pursuant to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) a Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation, PUC Dkt. No. A-110550 F0147.

DOCUMENT
FOLDER

Dear Secretary McNulty:


On behalf of Pennsylvania State Senator Vincent J. Fumo, a party in the above captioned proceeding, I am writing in support of PECO Energy Company's Petition for Certification of the Record to the Commission for Decision Pursuant to 66 Pa.C.S.A. § 335(a). It is the position of Senator Fumo that the proposed procedure -- avoiding an initial Administrative Law Judge decision and permitting the merits of the Merger Application to be submitted directly to the Commission following the development of an evidentiary record and filing of briefs -- is a reasonable and prudent means to avoid protracted litigation and permit parties to achieve a negotiated resolution of the matter.

It remains the primary objective of Senator Fumo to seek a comprehensive settlement which directs a substantial sharing of merger related benefits with PECO Energy Company ratepayers. Senator Fumo notes that this proposed procedure was successfully employed by the Commission in resolving prior litigation involving PECO Energy Company's restructuring plan in 1998. (PUC Dkt. Nos. R-00973953; P-00971265). A deliberative procedure, such as the one proposed, would enable a more immediate sharing of merger related benefits directly with ratepayers and serve the public interest.

James J. McNulty, Secretary
Page 2

For the forgoing reasons, Senator Fumo respectfully requests your support for the proposed procedural schedule. Thank you for your attention to this matter. As evidenced by the attached certificate of service, a copy of this letter has been sent on this date to all counsel of record.

Sincerely,



Christopher B. Craig
Counsel

cc: All counsel of record.
The Honorable John M. Quain, Chairman
The Honorable Robert K. Bloom, Vice Chairman
The Honorable Nora Mead Brownell, Commissioner
The Honorable Aaron Wilson, Jr., Commissioner
The Honorable Terrance J. Fitzpatrick, Commissioner

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

APPLICATION OF PECO ENERGY COMPANY, PURSUANT TO CHAPTERS 11, 19, 21, 22 AND 28 OF THE PUBLIC UTILITY CODE, FOR APPROVAL OF (1) A PLAN OF CORPORATE RESTRUCTURING, INCLUDING THE CREATION OF A HOLDING COMPANY AND (2) THE MERGER OF THE NEWLY FORMED HOLDING COMPANY AND UNICOM CORPORATION +
+
+
+ **PUC Dkt. No. A-110550 F0147** +
+
+
+
+
+

CERTIFICATION OF SERVICE

**RECEIVED
00 JAN 27 PM 3:33
P.A.P.U.C.
SECRETARY'S BUREAU**

I, Christopher B. Craig, attorney for Senator Vincent J. Fumo, hereby certify that a copy of the foregoing document has been served in person or by first class mail at the addresses indicated below. I further certify that the manner of service satisfies the requirements of 52 Pa.Code §§ 5.74 and 1.54.

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Greg Pastore
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Philadelphia, Pennsylvania 19147

Robert Jaffe, Esq.
Philadelphia City Counsel
Room 588, City Hall
Philadelphia, Pennsylvania 19107

The Honorable Charles E. Rainey, Jr.
Administrative Law Judge
1302 State Office Building
1400 Spring Garden Street
Philadelphia, Pennsylvania 19130



Christopher B. Craig
Counsel, Senate Democratic Appropriations Committee
Room 545, Main Capitol Building
Harrisburg, Pennsylvania 17120
(717) 787-5662

Counsel for Senator Vincent J. Fumo

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ROBERT S. GAWTHROP, JR.
(1940-1995)

ROBERT S. GAWTHROP
(1904-1915; 1933-1936)
THOMAS C. GAWTHROP
(1932-1957)
W. EDWARD GREENWOOD
(1943-1982)

January 26, 2000

PA Public Utility Commission
Office of Administrative Law Judge
P.O. Box 3265
Harrisburg, PA 17105-3265

DOCKETED
FEB 02 2000

Re: Application of PECO Energy Company
Docket No. A-110550F0147

Dear Sir or Madam:

Administrative Law Judge Charles E. Rainey, Jr. held a pre-hearing conference in this matter on Thursday, January 20, 2000. At the conference, Judge Rainey requested that each party provide the name and address of lead counsel to be placed on the official service list for receipt of documents.

Please note that lead counsel for East Brandywine Township is as follows:

John S. Halsted, Esquire
Gawthrop, Greenwood & Halsted, P.C.
119 North High Street
West Chester, PA 19381-0562

Thank you for your attention to this matter.

Very truly yours,



Andrew D.H. Rau

ADHR/is
pc: Service List
East Brandywine Township

RECEIVED
OFFICE OF C.A.L.J.
00 JAN 28 AM 9:46
PA PUC

055239

DOCUMENT
FOLDER
RECEIVED
SECRETARY'S BUREAU
00 JAN 28 PM 3:27

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095182

January 26, 2000

VIA FAX AND FIRST CLASS MAIL

Honorable Charles E. Rainey, Jr.
Administrative Law Judge
PA Public Utility Commission
1302 Philadelphia State Office Building
1400 West Spring Garden Street
Philadelphia, PA 19130

DOCKETED
FEB 02 2000

RECEIVED
SECRETARY'S BUREAU

00 JAN 28 AM 9:15

RE: Application of PECO Energy Company, Pursuant to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code for Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation
Docket No. A-110550F0147

DOCUMENT
FOLDER

Dear Judge Rainey:

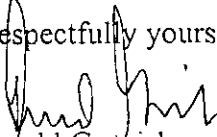
With respect to your request at the Prehearing Conference that each party designate a single address to be included on the Certificate of Service, please include for Enron Energy Services, Inc.:

Daniel Clearfield, Esquire
Gerald Gornish, Esquire
Kevin Moody, Esquire
Wolf, Block, Schorr and Solis-Cohen, LLP
The Locust Court Building
212 Locust Street, Suite 300
Harrisburg, PA 17101

DSB:684046.1

Honorable Charles E. Rainey, Jr.
January 26, 2000
Page 2

Mr. Clearfield will be the lead counsel.

Respectfully yours,

Gerald Gornish

For WOLF, BLOCK, SCHORR and SOLIS-COHEN LLP

GG/kc
Enclosures
cc: Certificate of Service
James J. McNulty, Secretary

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

RECEIVED

Application of PECO Energy Company
Pursuant to Chapters 11, 19, 21, 22 and 28
of the Public Utility Code, for Approval of
(1) A Plan of Corporate Restructuring,
Including the Creation of a Holding
Company and (2) The Merger of the Newly
Formed Holding Company and Unicom
Corporation

JAN 23 2000

PA PUBLIC UTILITY COMMISSION
PROTHONOTARY'S OFFICE

Docket No. A-110550F0147

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing documents upon
the participants, listed below, in accordance with the requirements of 52 Pa. Code § 1.54:

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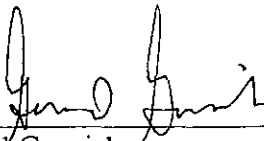
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Gerald Gornish

Dated: January 26, 2000

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DAVID B. PUDLIN
ALAN KLEIN
MYRON A. BLOOM
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BRUCE S. HAINES
THOMAS F. HURLEY
JOHN S. SUMMERS
DAVID M. SCOLNIC
CURTIS L. GOLKOW
JOHN P. LAVELLE, JR.
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LUKE E. DEMBOSKY
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January 26, 2000

JOYCE COLLIER BRONG
Of Counsel

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

DOCKETED

FEB 02 2000

DOCUMENT
FOLDER

RECEIVED
SECRETARY'S BUREAU

00 JAN 28 AM 8:32

Re: **Application of PECO Energy**
Docket No. A-110550F0147

Dear Secretary McNulty:

At the Prehearing Conference on January 20, 2000, ALJ Rainey directed that each party identify a single person to receive official service in the referenced proceeding. Mid-Atlantic Power Supply Association ("MAPSA") hereby requests that the official service be provided to:

Joseph A. Dworetzky, Esquire
Hangley Aronchick Segal & Pudlin
One Logan Square, 27th Floor
Philadelphia, PA 19103-6933

A copy of this filing has been served on the other parties as indicated on the attached Certificate of Service.

Sincerely,


Joseph A. Dworetzky

JAD/kbs

SERVICE LIST

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PA Public Utility Commission
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105 North Front Street, Suite 106
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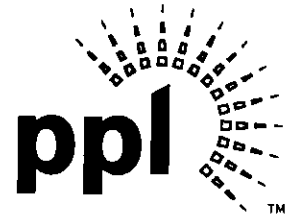
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Norbert J. Smith, Esquire
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FEDERAL EXPRESS

January 26, 2000

James J. McNulty, Esquire
Secretary
Pennsylvania Public Utility Commission
North Office Building
North Street & Commonwealth Avenue
Harrisburg, Pennsylvania 17105-3265

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JAN 28 2000

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

DOCKETED

FEB 02 2000

**Re: Application of PECO Energy Company,
Pursuant to Chapters 11, 19, 21, 22 and 28
of the Public Utility Code, for Approval of
(1) a Plan of Corporate Restructuring, Including
the Creation of a Holding Company and
(2) the Merger of the Newly Formed Holding
Company and Unicom Corporation
Docket No. A-110550 F0147**

Dear Mr. McNulty:

At the January 20, 2000 prehearing conference in this proceeding, all parties were directed to designate one person as lead counsel to be included on the Commission's official service list. PP&L, Inc. ("PP&L"), Intervenor in this proceeding, designates the following attorney to be included on the Commission's official service list:

Paul E. Russell, Esquire
PP&L, Inc.
Two North Ninth Street
Allentown, Pennsylvania 18101

Phone: (610) 774-4254
Fax: (610) 774-6726
Email: perussell@papl.com

DOCUMENT
FOLDED

In addition, PP&L will be represented in this proceeding by Donald A. Kaplan, Esquire and Leanne M. Bober, Esquire. Although PP&L is not requesting that these counsel be included on the Commission's official service list, PP&L requests that other parties serve documents on these counsel, as follows:

Donald A. Kaplan, Esquire
Leanne M. Bober, Esquire
Preston Gates Ellis & Rouvelas Meeds LLP
Suite 500, 1735 New York Avenue, N.W.
Washington, DC 20006-4759

Phone: (202) 662-8466
Fax: (202) 331-1024
Email: donk@prestongates.com

If you have any questions regarding this letter or designation of counsel, please call.

Very truly yours,

A handwritten signature in black ink, appearing to read "Paul E. Russell". The signature is written in a cursive, flowing style.

Paul E. Russell

cc: Certificate of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of PECO Energy Company, :
Pursuant to Chapters 11, 19, 21, 22 :
and 28 of the Public Utility Code, for :
Approval of (1) A Plan of Corporate :
Restructuring, Including the Creation of :
a Holding Company and (2) The :
Merger of the Newly Formed Holding :
Company and Unicom Corporation :

Docket No. A-110550 F0147

RECEIVED

JAN 28 2000

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing documents upon the participant(s), listed below, in accordance with the requirements of §1.54 (relating to service by a participant):

Via Federal Express

The Honorable Charles E. Rainey, Jr.
Administrative Law Judge
Pennsylvania Public Utility Commission
1302 Philadelphia State Office Building
Broad and Spring Garden Streets
Philadelphia, PA 19130

Via First Class Mail

John Hanger, Esquire
Citizens for Pennsylvania's Future
212 Locust court, Suite 410
Harrisburg, PA 17101

Christopher B. Craig, Esquire
The Honorable Vincent J. Fumo
Democratic Committee on Appropriations
Room 545, Main Capitol Building
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Charles McPhedran
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Dated this 28th day of January, 2000.



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FEDERAL EXPRESS

January 26, 2000

James J. McNulty, Esquire
Secretary
Pennsylvania Public Utility Commission
North Office Building
North Street & Commonwealth Avenue
Harrisburg, Pennsylvania 17105-3265

RECEIVED

JAN 28 2000

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

DOCKETED

FEB 02 2000

**Re: Application of PECO Energy Company,
Pursuant to Chapters 11, 19, 21, 22 and 28
of the Public Utility Code, for Approval of
(1) a Plan of Corporate Restructuring, Including
the Creation of a Holding Company and
(2) the Merger of the Newly Formed Holding
Company and Unicom Corporation
Docket No. A-110550 F0147**

DOCUMENT
FOLDER

Dear Mr. McNulty:

On January 21, 2000, PECO Energy Company ("PECO") filed with the Pennsylvania Public Utility Commission ("PUC" or the "Commission") a "Petition of PECO Energy Company for Certification of the Record to the Commission for Decision Pursuant to 66 Pa.C.S. § 335(a)" ("Petition"). Specifically, in the Petition, PECO requests the following relief:

"For the reasons set forth above, PECO respectfully requests that the Commission issue an Order pursuant to Section 335(a) of the Public Utility Code directing that: (1) evidentiary hearings be conducted before the presiding Administrative Law Judge; (2) upon its close, the record be certified to the Commission; (3) briefs and reply briefs be filed directly with the Commission; and (4) the Commission render a final decision based upon the certified record and the briefs and reply briefs filed by the parties."

The purpose of this letter is to indicate that PP&L, Inc. ("PP&L"), an Intervenor in this proceeding, does not have any objection to the above-quoted procedure requested by PECO in its Petition.

If you have any questions regarding this letter, please call.

Very truly yours,

A handwritten signature in black ink, appearing to read "Paul E. Russell". The signature is written in a cursive, flowing style with a large initial "P".

Paul E. Russell

cc: Certificate of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of PECO Energy Company, :
Pursuant to Chapters 11, 19, 21, 22 :
and 28 of the Public Utility Code, for :
Approval of (1) A Plan of Corporate :
Restructuring, Including the Creation of :
a Holding Company and (2) The :
Merger of the Newly Formed Holding :
Company and Unicom Corporation :

Docket No. A-110550 F0147

RECEIVED

JAN 28 2000

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing documents upon the participant(s), listed below, in accordance with the requirements of §1.54 (relating to service by a participant):

Via Federal Express

The Honorable Charles E. Rainey, Jr.
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Via First Class Mail

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Dated this 28th day of January, 2000.



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IRWIN A. POPOWSKY
Consumer Advocate

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E-Mail: paoca@ptd.net

ORIGINAL

January 27, 2000

James J. McNulty, Secretary
Pennsylvania Public Utility Commission
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DOCKETED
FEB 01 2000

RECEIVED
00 JAN 27 PM 4:12
PA.P.U.C.
SECRETARY'S BUREAU

Re: Application of PECO Energy Company For Approval of (1) A Plan of Corporate Restructuring, Including Creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation,
Docket No. A-110550F.0147

Dear Secretary McNulty:

The Office of Consumer Advocate (OCA) has received PECO Energy Company's Petition For Certification Of The Record To The Commission For Decision Pursuant To 66 Pa.C.S. §335(a). The Office of Consumer Advocate does not object to PECO's request.

If you have any questions, please feel free to contact me.

Sincerely,

Tanya J. McCloskey
Senior Assistant Consumer Advocate

cc: Parties of Record
Hon. Charles Rainey, Administrative Law Judge

DOCUMENT
FOLDER

CERTIFICATE OF SERVICE

Re: Application of PECO Energy Company, Pursuant to Chapters 11, 19, 21, 22, and 28 of the Public Utility Code for Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation
Docket No. A-110550F0147

I hereby certify that I have this day served a true copy of the foregoing document, Letter, upon parties of record in this proceeding in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant), in the manner and upon the persons listed below:

Dated this 27th day of January, 2000

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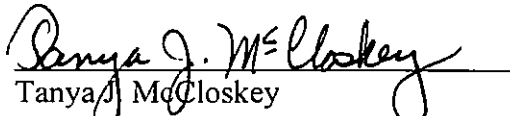
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Direct Dial: 215 841 4252

January 27, 2000


Tanya McClockey
Office of Consumer Advocate
555 Walnut Street, 5th Floor, Forum Place
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RE: Application of PECO Energy Company to Chapters 11, 19, 21, 22 and 28
of the Public Utility Code, for Approval of (1) A Plan of Corporate
Restructuring, including the creation of a Holding Company and (2) the
Merger of the Newly Formed Holding Company and Unicom Corporation,
Docket No. A-110550F0147

Dear Ms. McCloskey:

Enclosed, please find PECO's response to OCA-III interrogatories # 12.

Very truly yours,


Paul R. Bonney
Assistant General Counsel

/rhs

Enclosure

cc: James J. McNulty, Secretary (cover letter & certificate of service only)
Certificate of Service

EEF

A-110550F0147

Certificate of Service

I hereby certify that I have this day served the foregoing document on the following in the matter of PECO Energy Company's Application For Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation; by hand delivery, fax or overnight mail:

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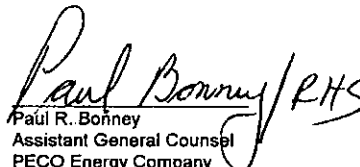
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Dated: January 27, 2000



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January 28, 2000

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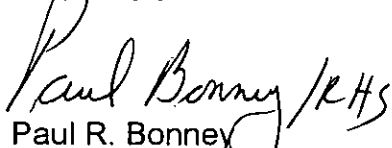
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RE: Application of PECO Energy Company to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) A Plan of Corporate Restructuring, including the creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation, Docket No. A-110550F0147

Dear Ms. McCloskey:

Enclosed, please find PECO's amended response to OCA-I # 18 and OCA-I # 19.

Very truly yours,


Paul R. Bonney
Assistant General Counsel

/rhs

Enclosure

cc: James J. McNulty, Secretary (cover letter & certificate of service only)
Certificate of Service

A-110550F0147

Certificate of Service

I hereby certify that I have this day served the foregoing document on the following in the matter of PECO Energy Company's Application For Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation; by hand delivery, fax or overnight mail:

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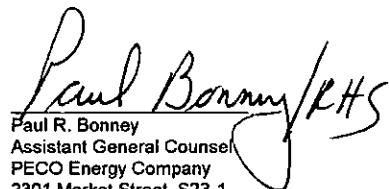
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Dated: January 28, 2000



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Dear Ms. McCloskey:

Enclosed, please find PECO's response to OCA-I # 9.

Very truly yours,

Paul Bonney/rhs
Paul R. Bonney
Assistant General Counsel

/rhs

Enclosure

cc: James J. McNulty, Secretary (cover letter & certificate of service only)
Certificate of Service

A-110550 F0147

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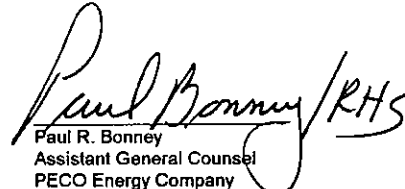
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Dated: January 28, 2000



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Office Of Administrative Law Judge
P.O. Box 3265, Harrisburg, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

January 28, 2000

**DOCUMENT
FOLDER**
(See letter of 1-21-00)

In Re: **A-110550F0147**
DOCKETED
FEB 01 2000

Application of PECO Energy Company

Pursuant to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) a Plan of Corporate Restructuring, Including the Creation of a Holding Company, and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation.

Public Input Hearing Notice

This is to inform you that the Public Input Hearings on the above-captioned case will be held as follows:

Monday, March 27, 2000 at 1:00 p.m. and 7:00 p.m.

Philadelphia State Office Building
1302 Philadelphia State Office Building
1400 West Spring Garden Street
Philadelphia, PA 19130
Phone: (215) 560-2105

Tuesday, March 28, 2000 at 7:00 p.m.

Radisson Hotel
Spruce Room
2400 East Old Lincoln Highway
Trevose, Pennsylvania
Point of Contact: Nicole DiMattia
Phone: 215) 638-8300 Ext. 153

EEF

Wednesday, March 29, 2000 at 7:00 p.m.

Norristown Borough Hall
Council Chambers
235 E. Airy Street
Norristown, Pennsylvania
Point of Contact: Anthony Biondi
Phone: (610) 270-0421

Thursday, March 30, 2000 at 1:00 p.m. and 7:00 p.m.

Glenmoore Fire Company
571 Fairview Road
Glenmoore, PA
Point of Contact: Rev. David Hicks
Phone: (610) 873-9345

Friday, March 31, 2000 at 7:00 p.m.

Delaware County Government Center Building
Council Meeting Room
201 W. Front Street
Media, Pennsylvania
Point of Contact: Tina Madden
Phone: (610) 891-4459

Presiding: **Administrative Law Judge Charles E. Rainey, Jr.**
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Philadelphia, PA 19130
Telephone: (215) 560-2105
Fax: (215) 560-3133

If you are a person with a disability, and you wish to attend the hearing(s), we may be able to make arrangements for your special needs. Please call Norma Lewis at the Public Utility Commission:

- Scheduling Office: 717-787-1399
- AT&T Relay Service number for persons who are deaf or hearing impaired: 1-800-654-5988.

pc: **Chairman Quain**
Vice Chairman Bloom
Commissioner Brownell
Commissioner Wilson
Commissioner Fitzpatrick
Judge Rainey
June Perry - BPL 111
Eric Levis - BPL 101
Verna Edmonds - BPL
Office of Trial Staff (2)
Consumer Advocate
Small Business Advocate
Bill Barrett - FUS
Norma Lewis
Susan Licon
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Sandra H. Byrne
Legal Administrator

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Jeffrey J. Norton
Mark B. Peabody
Roslyn G. Pollack
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Fax 215 568 3389

Direct Dial: 215 841 4252

January 28, 2000

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Matthew Hamermesh
Hangley Aronchick Segal & Pudlin
One Logan Square
27th Floor
Philadelphia, PA 19103-6933

RE: Application of PECO Energy Company to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) A Plan of Corporate Restructuring, including the creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation, Docket No. A-110550F0147

095453

Dear Mr. Hamermesh:

Enclosed, please find PECO's response to MAPSA-I # 9.

Very truly yours,

Paul Bonney/RHS
Paul R. Bonney
Assistant General Counsel

/rhs

Enclosure

cc: James J. McNulty, Secretary (cover letter & certificate of service only)
Certificate of Service

RECEIVED
SECRETARY'S BUREAU
00 JAN 31 AM 10:50

EEF

A-110550F0147

Certificate of Service

I hereby certify that I have this day served the foregoing document on the following in the matter of PECO Energy Company's Application For Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation; by hand delivery, fax or overnight mail:

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DOCKETED
FEB 1 2000

**DOCUMENT
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**RECEIVED
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00 JAN 31 AM 10:51**

095454

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Chief Raymond Copp
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(Witness for East Brandywine Township)

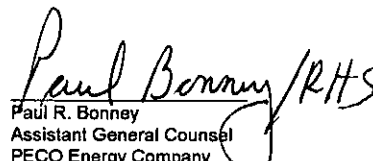
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(215) 841-4252

Dated: January 28, 2000

ORIGINAL



1601 MARKET STREET, SUITE 1750

PHILADELPHIA, PA 19103

PHONE (215) 988-0577

FAX (215) 988-0579

WWW.MONDREENERGY.COM

095377

00 JAN 31 AM 9:31

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FEB 03 2000

January 28, 2000

DOCUMENT
FOLDER

James J. McNulty, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Room B-20, North Office Building
North St. and Commonwealth Ave.
Harrisburg, PA 17105-3265

Re: Application of PECO Energy Company
Case No. A-110550F0147

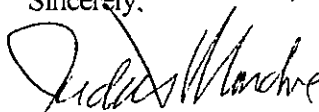
Dear Secretary McNulty:

Please place the following person on the Service List as an interested party to receive all correspondence issued by the Commission or ALJ Rainey concerning the above-stated case:

Judith L. Mondre, President
Mondre Energy, Inc.
1601 Market St., Suite 1750
Philadelphia, PA 19103
Telephone: 215-988-0577
Telecopy: 215-988-0579

Thank you for your assistance. Please call me at the above telephone number should you have any questions.

Sincerely,


Judith L. Mondre

cc: Honorable Charles E. Rainey

SRB

50

Energy Consulting and Conservation Services

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

DOCKETED
FEB 02 2000

Application of PECO Energy Company,
Pursuant to Chapters 11, 19, 21, 22, :
& and 28 of the Public Utility Code, for
Approval of (1) A Plan of Corporate :
Restructuring, Including the Creation :
of A Holding Company and (2) The :
Merger of the Newly Formed Holding :
Company and Unicom Corporation :

Application Docket No.
A-110550F0147

ERIC JOSEPH EPSTEIN, *Pro se*
4100 Hillsdale Road
Harrisburg, PA 17112

James J. McNulty, Secretary
Pennsylvania Public Utility Commission
Room B-20, North Office Building
P.O. Box 3265
Harrisburg, PA 17105-3265

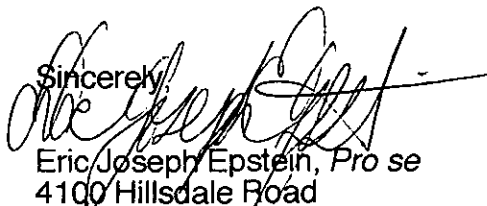
Dear Secretary McNulty:

Eric Joseph Epstein, *Pro se*, has received and reviewed PECO Energy Company's Petition for Certification of The Record to The Commission for Decision Pursuant to 66 Pa. C.S. § 335 (a) in the above-captioned proceeding.

Mr. Epstein does not object to PECO Energy's request.

Copies have been served upon all parties of record as shown on the attached Certificate of Service.

Sincerely,



Eric Joseph Epstein, *Pro se*
4100 Hillsdale Road
Harrisburg, PA 17112

DATED: January 28, 1999

SRB

**Before the
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of PECO Energy Company, Pursuant to Chapters 11, 19, 21 and 28 of the Public Utility Code, for Approval of (1) A Plan of Corporate Restructuring, Including the Creation of A Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation

Application No. A-110550F0147

CERTIFICATION OF SERVICE

I hereby certify that I have this day served a true and correct copy of the foregoing document upon the active participants named below by US mail or hand delivery in accordance with the requirements of 52 Pa. Code § Section 1.54.

The Honorable Judge Charles E. Rainey
Administrative Law Judge
Pennsylvania Public Utility Commission
1302 Philadelphia State Office Bldg.
1400 West Spring Garden Street
Philadelphia, PA 19130

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095579

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Respectfully submitted,


Eric Joseph Epstein, Pro se
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DATE: January 21, 2000

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January 28, 2000

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OF COUNSEL
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DAVID M. FREES, III
JOHN K. FIORILLO
JOHN L. HALL
KEVIN E. MCLAUGHLIN
DANA V. HADLEY
DOUGLAS L. KAUNE
KEITH N. RENALDO

DOCUMENT
FOLDER

The Honorable Charles E. Rainey
Pennsylvania Public Utility Commission
Office of Administrative Law Judge
Room 1302, Philadelphia Office Building
Broad and Spring Garden Streets
Philadelphia, PA 19130

DOCKETED
FEB 02 2000

RE: Application of PECO Energy Company, Pursuant to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code for Approval of (1) a Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation
Docket No. A-110550F0147

Dear Judge Rainey:

On behalf of Intervenor Wallace Township, I hereby submit my name and address in accordance with your request, during the January 20, 2000 prehearing conference, that each party provide the name and address of lead counsel to be placed on the official service list for receipt of documents:

John L. Hall, Esquire
Unruh, Turner, Burke & Frees, P.C.
P.O. Box 515
West Chester, PA 19381-0515

Very truly yours,


John L. Hall

RECEIVED
SECRETARY'S BUREAU

00 FEB -1 AM 9:26

JLH:mdp

cc: All counsel listed on attached Proof of Service list (w/enc.)
James J. McNulty, PUC Secretary
Wallace Township (w/enc.)

SRB

UNRUH, TURNER, BURKE & FREES, P.C.
BY: JOHN L. HALL, ESQUIRE
ATTORNEY I.D. NO. 38455
P.O. BOX 515
WEST CHESTER, PA 19381-0515

: ATTORNEY FOR PETITIONER,
WALLACE TOWNSHIP

**COMMONWEALTH OF
PENNSYLVANIA
BEFORE THE
PENNSYLVANIA PUBLIC
UTILITY COMMISSION**

Application of PECO Energy Company :
Pursuant to Chapters 11, 19, 21, 22 and 28 of :
the Public Utility Code for Approval of (1) a : Docket No. A-110550F0147
Plan of Corporate Restructuring, Including :
the Creation of a Holding Company and (2) :
the Merger of the Newly Formed Holding :
Company and Unicom Corporation :

PROOF OF SERVICE

I hereby certify that I have this day served by U.S. First Class Mail a true and correct copy of the foregoing document, Designation of Lead Counsel, upon the participants, listed below, in accordance with the requirements of 52 Pa. Code §1.54:

Date this 28th day of January, 2000

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00 FEB - 1 AM 9:27

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Paul Bonney, Esquire
Ward Smith, Esquire
Kent D. Murphy, Esquire
PECO Energy Company
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P.O. Box 8699
Philadelphia, PA 19101-8699

Respectfully submitted,

UNRUH, TURNER, BURKE & FREES, P.C.

By:



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P.O. Box 515
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Attorney I.D. No. 38455
610-692-1371



PECO ENERGY

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Direct Dial: 215 841 4252

January 28, 2000

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Office of Consumer Advocate
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Harrisburg, PA 17101-1923

RE: Application of PECO Energy Company to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) A Plan of Corporate Restructuring, including the creation of a Holding Company and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation, Docket No. A-110550F0147

Dear Ms. McCloskey:

Enclosed, please find PECO's response to OCA-I # 31 and OCA-VI # 45.

Very truly yours,

Paul Bonney /rhs
Paul R. Bonney
Assistant General Counsel

/rhs

Enclosure

cc: James J. McNulty, Secretary (cover letter & certificate of service only)
Certificate of Service

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Certificate of Service

A-110550F0147

I hereby certify that I have this day served the foregoing document on the following in the matter of PECO Energy Company's Application For Approval of (1) A Plan of Corporate Restructuring, Including the Creation of a Holding Company and (2) The Merger of the Newly Formed Holding Company and Unicom Corporation; by hand delivery, fax or overnight mail:

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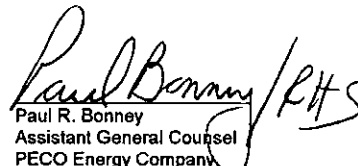
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Dated: January 28, 2000

A-110550F0147 Application of PECO Energy Company

Pursuant to Chapters 11, 19, 21, 22 and 28 of the Public Utility Code, for Approval of (1) a Plan of Corporate Restructuring, Including the Creation of a Holding Company, and (2) the Merger of the Newly Formed Holding Company and Unicom Corporation.

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

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GLENMOORE FIRE COMPANY
C/O REV DAVID HICKS
571 FAIRVIEW ROAD
GLENMOORE PA 19343

Dear Rev. Hicks:

The Pennsylvania Public Utility Commission's Office of Administrative Law Judge requests the use of your facility for the purpose of conducting a Public Input Hearing.

The date and time that we have scheduled for the proceeding is as follows:

Thursday, March 30, 2000 at 1:00 p.m. and 7:00 p.m.
A-110550F0147 Application of PECO Energy Company

I have enclosed a preferred physical set-up for the proceeding. If you have any questions regarding the set-up of this request, please contact me at (717) 787-1399.

An invoice listing the charges for the use of your facility **must** be mailed to:

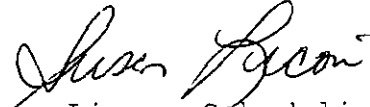
Chief Administrative Law Judge Robert A. Christianson
P.O. Box 3265
Harrisburg, PA 17105-3265
Attention: Susan Licon

Use of any other address will delay the processing of payment. In order to insure prompt payment, you must provide your tax identification number on your invoice.

SRB

Please confirm in writing, by telephone (717) 787-5630,
or by Fax to (717) 787-0481 as to the availability of your
facility and your accommodation of this request.

Very truly yours,



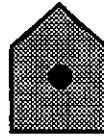
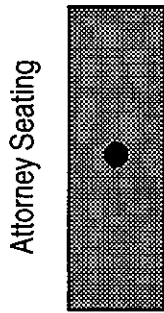
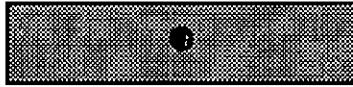
Susan Licon, Scheduling Officer
Office of Administrative Law Judge

Attachment²

pc: Norma Lewis
Case File

Preferred Seating Arrangement

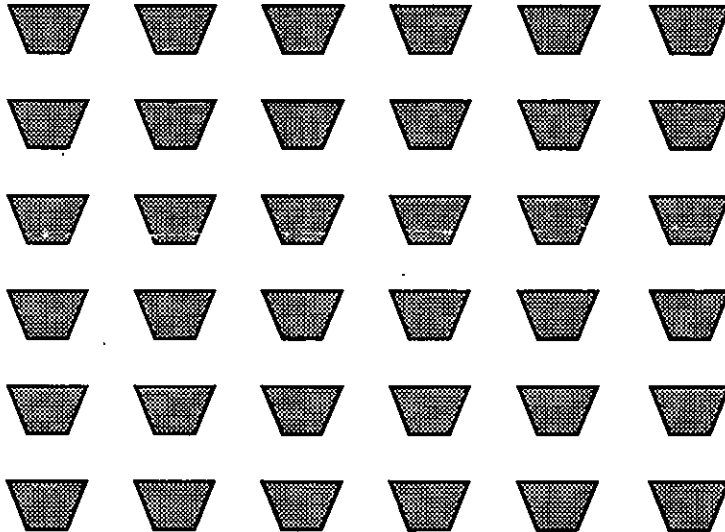
Administrative Law Judge & Court Reporter



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Audience/Participant Seating



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