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VIA FEDERAL EXPRESS

September 2, 2005

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2<sup>nd</sup> Floor  
Harrisburg, PA 17120

DOCUMENT  
FOLDER

RECEIVED

SEP 02 2005

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**Re: Joint Application of PECO Energy Company and Public Service Electric and Gas Company For Approval of the Merger of Public Service Enterprise Group Incorporated With and Into Exelon Corporation; Docket No. A-110550F0160**

Dear Secretary McNulty:

Enclosed for filing in the above-captioned proceeding please find an original and three (3) copies of the Motion For Admission Pro Hac Vice of Megan H. Troy.

I have enclosed an extra copy of the Motion. Please time-stamp and return in the enclosed envelope.

I have served a copy of this document on all parties to this proceeding, as shown on the attached Certificate of Service.

Respectfully submitted,

Jesse A. Dillon

Enclosures

cc: Certificate of Service

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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JOINT APPLICATION OF PECO  
ENERGY COMPANY AND PUBLIC  
SERVICE ELECTRIC AND GAS  
COMPANY FOR APPROVAL OF THE  
MERGER OF PUBLIC SERVICE  
ENTERPRISE GROUP  
INCORPORATED WITH AND INTO  
EXELON CORPORATION

Docket No. A-110550F0160

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SEP 02 2005

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**DOCKETED**  
SEP 12 2005

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MOTION FOR ADMISSION PRO HAC VICE OF  
MEGAN H. TROY

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Pursuant to Sections 1.22 and 1.23 of the Rules of Administrative Practice and Procedure of the Pennsylvania Public Utility Commission ("PUC"), 52 Pa. Code §§ 1.22 and 1.23, PPL Electric Utilities Corporation; PPL EnergyPlus, LLC; PPL Brunner Island, LLC; PPL Holtwood, LLC; PPL Martins Creek, LLC; PPL Montour, LLC; PPL University Park, LLC; Lower Mount Bethel Energy, LLC and PPL Susquehanna, LLC (collectively, the "PPL Companies"), through their undersigned attorney of record, move the PUC to allow the admission pro hac vice of attorney Megan H. Troy as co-counsel and as grounds therefore state:

1. The PPL Companies are affiliates or subsidiaries of PPL Corporation, a Pennsylvania Company and have as their attorney of record in this proceeding the undersigned Jesse A. Dillon, who is a practicing attorney duly

admitted to and in good standing with the bar of the Commonwealth of Pennsylvania (Attorney No. 47580).

2. Megan H. Troy, an associate in the law firm of Preston Gates Ellis & Rouvelas Meeds LLP, is a practicing attorney duly admitted to and in good standing with the bars of the District of Columbia and California.

3. Ms. Troy has experience in various aspects of regulatory and competition law and policy, and has participated in, among other things, numerous cost and pricing proceedings before several state public utility commissions, including the PUC's *Generic Investigation Re: Verizon Pennsylvania Inc.'s Unbundled Network Element Rates* (Docket No. R-00016683). In addition, Ms. Troy's firm, Preston Gates Ellis & Rouvelas Meeds, LLP has participated in several other PUC proceedings regarding the merging and restructuring of public utilities. *See Pennsylvania Power & Light Company, Application for Approval of Restructuring Plan Under Section 2806 of the Public Utility Code*, Docket No. R-00973954; *UGI Utilities, Inc., Application for Approval of Restructuring Plan Under Section 2806 of the Public Utility Code*, Docket No. R-00973975; *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 Newly Formed Holding Company and Unicom Corporation*; Docket No. A-110550F0147.

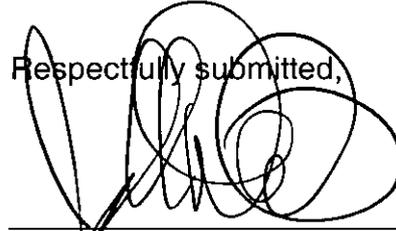
4. The PPL Companies desire that Ms. Troy represent them in this action and respectfully request that Ms. Troy be admitted pro hac vice to practice before the PUC as co-counsel representing the PPL Companies in this proceeding.

**RECEIVED**

SEP 02 2005

WHEREFORE, the PPL Companies request an order admitting Ms. Troy to serve as co-counsel for the PPL Companies, along with the PPL Companies' undersigned attorney of record.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Jesse A. Dillon', written over a horizontal line.

Jesse A. Dillon  
PPL Services Corporation  
Two North Ninth Street  
Allentown, Pennsylvania 18101  
(610) 774-5013

Dated: September 2, 2005

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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JOINT APPLICATION OF PECO	:	
ENERGY COMPANY AND PUBLIC	:	
SERVICE ELECTRIC AND GAS	:	
COMPANY FOR APPROVAL OF THE	:	Docket No. A-110550F0160
MERGER OF PUBLIC SERVICE	:	
ENTERPRISE GROUP	:	
INCORPORATED WITH AND INTO	:	
EXELON CORPORATION	:	

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**ORDER GRANTING ADMISSION PRO HAC VICE**

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On February 4, 2005, PECO Energy Company and Public Service Electric and Gas Company filed a Joint Application for Approval of the Merger of Public Service Enterprise Group Incorporated with and into Exelon Corporation with the Pennsylvania Public Utility Commission.

On or about September 2, 2005, Jesse A. Dillon, Esq., a member of the bar of the Commonwealth of Pennsylvania, moved the admission pro hac vice of Megan H. Troy, Esq., Preston Gates Ellis & Rouvelas Meeds LLP, Suite 500, 1735 New York Avenue, NW, Washington, DC, 20006, in this case, pursuant to Pa.B.A.R. 301.

It is represented by Mr. Dillon that Ms. Troy is a member in good standing of the bars of the District of Columbia and California.

The Motion for Admission Pro Hac Vice is unopposed.

THEREFORE,

IT IS ORDERED:

1. That Megan H. Troy, Esq., Preston Gates Ellis & Rouvelas Meeds LLP, Suite 500, 1735 New York Avenue, NW, Washington, DC, 20006, is admitted pro hac vice in the above-captioned case, on behalf of PPL Electric Utilities Corporation; PPL EnergyPlus, LLC; PPL Brunner Island, LLC; PPL Holtwood, LLC; PPL Martins Creek, LLC; PPL Montour, LLC; PPL University Park, LLC; Lower Mount Bethel Energy, LLC and PPL Susquehanna, LLC (collectively, the "PPL Companies").

2. That in accordance with the provisions of Pa.B.A.R. 301(a), Jesse A. Dillon, Esq. shall remain attorney of record for the PPL Companies.

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Date

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(name)  
Administrative Law Judge

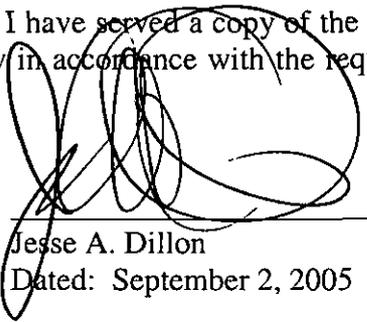
**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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**JOINT APPLICATION OF PECO :  
ENERGY COMPANY AND PUBLIC :  
SERVICE ELECTRIC AND GAS :  
COMPANY FOR APPROVAL OF THE : DOCKET NO. A-110550F0160  
MERGER OF PUBLIC SERVICE :  
ENTERPRISE GROUP :  
INCORPORATED WITH AND INTO :  
EXELON CORPORATION :**

**CERTIFICATE OF SERVICE**

I hereby certify that on September 2, 2005, I have served a copy of the foregoing document upon the active participants listed below in accordance with the requirements of § 1.54 (relating to service by a participant):

  
Jesse A. Dillon  
Dated: September 2, 2005

**VIA FIRST CLASS MAIL**

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