

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of PECO Energy Company :
and Public Service Electric and Gas Company :
for Approval of the Merger of Public Service : A-110550F0160
Enterprise Group Incorporated with and Into :
Exelon Corporation :

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PREHEARING ORDER #6

Evidentiary hearings are scheduled to be held in this matter on September 12, 13, 15, 16, 22, 23, 26, 27, 28, 2005. All hearings will be held in Philadelphia and will commence at 9:00 a.m., unless changed by the presiding officer. The parties are directed to comply with the following:

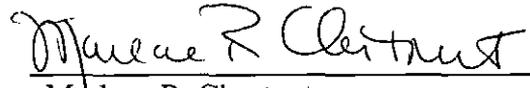
To assist in the development of a hearing schedule, I have attached a witness listing to be completed by each party which intends to participate. Please indicate for all witnesses, other than those you are sponsoring, your projected amount of cross-examination in accordance with the key (N, S, M or E) listed. Please return this to me by 12:00 p.m. on Thursday, September 8, 2005.

Please note: Only those parties who comply with this Prehearing Order concerning this listing will be permitted to conduct cross-examination. I recognize that this is your good-faith best estimate.

You also are directed to comply with Prehearing Order #3, especially with regard to 52 Pa. Code §5.76 and §5.403 so as to coordinate your planned crossed-examination so as to best utilize the available hearing time. Redundant or repetitive cross-examination will not be permitted.

I have also attached my statement and exhibit listing; please advise me of any changes or corrections.

Date: September 1, 2005



Marlane R. Chestnut
Administrative Law Judge

A-110550F0160 - WITNESSES

WITNESS	P E C O	P S E & G	O T S	O C A	O S B A	P A I E U G	P G W	D E P	P F E N T U R E	P P L	L A B O R I E S	S W E L I N L I A R M S	M E D I C A L	A C T I O N C E	T R F
Dennis O'Brien Joint Applicants											M				
William Arndt Joint Applicants											M				
Brian Kalcic OSBA															
Richard LaCapra OCA															
David Keim OTS															
Kevan Deardorff OTS															
William Patterer Joint Applicants															
J. Gregory Sidak Joint Applicants															
Harry Geller Action Alliance															
Sen. Anthony Williams															
Jeffrey Benjamin Joint Applicants															
David Allard DEP															
Lewis Milford TRF/SDF															
David Hill PennFuture															
John Plunkett PennFuture															

Key:

- N = no cross-examination
- S = slight cross-examination (15 minutes or less)
- M = moderate cross-examination (15-60 minutes)
- E = extensive cross-examination (more than 60 minutes)

A-110550F0160 - WITNESSES

WITNESS	P E C O & G	P S E O & G	O T S	O C A	O S B A	P A I E U G	P G W	D E P	P F E N T U R E	P P L	L A B O R P A R T I E S	S W E L L I A L T O R M S	M E D I C A L E X A M I N E R S	A C C I D E N T A L I T Y	T R A N S P O R T A T I O N
John Slade DEP															
Daniel Demond DEP															
Thomas Tuffey PennFuture															
Brian Crowe Joint Applicants															
William Hieronymus Joint Applicants															
John Morris Joint Applicants															
Michael Gruber OTS															
Paul Carpenter PGW															
Joseph Kalt PPL															
Doug Smith/ Richard Hahn OCA															
J. Barry Mitchell Joint Applicants															
Barbara Alexander OCA															
Frank Kuders Labor Parties															

Key:

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- S = slight cross-examination (15 minutes or less)
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A-110550F0160 - WITNESSES

WITNESS	P E C O & G	P S E	O T S	O C A	O S B A	P A I E U G	P G W	D E P	P F E N T U R E	P P L	L A B O R P A R T I E S	S W I T N E S S	M E D I C A L	A C T I O N S	A L L I A N C E	T R F
Lisa Crutchfield Joint Applicants																
M. Bridget Reidy Joint Applicants											M					
Jerome Mierzwa OCA																
Kent Miller Philadelphia																
Julia Frayer FirstEnergy																
William Byrd FirstEnergy																
Richard D'Angelo FirstEnergy																
Jack Crowley Joint Applicants																
John McGill Labor Parties																
Todd J. Jirovec Joint Applicants																
Tumar Alexander Philadelphia																
Craig E. White PGW																
Lester B. Lave DEP																
Bryce Maretzki DEP																

Key:

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Statements and Exhibits A-110550F0160

Date	Party	Caption	Description	Exhibits/Attachments	Admitted
2/4/05	PECO	Application	Joint Application of PECO Energy Company and Public Service Electric and Gas Company		
		Vol. I:			
		Exh. A			
		Exh. B			
		Exh. D			
		Vol. II			
		Exh. C			
		Vol. III			
		PECO St. 1	Direct: Denis P. O'Brien, PECO Energy Company, President		
		PECO St. 2	Direct: William D. Arndt, Exelon Corporation., Senior Vice-President, Financial Operations	PECO Exh. WDA-1 to WDA-6	
		Vol. IV			
		PECO St. 3	Direct: William H. Hieronymus, Charles River Associates, Incorporated, Vice-President (Dr.)	PECO Exh. WHH-1 FERC Exh. J-1 (Hieronymus testimony and exhibits)	
5/27/05	PECO	PECO Exh. WHH-2	Hieronymus supplemental FERC testimony		
6/28/05	Sen.		Direct: Pa. Senator Anthony Williams		
6/28/05	PGW	PGW St. 1	Direct: Paul R. Carpenter, The Brattle Group, Principal and Vice-Chairman, (Dr.) (Appendix A)		
6/28/05	OTS	OTS St. 1	Direct: David F. Keim, PUC, OTS, Technical Division, Fixed Utility Financial Analyst (Appendix A)	OTS Exh. 1	

6/28/05	OTS	OTS St. 2	Direct: Michael J. Gruber, PUC, OTS, Technical Division, Fixed Utility Valuation Engineer (Appendix A)	OTS Exh. 2	
6/28/05	OTS	OTS St. 3	Direct: Kevan L. Deardorff, PUC, OTS, Technical Division, , Fixed Utility Financial Analyst (Appendix A)	OTS Exh. 3	
6/28/05	Philadelphia	Phila. St. 1	Direct: Kent R. Miller, Philadelphia, Municipal Energy Office, Executive Director (Dr.)	Exhs. KRM-1 to KRM-4	
6/28/05	Action Alliance et al	Action Alliance et al St. 1	Direct: Harry S. Geller, Pennsylvania Utility Law Project, Executive Director	Exhs. A-K	
6/28/05	TRF	TRF St. 1	Direct: Lewis M. Milford, Clean Energy Group, Inc., President	Exhs. LMM-1 and LMM-2	
6/29/05	OCA	OCA St. 1 (proprietary and non-proprietary)	Direct: Richard La Capra, La Capra Associates, Principal Consultant		
6/29/05	OCA	OCA St. 2	Direct: (1) Douglas C. Smith , La Capra Associates, Technical Director; and (2) Richard Hahn, La Capra Associates, Managing Consultant	Exh. LCA-MP-1a, 1b, LCA-MP-2 to MP-8	
6/29/05	OCA	OCA St. 3	Direct: Jerome D. Mierzwa, Exeter Associates, Inc., Principal and Vice-President		
6/29/05	OCA	OCA St. 4	Direct: Barbara R Alexander, Consumer Affairs Consultant	Exh. BA-1	
6/29/05	FirstEnergy Companies	MetEd/Penelec/Penn Power St. 1	Direct: William D. Byrd, FirstEnergy Service Company, Director, Rate Strategy		
6/29/05	FirstEnergy Companies	MetEd/Penelec/Penn Power St. 2	Direct: Richard A. D'Angelo, FirstEnergy Service Company, Manager – Rates and Regulatory Affairs – Pennsylvania	Exhs. RAD-1 to RAD-4	
6/29/05	FirstEnergy Companies	MetEd/Penelec/Penn Power St. 3	Direct: Julia Frayer, London Economics International LLC, Partner and Managing Director	Appendix A, B, C, Exh. 3-A (FERC testimony)	
6/29/05	OSBA	OSBA St. 1	Direct: Brian Kalcic, Excel Consulting, Principal	Appendix, Exh. 1 (Schs. BK-1 to BK-4, interrog. Responses)	

6/29/05	PPL Companies	PPL St. 1	Direct: Joseph P. Kalt, Harvard University, John F. Kennedy School of Government, Ford Foundation Professor of International Political Economy; Lexecon, Inc., Senior Economist (Dr.)	Exhs. JPK -1 to JPK-11	
6/29/05	DEP	DEP St. 1	Direct: David Allard, DEP, Bureau of Radiation Protection, Director (Dr?)		
6/29/05	DEP	DEP St. 2	Direct: John F. Slade, DEP, Bureau of Air Quality, Division of Permits, Chief		
6/29/05	DEP	DEP St. 3	Direct: Daniel Desmond, DEP, Office of Energy and Technology Deployment, Deputy Secretary		
6/29/05	Labor parties	Labor Parties St. 1	Direct; Frank Kuders, Exelon Generation LLC, Eddystone Station, maintenance technician; International Brotherhood of Electrical Workers, Local 614, President	Schs. FK-1 to FK-17	
7/5/05	PennFuture parties	PF St. 1	Direct: Thomas J. Tuffey, Citizens for Pennsylvania's Future, Center for Energy, Environment and Enterprise, Director (Dr.)		
7/5/05	PennFuture parties	PF St. 2	Direct: John J. Plunkett, Optimal Energy, Inc., Partner	Exhs. PF-JP 1 and 2	
7/5/05	PennFuture parties	PF St. 3	Direct: David Hill, Vermont Energy Investment Corporation, Senior Project Manager (Dr.)	Exh. PF-DH-1	
7/29/05	OSBA	OSBA St. 2	Rebuttal: Brian Kalcic	Exh. 2	
7/29/05	PECO	PECO St. 1-R	Rebuttal: Dennis P. O'Brien	Exhs. DPO-1 to DPO-5	
7/29/05	PECO	PECO St. 2-R	Rebuttal: William D. Arndt	Exh. WDA-7	
7/29/05	PECO	PECO St. 3-R	Rebuttal: Dr. William H. Hieronymus	Exh. WHH-2	
7/29/05	PECO	PECO St. 4-R	Rebuttal: Lisa Crutchfield, PECO Energy Company, Vice-President of Regulatory and External Affairs	Exhs. LC-1 to LC-6	
7/29/05	PECO	PECO St. 5-R	Rebuttal: M. Bridget Reidy, Exelon Business Services Company, Senior Vice-President of Exelon Energy Delivery Customer and Marketing Services	Exhs. BR-1, BR-2	
7/29/05	PECO	PECO St. 6-R	Rebuttal: J. Barry Mitchell, Exelon Corporation, Senior		

			Vice-President, Treasurer and Chief Financial Officer		
7/29/05	PECO	PECO St. 7-R	Rebuttal: Brian D. Crowe, PECO Energy Company, Director, Rates and Regulatory Affairs	Exhs. BDC-1 to BDC-4	
7/29/05	PECO	PECO St. 8-R	Rebuttal: William J. Patterer, PECO Energy Company, Regulatory & Governmental Affairs Dept., Senior Rates Specialist	Exh. WJP-1	
7/29/05	PECO	PECO St. 9-R	Rebuttal: Jack Crowley, Exelon Generation Company, LLC, Power Team, Director of Regulatory Affairs	Exhs. JC-1, JC-2	
7/29/05	PECO	PECO St. 10-R	Rebuttal: Jeffrey A. Benjamin, Exelon Generation Company LLC, Vice-President, Licensing and Regulatory Affairs	Exh. JAB-1	
7/29/05	PECO	PECO St. 11-R	Rebuttal: John R. Morris, Economists Incorporated, Principal (Dr.)	Exhs. JRM -1 to JRM-3	
7/29/05	PECO	PECO St. 12-R	Rebuttal: J. Gregory Sidak, Criterion Economics, LLC founder	Appendix A	
8/01/05	OCA	OCA St. 1-R	Rebuttal: Richard LaCapra		
8/25/05	TRF	TRF St. 1-SR	Surrebuttal: Lewis M. Milford		
8/26/05	Labor	Labor Parties St. 2	Surrebuttal: John McGill, Peco Energy Company, Lineman 1/C 2 and Relief SDII (System Dispatcher); International Brotherhood 3 of Electrical Workers (IBEW), Local 614 member of, member, and member of Negotiating Committee		
8/26/05	OSBA	OSBA St. 3	Surrebuttal: Brian Kalcic	Attachments A, B	
8/26/05	OSBA	OSBA St. 4	Supplemental direct: Brian Kalcic		
8/26/05	FirstEnergy Companies	MetEd/Penelec/Penn Power St. 3-S	Surrebuttal: Julia Frayer		
8/26/05	FirstEnergy Companies	MetEd/Penelec/Penn Power St 1-	Surrebuttal and Supplemental direct: William Byrd		

		S-1			
8/26/05	OCA	OCA St. 1-S	Surrebuttal: Richard LaCapra		
8/26/05	OCA	OCA St. 1-Supp.	Supplemental direct: Richard LaCapra		
8/26/05	OCA	OCA St. 2-S	Surrebuttal: Richard S. Hahn/Douglas C. Smith	Exhs. A, B	
8/26/05	OCA	OCA St. 3-S	Surrebuttal: Jerome D. Mierzwa		
8/26/05	OCA	OCA St. 4-S	Surrebuttal: Barbara R. Alexander		
8/26/05	OCA	OCA St. 4-Supp.	Supplemental direct: Barbara R. Alexander		
8/26/05	PECO	PECO St. 1-DQ	Supplemental direct: Denis P. O'Brien		
8/26/05	PECO	PECO St. 3-DQ	Supplemental direct: William H. Hieronymous		
8/26/05	PECO	PECO St. 12-DQ	Supplemental direct: J. Gregory Sidak		
8/26/05	PECO	PECO St. 13-DQ	Supplemental direct: Todd J. Jirovec, Booze Allen Hamilton, Vice-President		
8/26/05	OTS	OTS St. 1-SR	Surrebuttal: David F. Keim		
8/26/05	OTS	OTS St. 2-SR	Surrebuttal: Michael J. Gruber		
8/26/05	OTS	OTS St. 3-SR	Surrebuttal and supplemental direct: Kevan L. Deardorff	Exh. 3-SR	
8/26/05	Philadelphia	Phila. St. 2	Surrebutal: Tumar Alexander, City of Philadelphia, Assistant Managing Director		
8/26/05	Philadelphia	Phila. St. 1-Supp.	Supplemental direct: Kent R. Miller (Dr.)		
8/26/05	Action Alliance et al	Action Alliance et al St. 1-SR	Surrebuttal: Harry S. Geller	Exhs. 1-SR through 10-SR	
8/26/05	PGW	PGW St. 1-SR (proprietary and non-proprietary)	Surrebuttal and supplemental direct: Paul R. Carpenter	Appendices 1, 2, 3	
8/26/05	PGW	PGW St. 2	Supplemental direct: Craig E. White, Philadelphia Gas Works, Acting Chief Operating Officer		

8/26/05	PennFuture parties	PennFuture parties St. 1-S	Surrebuttal: Thomas J. Tuffey (Dr.)		
8/26/05	PennFuture parties	PennFuture parties St. 1-Supp	Supplemental direct: Thomas J. Tuffey (Dr.)		
8/26/05	PPL companies	PPL St. 1-SR	Surrebuttal and supplemental direct: Joseph P. Kalt (Dr.)	Exhs. JPK – 12 through JPK-14	
8/26/05	DEP	DEP DQ Test. 1	Supplemental direct: Lester B. Lave, , Carnegie Mellon University, Tepper School of Business, University Professor, Higgins Professor of Economics and Finance in the Tepper School of Business, Professor of Engineering and Public Policy in the Engineering School, and Professor of Public Policy and Management in the Heinz School of Public Policy and Management at Carnegie Mellon University. (Dr)		
8/26/05	DEP	DEP DQ Test. 2	Supplemental direct: Bryce Maretzki, Dept. of Community and Economic Development, Policy Director	Attachment 1	