

October 15, 2014

Via Electronic Filing

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
Post Office Box 3265
Harrisburg, PA 17105-3265

Re: Joint Application of PPL Interstate Energy Company and PPL Electric
Utilities Corporation; Docket Nos. A-2014-2435752 & A-2014-2435833

Dear Secretary Chiavetta:

We are counsel to Allegheny Electric Cooperative, Inc. in the above matter and are submitting via electronic filing its Petition for Leave to Withdraw its Petition to Intervene. Copies of the Petition are being served upon the persons and in the manner set forth on the certificate of service attached to it.

Very truly yours,

THOMAS, NIESEN & THOMAS, LLC

By 

Thomas T. Niesen

Enclosure

cc: Certificate of Service (w/encl.)
David J. Dulick, Esq. (w/encl.)

Before The
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Administrative Law Judge
Susan D. Colwell, Presiding

Joint Application of PPL Interstate : Docket No. A-2014-2435752
Energy Company and PPL Electric : Docket No. A-2014-2435833
Utilities Corporation for All of the :
Necessary Authority, Approvals, and :
Certificates of Public Convenience: :
(1) for the Transfer of PPL :
Corporation's Ownership Interests in :
PPL Interstate Energy Company to :
Talen Energy Corporation, and :
Certain Post Closing Transactions :
Associated therewith; (2) for the :
Transfer of Certain Property :
Interests Between PPL Electric :
Utilities Corporation and PPL Energy :
Supply, LLC and its Subsidiaries in :
Conjunction with the Transfer of All :
of the Interests of PPL Energy Supply, :
LLC and its Subsidiaries to Talen :
Energy Corporation; (3) for any :
Modification or Amendment of :
Associated Affiliated Interest :
Agreements; and (4) for any Other :
Approvals Necessary to Complete the :
Contemplated Transactions :

NOTICE TO PLEAD

Notice is hereby given that a responsive pleading to the following Petition of Allegheny Electric Cooperative, Inc. for Leave to Withdraw its Petition to Intervene shall be filed with the Pennsylvania Public Utility Commission within 10 days of service.

By 

Thomas T. Niesen, Esquire
THOMAS, NIESEN & THOMAS, LLC
Attorney for Allegheny Electric Cooperative, Inc.

Date of Service: October 15, 2015

**Before The
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**Administrative Law Judge
Susan D. Colwell, Presiding**

**Joint Application of PPL Interstate : Docket No. A-2014-2435752
Energy Company and PPL Electric : Docket No. A-2014-2435833
Utilities Corporation for All of the :
Necessary Authority, Approvals, and :
Certificates of Public Convenience: :
(1) for the Transfer of PPL :
Corporation's Ownership Interests in :
PPL Interstate Energy Company to :
Talen Energy Corporation, and :
Certain Post Closing Transactions :
Associated therewith; (2) for the :
Transfer of Certain Property :
Interests Between PPL Electric :
Utilities Corporation and PPL Energy :
Supply, LLC and its Subsidiaries in :
Conjunction with the Transfer of All :
of the Interests of PPL Energy Supply, :
LLC and its Subsidiaries to Talen :
Energy Corporation; (3) for any :
Modification or Amendment of :
Associated Affiliated Interest :
Agreements; and (4) for any Other :
Approvals Necessary to Complete the :
Contemplated Transactions :**

**PETITION OF ALLEGHENY ELECTRIC COOPERATIVE, INC.
FOR LEAVE TO WITHDRAW PETITION TO INTERVENE**

AND NOW, comes Allegheny Electric Cooperative, Inc. ("Allegheny"), individually and on behalf of its 14 rural electric distribution member cooperatives, by its attorneys, and, pursuant to 52 Pa. Code § 5.94, petitions for leave to withdraw its Petition to Intervene in the above-captioned Joint Application of PPL Interstate Energy Company and PPL Electric Utilities

Corporation at A-2014-2435752 and A-2014-2435833 as follows:

I. BACKGROUND

1. This proceeding concerns the Joint Application of PPL Interstate Energy Company and PPL Electric Utilities Corporation for the necessary authority, approvals and certificates of public convenience authorizing: (1) the transfer, through a series of intermediate steps of all of PPL Corporation's ownership interests in PPL IEC to Talen Energy Corporation, and certain post-closing transactions associated therewith; (2) the transfer of certain property interests between PPL EU and subsidiaries of PPL Energy Supply, LLC in order to fully separate and define certain property rights among PPL EU and the PPL Energy Supply subsidiaries; and (3) to the extent required, any modifications or amendments to affiliated interest agreements among and between PPL EU, PPL Energy Supply and its subsidiaries, including PPL IEC.

2. Allegheny filed a Petition to Intervene in the joint application proceeding. Allegheny's petition was unopposed and granted as part of the Scheduling Order – Second Prehearing Order of Administrative Law Judge Susan D. Colwell dated September 22, 2014.

II. WITHDRAWAL OF PETITION TO INTERVENE

3. Section 5.94(a) of the Public Utility Commission's Administrative Rules, 52 Pa. Code § 5.94(a), allows a party to withdraw a pleading in a contested proceeding and provides as follows:

“ ... a party desiring to withdraw a pleading in a contested proceeding may file a petition for leave to withdraw the appropriate document with the Commission and serve it upon the other parties. The petition must set forth the reasons for the withdrawal. A party may object to the petition within 10 days of service. After considering the petition, an objection thereto and the public interest, the presiding officer or the Commission will determine whether the withdrawal will be permitted.

4. Allegheny has reviewed the Joint Application, the testimony of the Joint Applicants, conducted discovery and addressed matters of interest to it with the Joint Applicants. Based on the information gained from the foregoing, Allegheny now wishes to withdraw its Petition to Intervene and to withdraw from the Joint Application proceeding. Allegheny's withdrawal from the proceeding will conserve the time and resources of the Commission as well as the time and resources of the Joint Applicants and Allegheny and, as such, will further the public interest.

WHEREFORE Allegheny Electric Cooperative, Inc. requests that the Pennsylvania Public Utility Commission grant this Petition for Leave to Withdraw Petition to Intervene.

Respectfully submitted,



Thomas T. Niesen, Esquire
Charles E. Thomas, III, Esquire
Thomas, Niesen & Thomas, LLC
212 Locust Street, Suite 600
Harrisburg, PA 17101

David J. Dulick, Esquire
General Counsel
Allegheny Electric Cooperative, Inc.
212 Locust Street
P.O. Box 1266
Harrisburg, PA 17108-1266

Attorneys for
Allegheny Electric Cooperative, Inc.

DATED: October 15, 2014

**Before The
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**Administrative Law Judge
Susan D. Colwell, Presiding**

**Joint Application of PPL Interstate : Docket No. A-2014-2435752
Energy Company and PPL Electric : Docket No. A-2014-2435833
Utilities Corporation for All of the :
Necessary Authority, Approvals, and :
Certificates of Public Convenience: :
(1) for the Transfer of PPL :
Corporation's Ownership Interests in :
PPL Interstate Energy Company to :
Talen Energy Corporation, and :
Certain Post Closing Transactions :
Associated therewith; (2) for the :
Transfer of Certain Property :
Interests Between PPL Electric :
Utilities Corporation and PPL Energy :
Supply, LLC and its Subsidiaries in :
Conjunction with the Transfer of All :
of the Interests of PPL Energy Supply, :
LLC and its Subsidiaries to Talen :
Energy Corporation; (3) for any :
Modification or Amendment of :
Associated Affiliated Interest :
Agreements; and (4) for any Other :
Approvals Necessary to Complete the :
Contemplated Transactions :**

CERTIFICATE OF SERVICE

I hereby certify that I have this 15th day of October 2014 served a true and correct copy of the Petition of Allegheny Electric Cooperative, Inc. for Leave to Withdraw Petition to Intervene, upon the persons and in the manner set forth below:

EMAIL AND FIRST CLASS MAIL, POSTAGE PREPAID

The Honorable Susan D. Colwell
Pennsylvania Public Utility Commission
Office of Administrative Law Judge
Post Office Box 3265
Harrisburg, PA 17105-3265


David B. Macgregor Esquire
Christopher T. Wright Esquire
Post & Schell
17 North Second Street 12th Floor
Harrisburg Pa 17101-1601

Paul E. Russell Esquire
PPL Electric Utilities Corporation
2 North Ninth Street
Allentown Pa 18101
Representing PPL Services Corporation

Scott J. Rubin Esquire
Law Office of Scott J. Rubin
333 Oak Lane
Bloomsburg Pa 17815
*Representing International Brotherhood Of
Electrical Workers, Local 1600.*

Steven C. Gray Esquire
Office of Small Business Advocate
300 North Second Street Suite 1102
Harrisburg Pa 17101

Aron J. Beatty Esquire
Office of Consumer Advocate
5th Floor Forum Place
555 Walnut Street
Harrisburg Pa 17101-1923



Thomas T. Niesen.
PA Attorney ID No. 31379