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JUN 15 2010

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

June 15, 2010

**VIA FEDERAL EXPRESS**

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
P.O. Box 3265  
Harrisburg, PA 17105-3265

**Re: Joint Application of West Penn Power Company doing business as Allegheny Power, Trans-Allegheny Interstate Line Company and FirstEnergy Corp. for a Certificate of Public Convenience Under Section 1102(A)(3) of the Public Utility Code Approving a Change of Control of West Penn Power Company and Trans-Allegheny Interstate Line Company, Docket Nos. A-2010-2176520, A-2010-2176732**

Dear Secretary Chiavetta:

Enclosed please find an original and three (3) copies of the Prehearing Memorandum of West Penn Power Company, Trans-Allegheny Interstate Line Company, and FirstEnergy Corp. in the above-referenced matter. Copies have been served on Administrative Law Judges Wayne L. Weisman and Mary D. Long and the parties/intervenors of record in accordance with the attached Certificate of Service.

Kindly time-stamp and return the extra copy of this Prehearing Memorandum in the enclosed postage-paid envelope.

Sincerely,

  
Thomas P. Gadsden

TPG/tp  
Enclosures

cc: Per Certificate of Service (w/encls.)

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**JOINT APPLICATION OF WEST PENN  
POWER COMPANY doing business as  
ALLEGHENY POWER, TRANS-  
ALLEGHENY INTERSTATE LINE  
COMPANY AND FIRSTENERGY CORP.  
FOR A CERTIFICATE OF PUBLIC  
CONVENIENCE UNDER SECTION  
1102(A)(3) OF THE PUBLIC UTILITY CODE  
APPROVING A CHANGE OF CONTROL OF  
WEST PENN POWER COMPANY AND  
TRANS-ALLEGHENY INTERSTATE LINE  
COMPANY**

**DOCKET NOS. A-2010-2176520  
A-2010-2176732**

**RECEIVED**

**JUN 15 2010**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**

**PREHEARING MEMORANDUM  
OF  
WEST PENN POWER COMPANY, TRANS-ALLEGHENY INTERSTATE LINE  
COMPANY, AND FIRST ENERGY CORP.**

This Memorandum is submitted in response to the Prehearing Conference Order (Prehearing Order) issued by Administrative Law Judge Wayne L. Weisman on May 24, 2010.

**I. INTRODUCTION**

On May 14, 2010, West Penn Power Company (West Penn), doing business as Allegheny Power, Trans-Allegheny Interstate Line Company (TrAILCo) and FirstEnergy Corp. (FirstEnergy) (collectively, the Joint Applicants) filed a joint application (the Joint Application) to obtain the approval of the Pennsylvania Public Utility Commission (the Commission) under Chapters 11 and 28 of the Public Utility Code for a change of control of West Penn and TrAILCo to be effected by the merger of Allegheny Energy, Inc. (Allegheny) with Element Merger Sub., Inc., a wholly-owned subsidiary of FirstEnergy (the Merger). The Joint Applicants also requested that the Commission approve, under Chapter 21 of the Public Utility Code, certain

revisions to affiliated interest arrangements that are designed to facilitate the sharing of services between the Allegheny and FirstEnergy systems and thereby take advantage of the synergies that the proposed Merger is expected to produce.

The Joint Application included extensive written testimony and exhibits describing the Merger and the substantial benefits the combined company is expected to produce for its customers and the communities the combined company will serve. In addition, the Joint Application included detailed written testimony and supporting material explaining how the Merger will not result in the unlawful exercise of market power or otherwise prevent retail electricity customers in Pennsylvania from obtaining the benefits of a properly functioning competitive retail electricity market and, in fact, may facilitate additional competition.

Notice of the Joint Application was published in the *Pennsylvania Bulletin* on May 29, 2010, and pursuant to a Secretarial Letter dated May 19, 2010, notice was also published in the *Pittsburgh Post-Gazette* on May 28, 2010. On June 3, 2010, the Commission issued a letter identifying twelve issues and areas of concern to be addressed by the parties and investigated in detail before the Administrative Law Judges. To date, the Joint Applicants have been served with Notices of Appearance, Protests and/or Petitions to Intervene filed by the following entities:

1. **Office of Trial Staff** (Notice of Appearance) (May 27, 2010).
2. **Office of Consumer Advocate** (Protest) (June 14, 2010).
3. **Office of Small Business Advocate** (Notice of Intervention and Protest) (June 14, 2010).
4. **ARIPPA** (Petition to Intervene) (June 14, 2010).
5. **Citizens for Pennsylvania's Future** (Petition to Intervene) (June 14, 2010).
6. **Citizen Power, Inc.** (Petition to Intervene) (June 14, 2010).
7. **Clean Air Council** (Protest and Petition to Intervene) (June 14, 2010).

8. **Department of Environmental Protection** (Petition to Intervene) (June 14, 2010).
9. **Direct Energy Services, LLC** (Petition to Intervene) (June 14, 2010).
10. **Duquesne Light Company** (Petition to Intervene) (June 11, 2010).
11. **International Brotherhood of Electrical Workers** (Petition to Intervene) (June 2, 2010).
12. **Met-Ed Industrial Users Group and the Penelec Industrial Customer Alliance** (Joint Petition to Intervene) (June 14, 2010).
13. **Pennsylvania Mountains Healthcare Alliance** (Petition to Intervene) (June 14, 2010).
14. **Pennsylvania Rural Electric Association** (Petition to Intervene) (June 14, 2010).
15. **Pennsylvania State University** (Petition to Intervene) (June 14, 2010).
16. **Retail Energy Supply Association** (Petition to Intervene) (June 14, 2010).
17. **Utility Workers Union of America, AFL-CIO and UWUA System Local No. 102** (Petition to Intervene) (June 14, 2010).
18. **West Penn Power Industrial Intervenors** (Petition to Intervene) (June 14, 2010).
19. **West Penn Power Sustainable Energy Fund** (Petition to Intervene) (June 14, 2010).
20. **York County Solid Waste and Refuse Authority** (Petition to Intervene) (June 9, 2010).

In accordance with the Prehearing Order, the Joint Applicants submit the following information.

## II. SERVICE OF DOCUMENTS

The Joint Applicants request that the official service list for each Joint Applicant be as follows:

FirstEnergy Corp.

Bradley A. Bingaman (Pa. No. 90443)  
FirstEnergy Service Company  
2800 Pottsville Pike  
P.O. Box 16001  
Reading, PA 19612-6001  
Phone: (610) 921-6203  
Fax: (610) 939-8655  
Email: [bbingaman@firstenergycorp.com](mailto:bbingaman@firstenergycorp.com)

West Penn and TrAILCo:

Randall B. Palmer (Pa. No. 94161)  
Allegheny Energy, Inc.  
800 Cabin Hill Drive  
Greensburg, PA 15601  
Phone: (724) 838-6894  
Fax: (724) 853-4264  
Email: [rpalmer@alleghenyenergy.com](mailto:rpalmer@alleghenyenergy.com)

The Joint Applicants also request that a copy of all correspondence, discovery, testimony and other materials sent to the Joint Applicants be provided to:

Thomas P. Gadsden (Pa. No. 28478)  
Kenneth M. Kulak (Pa. No. 75509)  
Morgan, Lewis & Bockius LLP  
1701 Market Street  
Philadelphia, PA 19103-2921  
Phone: (215) 963-5234  
Fax: (215) 963-5001  
Email: [tgadsden@morganlewis.com](mailto:tgadsden@morganlewis.com)  
[kkulak@morganlewis.com](mailto:kkulak@morganlewis.com)

and

W. Edwin Ogden (Pa. No. 17644)  
Alan Michael Seltzer (Pa. No. 27890)  
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[aseltzer@ryanrussell.com](mailto:aseltzer@ryanrussell.com)

### **III. SETTLEMENT**

The Joint Applicants are willing to pursue with the parties the possible stipulation of individual issues and/or more far-ranging settlement discussions that might lead to a comprehensive resolution of this matter. As set forth in the proposed procedural schedule *infra*, the Joint Applicants have proposed that a settlement conference be convened in late August or early September on a date to be determined by the parties.

### **IV. DISCOVERY**

The Joint Applicants do not propose any modifications to the Commission's regulations governing discovery. However, the Joint Applicants have attached, as Exhibit "A" hereto, a proposed Protective Order. It is similar to the Protective Order agreed upon by the parties and approved by the Presiding Administrative Law Judge in the default service proceedings of FirstEnergy electric utility subsidiaries Metropolitan Edison Company ("Met-Ed") and Pennsylvania Electric Company ("Penelec"). *See Joint Petition of Metropolitan Edison Company and Pennsylvania Electric Company for Approval of Their Default Service Program*, Docket Nos. P-2009-2093053, P-2009-2093054 (Order entered April 3, 2009). The only substantive difference is an additional paragraph (§ 4) providing further procedures to address commercially sensitive information. The Joint Applicants respectfully request that the Administrative Law Judges enter the proposed Protective Order in this proceeding.

### **V. PROPOSED PROCEDURAL SCHEDULE**

The Joint Applicants propose the following schedule for the submission of testimony, the conduct of evidentiary hearings, and the filing of briefs.

Filing of Application	May 14, 2010
Prehearing Conference	June 22, 2010
Joint Applicants' Supplemental Testimony	July 15, 2010
Non-Company Direct Testimony	August 18, 2010
Settlement Conference	Between August 31, 2010 and September 10, 2010
Rebuttal Testimony	September 14, 2010
Surrebuttal Testimony	October 1, 2010
Evidentiary Hearings (including Oral Rejoinder, as needed)	October 12-15, 2010
Main Briefs	November 3, 2010
Reply Briefs	November 15, 2010
Recommended Decision	December 15, 2010

The above schedule anticipates that the proposed dates are for “in-hand” delivery, and that all direct, rebuttal and surrebuttal testimony will be submitted in writing in advance. The Joint Applicants will work with the Office of Consumer Advocate and other parties to assess whether a public input hearing should be held and, if so, a date and location for such a hearing for consideration by the Administrative Law Judges.

## VI. WITNESSES AND EVIDENCE

Listed below are the initial witnesses for the Joint Applicants, together with a brief summary of the subject matter of their testimony.

1. **Anthony J. Alexander** is FirstEnergy’s President and Chief Executive Officer. He describes the substantial benefits arising from the Merger and its likely effects on customers, employees and local communities in Pennsylvania. (Joint Applicants Statement No. 1)

2. **James F. Pearson** is Vice President and Treasurer of FirstEnergy. He describes financial aspects of the transaction and additional substantial benefits arising from the Merger, including enhanced access to credit markets and lower financing costs. Mr. Pearson also discusses proposed modifications to affiliated interest agreements. (Joint Applicants Statement No. 2)

3. **Paul J. Evanson**, currently the Chairman, President and Chief Executive Officer of Allegheny, will become the Executive Vice Chairman of FirstEnergy and report to FirstEnergy's Chief Executive Officer following completion of the Merger. Mr. Evanson explains why, in his view, West Penn's customers, as well as the Commonwealth of Pennsylvania, will benefit from the Merger. (Joint Applicants Statement No. 3)

4. **William H. Hieronymus** is a Vice President of Charles River Associates. Dr. Hieronymus, a consulting economist, analyzes the Merger for its possible impact on competition and concludes that the Merger will have no adverse impact on Pennsylvania's retail electric markets and, in fact, may facilitate additional competition. (Joint Applicants Statement No. 4)

5. **Thomas J. Flaherty** is a Senior Vice President with consultant Booz & Associates. Mr. Flaherty presents the results of a study that was conducted to assist the Joint Applicants in identifying the synergies likely to result from the Merger. (Joint Applicants Statement No. 5)

The Joint Applicants filed additional supporting information with the Joint Application, including, *inter alia*, (1) the Agreement and Plan of Merger; (2) diagrams of pre- and post-merger corporate structures; (3) the most recent FirstEnergy and Allegheny annual reports to shareholders; and (4) corporate histories of both FirstEnergy and Allegheny and their Pennsylvania public utility subsidiaries.



The witnesses for the Joint Applicants may be contacted through Joint Applicants' counsel. The Joint Applicants may present additional witnesses and evidence to address the direct testimony of other parties; however, such witnesses and evidence cannot be identified until the direct testimony of such parties is reviewed and evaluated.

## VII. ISSUES

There are three principal issues to be addressed in this case: (1) whether the proposed Merger “will affirmatively promote the ‘service, accommodation, convenience or safety of the public’ in some substantial way,” in accordance with *City of York v. Pa. P.U.C.*, 449 Pa. 136, 295 A.2d 825, 828 (1972); (2) whether the Merger is likely to result in the unlawful exercise of market power or otherwise prevent retail electricity customers in Pennsylvania from obtaining the benefits of a properly functioning competitive retail electricity market; and (3) whether the proposed revisions to existing FirstEnergy affiliated interest agreements to include the addition of certain Allegheny operating companies are in the public interest.

With respect to the first issue, the Joint Applicants have fully explained how the Merger will enhance the capabilities of West Penn, TrAILCo, and the FirstEnergy Pennsylvania operating utilities (Met-Ed, Penelec, and Pennsylvania Power Company) to fulfill their obligations to provide safe, adequate, and reliable service to their retail customers in Pennsylvania. The Joint Applicants have also described how the combined company will possess the management, employee experience, technical expertise, retail customer base, energy and related services platform and financial resources to grow and succeed in the rapidly changing energy marketplace, and how their contiguous service areas, business models, interconnected transmission systems, and commitments to retail and wholesale competition will produce substantial benefits. *See, e.g.*, Joint Application, ¶ 27; Joint Applicants St. No. 1 (Alexander),

pp. 8-16; Joint Applicants St. No. 2 (Pearson), pp. 3-11; Joint Applicants St. No. 3 (Evanson), pp. 3-13.

The Joint Applicants have also fully addressed the second issue through the testimony of Dr. William H. Hieronymus, who, as noted previously, analyzed the Merger for its possible impact on competition and concludes that the Merger will have no adverse impact on Pennsylvania's retail electric markets and may facilitate additional competition. Joint Applicants St. No. 4 (Hieronymus), pp. 12-16. Finally, the Joint Applicants have included the specific revisions to the existing FirstEnergy affiliate interest agreements for which they seek approval, and have explained how these revisions will provide the combined company with more operational flexibility to share best practices and make the most productive use of all available resources as soon as possible after the Merger. *See* Joint Applicants St. No. 2 (Pearson), pp. 12-13.

As noted *supra*, the Commission has identified twelve additional issues and areas of concern to be addressed by the Joint Applicants and other parties in these proceedings. The Joint Applicants propose filing limited supplemental testimony on or before July 15, 2010 to address the following issues (as numbered by the Commission): the impacts of the initially proposed and alternative corporate structures on the public interest (No. 3); ring-fencing ( No. 4); the impact of the Merger on the Act 129 smart meter and energy efficiency plans of the Pennsylvania utilities of the combined company (No. 5); the future external borrowing authority and separate bond ratings of West Penn and other Allegheny subsidiaries (No. 7); the participation of West Penn in the FirstEnergy Utility money pool (No. 8); and the anticipated effect of the Merger on transmission projects in western Pennsylvania (No. 12). The Joint Applicants believe that their initial filing fully addresses the remaining issues and areas of concern identified by the

Commission but reserve the right to address those additional issues in their supplemental filing. The Joint Applicants will, of course, also cooperate with the other parties should additional information be required.

### **VIII. CONCLUSION**

Based on the evidence referenced above, the Joint Applicants submit that (1) the Merger will affirmatively promote the “service, accommodation, convenience, or safety of the public” in a substantial way, and, thus, satisfies the legal requirements for approval by this Commission, and (2) the proposed revisions to existing affiliate interest agreements are in the public interest. Accordingly, the requested approvals should be recommended by the Administrative Law Judges and granted by the Commission at the close of this proceeding.

Respectfully,

Randall B. Palmer/TP6

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*Counsel for West Penn Power  
Company and Trans-Allegheny  
Interstate Line Company*

Date: June 15, 2010

DBI/64954428.4

Brad A. Bungaman/TP6

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Thomas P. Gadsden (Pa. No. 28478)  
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*Counsel for FirstEnergy Corp.*

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**EXHIBIT A**

**RECEIVED**

JUN 15 2010

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

<b>JOINT APPLICATION OF WEST PENN</b>	:	
<b>POWER COMPANY doing business as</b>	:	
<b>ALLEGHENY POWER, TRANS-</b>	:	
<b>ALLEGHENY INTERSTATE LINE</b>	:	
<b>COMPANY AND FIRSTENERGY CORP.</b>	:	<b>DOCKET NOS. A-2010-2176520</b>
<b>FOR A CERTIFICATE OF PUBLIC</b>	:	<b>A-2010-2176732</b>
<b>CONVENIENCE UNDER SECTION</b>	:	
<b>1102(A)(3) OF THE PUBLIC UTILITY CODE</b>	:	
<b>APPROVING A CHANGE OF CONTROL OF</b>	:	
<b>WEST PENN POWER COMPANY AND</b>	:	
<b>TRANS-ALLEGHENY INTERSTATE LINE</b>	:	
<b>COMPANY</b>	:	

**PROTECTIVE ORDER**

IT IS HEREBY ORDERED THAT:

1. This Protective Order is granted with respect to all materials identified in Ordering Paragraph Nos. 2 and 3, below, which are filed with the Commission, produced in discovery or otherwise presented during this proceeding. All persons now, and hereafter, granted access to the information identified in Ordering Paragraph Nos. 2 and 3 shall use and disclose such information only in accordance with this Order.
2. The information subject to this Order includes all correspondence, documents, data, studies, methodologies, and all other materials or information that any party or an affiliate of any party (“the producing party”) furnishes in this proceeding pursuant to filing, discovery or evidentiary procedures, or otherwise may provide as a courtesy to other active parties in this proceeding, which are claimed to be of a security-sensitive, proprietary or other confidential nature and which are designated “CONFIDENTIAL INFORMATION.” Confidential Information shall include, but is not limited to, information concerning electric service facilities, inspection or maintenance practices or policies that may be security-sensitive, proprietary or

otherwise confidential, and any other information that is either specified as confidential by its terms or pertains to business practices, operations or financial matters that are commercially sensitive or that is ordinarily considered and treated as confidential by the producing party.

3. Confidential Information shall be disclosed solely to the Commission, its Staff, counsel to the parties in this proceeding, parties' employees, officers and members (as applicable) who are directly responsible for reviewing, preparing or presenting evidence, cross-examination or argument in this proceeding and outside expert consultants retained by the parties' counsel for this proceeding. Confidential Information shall be specifically marked "CONFIDENTIAL INFORMATION" and shall consist of customer-specific information; contractual information not otherwise protected that specifies that its terms are confidential or that is confidential pursuant to an order entered in litigation in which the producing party is or was a party; and business operations or financial information that is commercially sensitive.

4. Where specific Confidential Information is highly sensitive, it may be made available for inspection and review as provided for in this Order and may be made available for copying but only for the limited purpose of review by a party's outside expert or consultant. Such specific prohibition from copying such Confidential Information shall be clearly designated on the face of the information. In such cases, the producing party shall permit other parties' counsel to take custody of such Confidential Information, provided that it shall not be copied, except as provided for in this Ordering Paragraph, and shall be returned as provided for in Ordering Paragraph No. 10, below. The producing party may designate certain highly sensitive Confidential Information that may not be viewed by the employees of an inspecting party who are involved in competitive activities absent agreement of the producing party.

5. Confidential Information shall be made available to the Commission and its Staff for use in this and any related proceeding and for all internal Commission analyses, studies or investigations related to the same. For purposes of filing, to the extent that Confidential Information is placed in the Commission's report folders, testimony folders or other document folders, such information shall be separately bound, conspicuously marked, and accompanied by a copy of this Order. The Confidential Information shall be considered and treated as "confidential proprietary information" as defined in The Pennsylvania Right-to-Know Act, 65 P.S. §67.101 et seq. Public inspection of the Confidential Information shall be permitted only in accordance with this Protective Order.

6. Confidential Information shall be made available only as permitted by this Order and only for purposes of reviewing, preparing or presenting evidence, cross-examination or argument in this proceeding. No counsel, expert, employee, officer or member (as applicable) will be afforded access to Confidential Information until a signed acknowledgement of this Protective Order in the form attached to this Order, from each such individual, has been returned to the producing party. No other persons may have access to the Confidential Information, except as specifically authorized by further order of the Commission or the Administrative Law Judge. No person may be entitled to receive, or if is afforded access to any Confidential Information shall possess, use or disclose Confidential Information for the purpose of business or competition or any purpose other than the presentation for, and conduct of, this proceeding or any administrative or judicial review thereof.

7. The producing parties shall designate data or documents as constituting or containing Confidential Information by affixing an appropriate stamp or typewritten designation on all such data or documents. Where only part of the compilations or multi-page documents



constitutes or contains Confidential Information, the producing party, insofar as reasonably practicable within discovery and other time constraints imposed in this proceeding, shall designate only the specific data or pages of documents, which constitute or contain Confidential Information.

8. Any public reference to Confidential Information by the Commission or by counsel or persons afforded access thereto shall be to the title or exhibit reference in sufficient detail to permit persons with access to the Confidential Information to understand the reference fully and not more. Confidential Information shall remain a part of the record, to the extent admitted, for all purposes of administrative or judicial review. Part of any record of this proceeding containing Confidential Information, including but not limited to all exhibits, writings, direct testimony, cross-examination, argument, and responses to discovery, and including reference thereto as mentioned in the above Ordering Paragraphs, shall be sealed for all purposes, including administrative and judicial review, unless such Confidential Information is released from the restrictions of this Order, either through the agreement of the parties or pursuant to a further order of the Administrative Law Judge or the Commission.

9. The parties affected by the terms of this Order shall retain the right to question or challenge the confidential nature of the Confidential Information; to question or challenge the admissibility of Confidential Information; to refuse or object to the production of Confidential Information on any proper ground, including but not limited to irrelevance, immateriality, or undue burden; and to seek additional measures of protection of Confidential Information beyond those provided in this Order. If a challenge is made to the designation of a document or information as Confidential Information, the party claiming that the information is proprietary or

otherwise confidential retains the burden of demonstrating that the designation is necessary and appropriate.

10. Upon completion of this proceeding, including any administrative or judicial review, all copies of all documents and other materials, including notes, whether written or oral, which contain any Confidential Information, shall be immediately returned to the party furnishing such Confidential Information. This provision, however, shall not apply to the Commission or its Staff, the Office of Consumer Advocate, the Office of Small Business Advocate, or any other party receiving the consent of the producing party; except, however, that highly sensitive Confidential Information provided to any party pursuant to Ordering Paragraph No. 4, above, shall be returned to the producing party in all cases.

Date: \_\_\_\_\_

\_\_\_\_\_  
Administrative Law Judge

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**JOINT APPLICATION OF WEST PENN** :  
**POWER COMPANY doing business as** :  
**ALLEGHENY POWER, TRANS-** :  
**ALLEGHENY INTERSTATE LINE** :  
**COMPANY AND FIRSTENERGY CORP.** : **DOCKET NOS. A-2010-2176520**  
**FOR A CERTIFICATE OF PUBLIC** : **A-2010-2176732**  
**CONVENIENCE UNDER SECTION** :  
**1102(A)(3) OF THE PUBLIC UTILITY CODE** :  
**APPROVING A CHANGE OF CONTROL OF** :  
**WEST PENN POWER COMPANY AND** :  
**TRANS-ALLEGHENY INTERSTATE LINE** :  
**COMPANY** :

TO WHOM IT MAY CONCERN;

The undersigned is the expert, counsel, employee, member or officer of  
\_\_\_\_\_ (the retaining party).

The undersigned has read and understands the Protective Order issued in the above-captioned proceeding Order deals with the treatment of Confidential Information. The undersigned agrees to be bound by, and comply with, the terms and conditions of said Order. The undersigned agrees that any Confidential Information shall be used or disclosed only for purposes of preparation for, and conduct of the above-captioned proceeding, and any administrative or judicial review thereof, and shall not be disclosed or used for purposes of business or competition.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Address

Date: \_\_\_\_\_

\_\_\_\_\_  
Employer

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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JUN 15 2010

JOINT APPLICATION OF WEST PENN :  
POWER COMPANY doing business as :  
ALLEGHENY POWER, TRANS- :  
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COMPANY AND FIRSTENERGY CORP. :  
FOR A CERTIFICATE OF PUBLIC :  
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COMPANY :

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

DOCKET NOS. A-2010-2176520  
A-2010-2176732

CERTIFICATE OF SERVICE

I hereby certify and affirm that I have this day served a copy of the **Prehearing Memorandum of West Penn Power Company, Trans-Allegheny Interstate Line Company and FirstEnergy Corp.** on the following persons in the matter specified in accordance with the requirements of 52 Pa. Code § 1.54:

VIA ELECTRONIC MAIL AND  
FEDERAL EXPRESS DELIVERY

Honorable Wayne L. Weismandel  
Office of Administrative Law Judge  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building, 2nd Floor  
400 North Street  
Harrisburg, PA 17120  
[wweismande@state.pa.us](mailto:wweismande@state.pa.us)

Honorable Mary D. Long  
Administrative Law Judge  
Piatt Place, Room 220  
301 Fifth Avenue  
Pittsburgh, PA 15222  
[malong@state.pa.us](mailto:malong@state.pa.us)

**VIA ELECTRONIC MAIL AND FIRST CLASS MAIL**

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Darryl Lawrence  
Assistant Consumer Advocate  
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*Counsel for IBEW*

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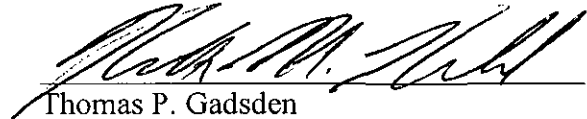
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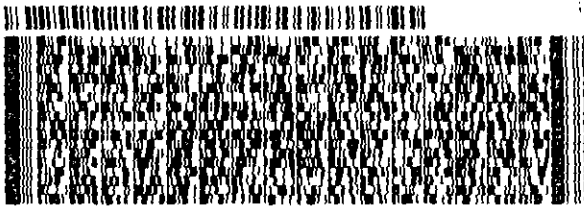
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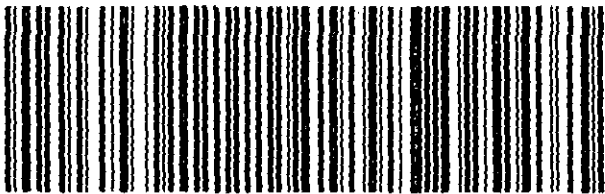


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