

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Petition of Duquesne Light Company For :
Approval of Default Service Plan For The : Docket No. P-2012-2301664
Period June 1, 2013 Through May 31, :
2015 :

**PETITION TO INTERVENE OF
FIRSTENERGY SOLUTIONS CORP.**

Pursuant to 52 Pa. Code §§ 5.71-5.75, FirstEnergy Solutions Corp. ("FES"), by and through its attorneys, hereby files this Petition to Intervene in the above-captioned proceeding, and in support thereof avers the following:

1. FES is a subsidiary of FirstEnergy Corp., a diversified energy services holding company headquartered in Akron, Ohio. FES provides wholesale and retail energy and related products to customers located primarily in the Mid-Atlantic and Midwest regions. FES has actively participated in competitive default service supply procurements in the past and anticipates that it would similarly participate in the competitive procurement process for which Duquesne Light Company ("Duquesne Light") seeks approval of the Pennsylvania Public Utility Commission ("Commission") at this docket. FES is also a licensed Electric Generation Supplier ("EGS") in Pennsylvania, having been authorized at Docket No. A-110078 to serve retail customers throughout the Commonwealth. In addition, FES has actively participated in the Pennsylvania Public Utility Commission's ("Commission") Retail Markets Investigation at Docket No. I-2011-2237952 (the "RMI"), in which the Commission entered an Order on December 16, 2011 giving guidance on the format and structure of Pennsylvania electric distribution companies' default service programs, including the instant program proposed by Duquesne Light at this docket.

2. On or about April 27, 2012, Duquesne Light filed a Petition for Approval of a

Default Service Program ("Petition") for the period June 1, 2013 through May 31, 2015. The Petition requests Commission approval of a Default Service Program to establish the terms and conditions under which Duquesne Light will procure and supply default service and meet requirements of the Alternative Energy Portfolio Standards Act for that period. The Petition also proposes and requests Commission approval of an Opt-In EGS Service Program, and a Standard Offer Customer Referral Program (collectively, "market enhancement programs") for certain of Duquesne Light's default service customers.

3. FES will be represented in this proceeding by the following attorneys, and requests that their names and addresses be placed on the Commission's service list and that they receive copies of all correspondence and other documents in this matter:

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4. Intervention in Commission proceedings is permitted where a person has an interest in the matter "which may be directly affected and which is not adequately represented by existing participants, and as to which the petitioner may be bound by the action of the Commission in the proceeding," or "another interest of such nature that participation of the petitioner may be in the public interest." 52 Pa. Code § 5.72(a)(2), (3).

5. FES is a likely participant in the competitive wholesale power procurement process by which Duquesne Light will procure electric generation supply to meet the needs of its default service customers, and is interested in the manner in which these processes will be administered, and any effects such processes may have on wholesale generation markets. In

addition, FES is a likely participant in Duquesne Light's market enhancement programs, and actively participated in discussions regarding these programs in the Commission's RMI proceeding. FES, as a licensed EGS currently serving retail customers in Pennsylvania, also has a compelling interest in assuring that the terms, conditions and pricing of default service supply, and the terms and conditions of Duquesne Light's market enhancement programs, have no adverse effect on competition in general, or on FES's ability to compete for retail sales to Duquesne Light's customers. Accordingly, FES has several direct and substantial interests in this matter.

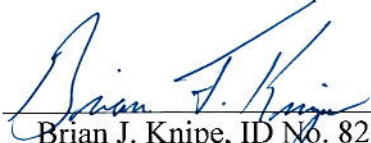
6. FES's interests cannot be adequately represented by any other party to this proceeding.

7. Because of the significance of this matter to FES as a wholesale electric supplier and a licensed EGS, FES requests that it be permitted to intervene in this matter and that it be placed on the service list.

WHEREFORE, for all of the foregoing reasons, FirstEnergy Solutions Corp. respectfully requests that the Pennsylvania Public Utility Commission grant its Petition to Intervene in any and all proceedings instituted in connection with the Petition.

Respectfully submitted,

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Dated: June 1, 2012

Attorneys for FirstEnergy Solutions Corp.

VERIFICATION

I, TONY C. BANKS, Vice President, Competitive Market Policies for FirstEnergy Solutions Corp., am authorized to make this Verification. I hereby state that the facts above set forth are true and correct (or are true and correct to the best of my knowledge, information and belief), and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

Date: 5/31/12



Tony C. Banks

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Petition of : No. P-2012-2301664
Duquesne Light Company :

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the parties, listed below, in accordance with the requirements of § 1.54 (relating to service by a party).

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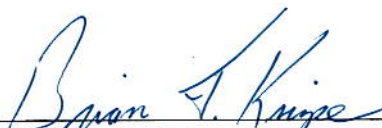
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