

Lauren M. Lepkoski, Esq.
(610) 921-6203
(330) 315-9263 (Fax)

February 1, 2017

VIA UNITED PARCEL SERVICE

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: Joint Application of Mid-Atlantic Interstate Transmission, LLC ("MAIT"); Metropolitan Edison Company ("Met-Ed") and Pennsylvania-Electric Company ("Penelec") for: (1) a Certificate of Public Convenience Under 66 Pa. C.S. § 1102(a)(3) Authorizing the Transfer of Certain Transmission Assets from Met-Ed and Penelec to MAIT; (2) a Certificate of Public Convenience Conferring Upon MAIT the Status of a Pennsylvania Public Utility Under 66 Pa. C.S. § 102; and (3) Approval of Certain Affiliate Interest Agreements Under 66 Pa. C.S. § 2102, Docket Nos. A-2015-2488903, A-2015-2488904, A-2015-2488905, G-2015-2488906, G-2015-2488907, G-2015-2489542, G-2015-2489543, G-2015-2489544, G-2015-2489545, G-2015-2489547, G-2015-2490801, and G-2015-2490802

Dear Secretary Chiavetta:

As required by the August 24, 2016 Order, Mid-Atlantic Interstate Transmission, LLC ("MAIT") is providing a copy of the following attached executed documents after the closing of MAIT on January 31, 2017, to the Pennsylvania Public Utility Commission ("Commission") and the parties who signed the Joint Petition of Settlement ("Settlement") in the above-captioned proceeding. Please date stamp the extra copy of the submittal letter and return it in the postage-prepaid envelope provided.

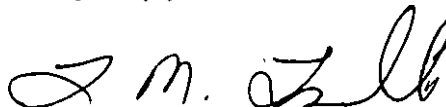
- 1.) Capital Contribution Agreement;
- 2.) Operating Agreement;
- 3.) Ground Lease Between Metropolitan Edison Company ("Met-Ed") and MAIT;
- 4.) Ground Lease Between Pennsylvania Electric Company ("Penelec") and MAIT;
- 5.) Mutual Assistance Agreement;
- 6.) FirstEnergy Service Company Agreement;
- 7.) FirstEnergy Regulated Money Pool Agreement; and
- 8.) Intercompany Tax Allocation Agreement

February 1, 2017

Please note that Jersey Central Power & Light Company was removed from the Capital Contribution Agreement and Operating Agreement. The Capital Contribution Agreement has a list of transmission assets that were transferred from Met-Ed and Penelec to MAIT as of December 31, 2016, the most recent month-end date with available plant accounting data. MAIT will provide a final list of transmission assets as of January 31, 2017 (the closing date of the transfer) to the Commission and signatory parties to the Settlement by mid-February 2017.

Please contact me if you have any questions regarding this matter.

Very truly yours,



Lauren M. Lepkoski

Enclosures

February 3, 2017

VIA UNITED PARCEL SERVICE

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
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PA PUBLIC UTILITY COMMISSION
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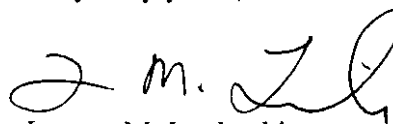
Re: Joint Application of Mid-Atlantic Interstate Transmission, LLC ("MAIT"); Metropolitan Edison Company ("Met-Ed") and Pennsylvania-Electric Company ("Penelec") for: (1) a Certificate of Public Convenience Under 66 Pa. C.S. § 1102(a)(3) Authorizing the Transfer of Certain Transmission Assets from Met-Ed and Penelec to MAIT; (2) a Certificate of Public Convenience Conferring Upon MAIT the Status of a Pennsylvania Public Utility Under 66 Pa. C.S. § 102; and (3) Approval of Certain Affiliate Interest Agreements Under 66 Pa. C.S. § 2102, Docket Nos. A-2015-2488903, A-2015-2488904, A-2015-2488905, G-2015-2488906, G-2015-2488907, G-2015-2489542, G-2015-2489543, G-2015-2489544, G-2015-2489545, G-2015-2489547, G-2015-2490801, and G-2015-2490802

Dear Secretary Chiavetta:

As requested, enclosed please find two discs which contain electronic copies of the filing submitted to you via hard copy on February 1, 2017.

Please contact me if you have any questions regarding this matter.

Very truly yours,



Lauren M. Lepkoski

Enclosures

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Mid-Atlantic Interstate	:	
Transmission, LLC ("MAIT"); Metropolitan	:	
Edison Company ("Met-Ed") and	:	Docket Nos. A-2015-2488903
Pennsylvania Electric Company ("Penelec")	:	A-2015-2488904
for: (1) a Certificate of Public Convenience	:	A-2015-2488905
Under 66 Pa.C.S. § 1102(A)(3) Authorizing	:	G-2015-2488906
the Transfer of Certain Transmission Assets	:	G-2015-2488907
from Met-Ed and Penelec to MAIT; (2) a	:	
Certificate of Public Convenience Conferring	:	
Upon MAIT the Status of a Pennsylvania	:	
Public Utility Under 66 Pa.C.S. § 102; and (3)	:	
Approval of Certain Affiliate Interest	:	
Agreements Under 66 Pa.C.S. § 2102	:	
	:	

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the individuals listed below, in accordance with the requirements of 52 Pa. Code § 5.61 (relating to service by a participant).

Service via Email and First Class Mail, postage prepaid, as follows:

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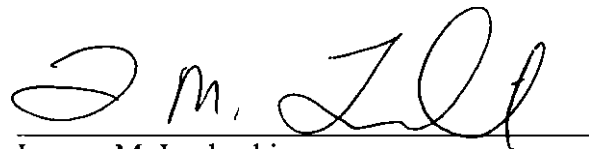
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LLC*

Law Bureau
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

Date: February 1, 2017

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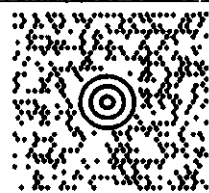


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