

Edgar Filing: FIRSTENERGY CORP - Form U5B/A

FIRSTENERGY CORP
Form U5B/A
May 14, 2002

As filed with the Securities and Exchange Commission on May 14, 2002

File No. 030-00039

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM U-5B
AMENDMENT NO. 1
REGISTRATION STATEMENT
Filed Pursuant to Section 5 of the
The Public Utility Holding Company Act of 1935

FirstEnergy Corp.
76 South Main Street
Akron, Ohio 44308

(Name of company filing this statement and address of
principal executive offices)

Leila L. Vespoli
Senior Vice President and
General Counsel
FirstEnergy Corp.
76 South Main Street
Akron, Ohio 44308

(Name and address of agent for service)

Form U-5B filed in Docket No. 030-00039 on February 7, 2002, is hereby
amended as follows:

1. By amending 8.(b) as follows:

Col. A	Col. B	Col. C	Col. D	Col. E	Col. F
Name of Issuer	Title of Issue	Amount Authorized by Charter	Amount reserved for Options Warrants, Conversions & Other Rights	Additional Amount Unissued	Amount Issued
BSG Properties, Inc.	Common-NPV	750	Not applicable	740	10

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Centerior Communications Holdings, Inc.	Common-NPV	850	Not applicable	840	10
Centerior Funding Corporation	Common-PV \$0.01	3,000	Not applicable	2,000	1,000
The Cleveland Electric Illuminating Company	Common-NPV	105,000,000	Not applicable	25,409,311	79,590
The Toledo Edison Company	Common-PV \$5.00	60,000,000	Not applicable	20,866,113	39,133

2. All references in Form U-5B to the Pro Forma Financial Statements for FirstEnergy for the six months ended June 30, 2001 are hereby amended to include references to the Pro Forma Financial Statements for FirstEnergy for the year ended December 31, 2001, which are hereby incorporated by reference to Form 10-K filed April 1, 2002 (File No. 333-21011).

3. The Index of Exhibits is hereby amended as follows:

D-2 Pro-Forma Financial Statements as filed in Form 10-K for year ended December 31, 2001.

2

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrants have caused this registration statement to be duly signed on their behalf in Akron, Ohio, on the 14th day of May, 2002.

FIRSTENERGY CORP.

/s/ Paulette Chatman
Paulette Chatman
Assistant Controller

Attest:

/s/ Nancy C. Ashcom
Name: Nancy C. Ashcom
Title: Corporate Secretary

VERIFICATION

The undersigned being duly sworn deposes and says that she has duly executed the attached registration statement dated May 14, 2002 for and on behalf of FirstEnergy Corp.; that she is the Assistant Controller of such company and that all action by stockholders, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been

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taken. Deponent further says that she is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of her knowledge, information and belief.

/s/ Paulette Chatman
Paulette Chatman

Subscribed and sworn to before me, a notary public this 14th day of May, 2002

(OFFICIAL SEAL)

/s/ Mary Hockwalt Bell
Mary Hockwalt Bell, Esq.
Notary Public Summit County, State of Ohio
My commission has no expiration date

----- 1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO OF ABOVE PERSON Robert E Kern Jr. ----- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (c) // (d) // ----- 3 SEC USE ONLY ----- 4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A. ----- 5 SOLE VOTING POWER NUMBER OF - SHARES BENEFICIALLY ----- OWNED BY 6 SHARED VOTING POWER EACH REPORTING 2,359,400 - (See Schedule Item 4 PERSON WITH incorporated by reference) ----- 7 SOLE DISPOSITIVE POWER - ----- 8 SHARED DISPOSITIVE POWER 2,359,400 - (See Schedule Item 4 incorporated by reference) ----- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,359,400 - (See Schedule Item 4 incorporated by reference) ----- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* - ----- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 8.9% ----- 12 TYPE OF REPORTING PERSON* IN ----- *SEE INSTRUCTION BEFORE FILLING OUT! CUSIP No. 416906105 13G Page 4 of 7 Pages -----

----- 1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO OF ABOVE PERSON David G. Kern ----- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (e) // (f) // ----- 3 SEC USE ONLY ----- 4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A. ----- 5 SOLE VOTING POWER NUMBER OF - SHARES BENEFICIALLY ----- OWNED BY 6 SHARED VOTING POWER EACH REPORTING 2,359,400 - (See Schedule Item 4 PERSON WITH incorporated by reference) ----- 7 SOLE DISPOSITIVE POWER - ----- 8 SHARED DISPOSITIVE POWER 2,359,400 - (See Schedule Item 4 incorporated by reference) ----- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,359,400 - (See Schedule Item 4 incorporated by reference) ----- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* - ----- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 8.9% ----- 12 TYPE OF

REPORTING PERSON* IN -----

----- *SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 416906105 SCHEDULE 13G Page 5 of 7 Pages ITEM 1 (a). NAME OF ISSUER: Harvard BioScience Inc. ITEM 1 (b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 84 October Hill Rd Holliston, MA 01746 ITEM 2 (c). NAME OF PERSON FILING: Kern Capital Management, LLC ("KCM"), Robert E. Kern Jr.(R. Kern) and David G. Kern (D. Kern). R. Kern, D. Kern are Principals and controlling members of KCM. ITEM 2 (b). ADDRESS OR PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE: The address of the principal business office of each reporting person is: 114 West 47th Street, Suite 1926, New York, NY 10036. ITEM 2 (c). CITIZENSHIP: Reference is made to Item 4 of each of the cover page of this Schedule, which Items are incorporated by reference herein. ITEM 2 (d). TITLE OF CLASS OF SECURITIES: Common Stock ITEM 2 (e). CUSIP NUMBER: 416906105 ITEM 3 (e) THE PERSONS FILING THIS SCHEDULE, PURSUANT TO PARAGRAPH 240.13d-1(b) ARE A: (X) Investment Advisor registered under section 203 of the Investment Advisors Act of 1940. ITEM 4. OWNERSHIP: Reference is made to Items 5-9 and 11 of cover pages which Items are incorporated by reference herein. R. Kern and D. Kern as controlling members of KCM may be deemed the beneficial owner of the securities of the company owned by KCM as of December 31, 2001 in that they might be deemed to share the power to direct the voting or disposition of the securities. Neither the filing of this Schedule nor any of its contents shall be deemed to constitute an admission that either R. Kern or D. Kern is, for any purpose, the beneficial owner of any such securities to which this Schedule relates, and such beneficial ownership is expressly denied. CUSIP NO. 416906105 SCHEDULE 13G Page 6 of 7 Pages ITEM 5. OWNERSHIP OF MORE THAN FIVE PERCENT OR LESS OF A CLASS: If this statement is being filed to report the fact that as of the date here of the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following //. Not applicable. ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON: The shares reported are held in institutional accounts for the economic benefit of the beneficiaries of those accounts. ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY: Not applicable. ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP: Not applicable. ITEM 9. NOTICE OF DISSOLUTION OF GROUP: Not applicable. ITEM 10. CERTIFICATION: BY SIGNING BELOW I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE SECURITIES REFERRED TO ABOVE WERE ACQUIRED AND ARE HELD IN THE ORDINARY COURSE OF BUSINESS AND WERE NOT ACQUIRED AND ARE NOT HELD FOR THE PURPOSE OF OR WITH THE EFFECT OF CHANGING OR INFLUENCING THE CONTROL OF THE ISSUER OF SUCH THE SECURITIES AND WERE NOT ACQUIRED AND ARE NOT HELD IN CONNECTION WITH OR AS A PARTICIPANT IN ANY TRANSACTION HAVING SUCH PURPOSES OR EFFECT. SIGNATURE: AFTER REASONABLE INQUIRY AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, I CERTIFY THAT THE INFORMATION SET FORTH IN THIS STATEMENT IS TRUE, COMPLETE AND CORRECT. February 14, 2002 /s/ John J. Crimmins ----- By: -----

DATED John J. Crimmins Senior Vice President Chief Financial & Operations Officer Kern Capital Management LLC /s/ Robert E. Kern Jr. By: ----- Robert E. Kern Jr. /s/ David G. Kern By: -----

----- David G. Kern CUSIP NO. 416906105 SCHEDULE 13G Page 7 of 7 Pages

EXHIBIT 1 AGREEMENT AS TO JOINT FILING OF SCHEDULE 13G This agreement is made pursuant to Rule 13d-1(f)(1) under the Securities and Exchange Act of 1934, as amended (the "Act"), by and among the parties listed below, each referred to herein as "Joint Filer". The Joint Filers agree that a statement of beneficial ownership as required by Section 13(d) of the Act and the Rules thereunder may be filed on each of their behalf on Schedule 13G and that said joint filing may thereafter be amended by further joint filings. The Joint Filers state that they each satisfy the requirements for making a joint filing under rule 13d-1. February 14, 2002 /s/ John J. Crimmins ----- By: ----- DATED John J. Crimmins Senior Vice President Chief Financial & Operations Officer Kern Capital Management LLC /s/ Robert E. Kern Jr. By: ----- Robert E. Kern Jr. /s/ David G. Kern By: ----- David G. Kern