

FIRSTENERGY CORP
Form 35-CERT
August 24, 2004

SEC File No. 70-10122

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

CERTIFICATE PURSUANT TO

RULE 24

OF PARTIAL COMPLETION OF

TRANSACTIONS

FirstEnergy Corp.

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In the matter of           :
FirstEnergy Corp.         :           Certificate Pursuant
                           :           to Rule 24 of Partial
                           :           Completion of
                           :           Transactions
                           :
SEC File No. 70-10122     :
(Public Utility Holding Company Act :
of 1935)                  :
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TO THE MEMBERS OF THE SECURITIES AND EXCHANGE COMMISSION:

The undersigned, FirstEnergy Corp. (FirstEnergy) hereby certifies pursuant to Rule 24 of the Rules and Regulations under the Public Utility Holding Company Act of 1935 (the Act), that certain of the transactions proposed in the Applications, as filed in SEC File No. 70-10122 have been carried out in accordance with the Commission's Orders dated June 30, 2003 as follows:

1. Balance Sheets and Income Statements for the FirstEnergy Nonutility Holding Company and its consolidated Subsidiaries for the quarter ended June 30, 2004 are attached as following exhibits:

Exhibit

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1-1 Consolidated Balance Sheet and Income Statement of FirstEnergy
 Ventures Corp.
1-2 Consolidated Balance Sheet and Income Statement of FirstEnergy
 Facilities Services Group, LLC.
1-3 Balance Sheet and Income Statement of OES Ventures, Inc. - filed

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- pursuant to request for confidential treatment.
- 1-4 Balance Sheet and Income Statement of Centerior Communications Holdings, Inc. - filed pursuant to request for confidential treatment.
  - 1-5 Consolidated Balance Sheet and Income Statement of E-L Enterprises, Inc. - filed pursuant to request for confidential treatment.
  - 1-6 Consolidated Balance Sheet and Income Statement of MARBEL HoldCo, Inc. - filed pursuant to request for confidential treatment.

Balance Sheet and Income Statement of GPU Diversified Holdings LLC are reported on Form U-9C-3.

- 2. During the period April 1, 2004 through June 30, 2004, there was no Development Activity. Investments made during the second quarter 2004 are as follows:

| Category<br>-----           | Investment<br>-----<br>(In Thousands \$) |
|-----------------------------|------------------------------------------|
| Energy Related Company      | \$ 882                                   |
| Exempt Wholesale Generators | \$16,032*                                |
| Financing Subsidiaries      | \$53,309                                 |

\* Non cash goodwill adjustment relating to income tax reserves.

- 3. During the second quarter of 2004, there were no guarantees made on behalf of other direct or indirect Subsidiaries of the FirstEnergy Nonutility Holding Companies.

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- 4. During the second quarter of 2004, there were no services obtained by the FirstEnergy Nonutility Holding Companies, or any direct or indirect Subsidiary of the Nonutility Holding Companies from the Utility Subsidiaries.
- 5. A chart of the nonutility businesses, financing subsidiaries and nonsystem securities in which FirstEnergy and its subsidiaries are engaged in or have investments in of 10% or greater are identified below:

| Name of Company<br>-----                           | Type of<br>Type of<br>Subsidiary<br>----- |
|----------------------------------------------------|-------------------------------------------|
| American Transmission Systems, Incorporated (ATSI) | US                                        |
| Centerior Service Company (Inactive)               |                                           |
| FE Acquisition Corp. (Inactive)                    | NUHC                                      |
| Mid-Atlantic Energy Development Co. (Inactive)     |                                           |
| FE Holdings, L.L.C. (Inactive)                     |                                           |
| FELHC, Inc.                                        | ERC                                       |
| First Communications, LLC                          | ETC                                       |
| FirstEnergy Facilities Services Group, LLC (FEFSG) | NUHC                                      |
| Dunbar Mechanical, Inc.                            | ERC                                       |
| Edwards Electrical & Mechanical, Inc.              | ERC                                       |
| Elliott-Lewis Corporation                          | ERC                                       |

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|                                                                |      |
|----------------------------------------------------------------|------|
| A.A. Duckett, Inc. ERC 100 E-L Enterprises, Inc. NUHC 100      | ERC  |
| Modern Air Conditioning, Inc.                                  | ERC  |
| Airdex Air Conditioning Corporation                            | ERC  |
| R.L. Anderson, Inc. ERC 100 Sautter Crane Rental, Inc. ERC 100 | ERC  |
| The Hattenbach Company                                         | ERC  |
| L.H. Cranston and Sons, Inc.                                   | ERC  |
| Roth Bros., Inc.                                               | ERC  |
| R.P.C. Mechanical, Inc.                                        | ERC  |
| Spectrum Controls Systems                                      | ERC  |
| FirstEnergy Nuclear Operating Company (FENOC)                  | ERC  |
| FirstEnergy Properties, Inc. (FirstEnergy Properties)          | RES  |
| BSG Properties, Inc.                                           | RES  |
| FirstEnergy Securities Transfer Company                        | FS   |
| FirstEnergy Service Company (FECO)                             | ERC  |
| FirstEnergy Solutions Corp. (FES)                              | ERC  |
| FirstEnergy Generation Corp. (GenCo)                           | EWG  |
| FirstEnergy Engineering, Inc.                                  | ERC  |
| FirstEnergy Telecom Services, Inc.                             | ETC  |
| FirstEnergy Ventures Corp. (FirstEnergy Ventures)              | NUHC |
| Bay Shore Power Company                                        | ERC  |
| Centerior Communications Holdings, Inc.                        | NUHC |
| Fiber Venture Equity, Inc.                                     | ETC  |
| AFN Finance Company No. 3, LLC                                 | ETC  |
| Centerior Energy Services, Inc.                                | ERC  |
| Centerior Power Enterprises, Inc.                              | ERC  |
| Engineered Processes, Ltd.                                     | ERC  |
| Eastroc Technologies, LLC                                      | ERC  |
| FirstEnergy Telecommunications Corp.                           | ETC  |
| Warrenton River Terminal, Ltd.                                 | ERC  |

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| Name of Company                      | Type of<br>Subsidiary |
|--------------------------------------|-----------------------|
| GPU Capital, Inc. (GPU Capital)      | FUCO                  |
| GPU Electric, Inc. (GPU Electric)    | FUCO                  |
| GPU Argentina Services S.R.L.        | FUCO                  |
| EI UK Holdings, Inc.                 | FUCO                  |
| Aquila Sterling Holdings LLC         | FUCO                  |
| GPU Diversified Holdings LLC (GPUDH) | NUHC                  |
| GPU Solar, Inc.                      | ERC                   |
| GPU EnerTech Holdings, Inc.          | ERC                   |
| GPU Distributed Power, Inc.          | ERC                   |
| GPU Nuclear, Inc. (GPUN)             | ERC                   |
| Private Fuel Storage LLC             | ERC                   |
| GPU Power, Inc. (GPU Power)          | EWG                   |
| EI Canada Holding Limited            | EWG                   |
| EI Services Canada Limited           | EWG                   |
| EI Brooklyn Power Limited            | EWG                   |
| EI Brooklyn Investments Limited      | EWG                   |
| International Power Advisors, Inc.   | EWG                   |
| Syracuse Orange Partners LP          | EWG                   |

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|                                              |      |
|----------------------------------------------|------|
| Jersey Central Power & Light Company (JCP&L) | US   |
| JCP&L Transition Funding LLC                 | FS   |
| JCP&L Transition Funding II LLC              | FS   |
| Saxton Nuclear Experimental Corporation      | ERC  |
| MARBEL Energy Corporation (MARBEL)           | ERC  |
| Marbel HoldCo, Inc.                          | NUHC |
| Metropolitan Edison Company (Met-Ed)         | US   |
| MetEd Funding LLC                            | FS   |
| Met-Ed Preferred Capital II, Inc.            | FS   |
| Met-Ed Capital II, L.P.                      | FS   |
| Met-Ed Capital Trust                         | FS   |
| Saxton Nuclear Experimental Corporation      | ERC  |
| York Haven Power Company                     | US   |
| MYR Group Inc. (MYR)                         | ERC  |
| The L. E. Myers Company                      | ERC  |
| Hawkeye Construction, Inc.                   | ERC  |
| MYRcom, Inc.                                 | ERC  |
| MYRpower, Inc.                               | ERC  |
| Great Southwestern Construction, Inc.        | ERC  |
| Harlan Electric Company                      | ERC  |
| Sturgeon Electric Company, Inc.              | ERC  |
| ComTel Technology, Inc.                      | ERC  |
| Power Piping Company                         | ERC  |
| D.W.Close Company, Inc.                      | ERC  |
| Pennsylvania Electric Company (Penelec)      | US   |
| Nineveh Water Company                        | ERC  |
| Penelec Funding LLC                          | FS   |
| Penelec Preferred Capital II, Inc.           | FS   |
| Penelec Capital II, L.P.                     | FS   |
| Penelec Capital Trust                        | FS   |
| Saxton Nuclear Experimental Corporation      | ERC  |
| The Waverly Electric Light and Power Company | US   |

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| Name of Company<br>-----                               | Type of<br>Subsidiary<br>----- |
|--------------------------------------------------------|--------------------------------|
| Ohio Edison Company (OE)                               | US                             |
| OES Capital, Inc.                                      | FS                             |
| OES Finance, Inc.                                      | FS                             |
| OES Nuclear, Inc.                                      | FS                             |
| OES Ventures, Inc.                                     | NUHC                           |
| Ohio Edison Financing Trust                            | FS                             |
| Ohio Edison Financing Trust II (Inactive)              | FS                             |
| Pennsylvania Power Company (Penn)                      | US                             |
| Penn Power Funding LLC                                 | FS                             |
| McDonald Corporate Tax Credit Fund Limited Partnership | RES                            |
| McDonald Ohio Tax Credit Fund-1996 Limited Partnership | RES                            |
| McDonald Ohio Tax Credit Fund-1998 Limited Partnership | RES                            |
| Apollo Tax Credit Fund III, L.P.                       | RES                            |
| Apollo Tax Credit Fund IX, L.P.                        | RES                            |

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|                                                     |     |
|-----------------------------------------------------|-----|
| Boston Capital Corporate Tax Credit Fund X, L.P.    | RES |
| Boston Capital Corporate Tax Credit Fund XIV, L.P.  | RES |
| Boston Capital Corporate Tax Credit Fund XVII, L.P. | RES |
| Marion Senior Housing Limited Partnership           | RES |
| The Cleveland Electric Illuminating Company (CEI)   | US  |
| Cleveland Electric Financing Trust I                | FS  |
| Centerior Funding Corporation                       | FS  |
| The Toledo Edison Capital Corporation               | FS  |
| The Toledo Edison Company (TE)                      | US  |
| The Toledo Edison Capital Corporation               | FS  |
| AFN Finance Company No. 1, LLC                      | ETC |
| Kinetic Ventures I, LLC                             | ERC |
| Kinetic Ventures II, LLC                            | ERC |
| PowerSpan Corp.                                     | ERC |
| UMICO Holdings, Inc. (Inactive)                     |     |

\* EI UK Holdings, Inc. owns 50% voting (20.1% economic) interest in Aquila Sterling Holding LLC.

|      |   |                                   |
|------|---|-----------------------------------|
| ERC  | - | Energy Related Activity           |
| ETC  | - | Exempt Telecommunications Company |
| EWG  | - | Exempt Wholesale Generator        |
| FS   | - | Financing Subsidiary              |
| FUCO | - | Foreign Utility Company           |
| NUHC | - | Nonutility Holding Company        |
| RES  | - | Real Estate                       |
| US   | - | Utility Subsidiary                |

6. During the second quarter of 2004, there were no securities (including guarantees) issued by the FirstEnergy Nonutility Holding Companies and each Non-Exempt Subsidiary pursuant to Rule 52 or Rule 45(b), as applicable.
7. During the second quarter of 2004, there were no Anticipatory Hedge transactions entered into by any FirstEnergy Nonutility Holding Company, or any direct or indirect Non-Exempt Subsidiary of the Nonutility Holding Company.

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SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

FIRSTENERGY CORP.

August 24, 2004

By: /s/ Harvey L. Wagner  
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Harvey L. Wagner  
Vice President, Controller  
and Chief Accounting Officer  
(Principal Accounting Officer)