

Schedule 2.1(c)

Permits, Licenses and Variances

All governmental authorizations, consents, approvals, permits, licenses, orders, exceptions, exemptions or allowances, including applications for any of the foregoing (or any interests in any of the foregoing) to the extent necessary for the use and operation of the Transferred Real Property as and to the extent identified by the parties prior to Closing but, in any event, excluding any of the foregoing to the extent necessary for the use and operation of the Excluded Assets. Subject to the foregoing and the other terms of this Agreement, the following items shall be included:

All certificates, permits, licenses or other authorizations issued by the Illinois Commerce Commission that authorize the construction, operation and/or ownership of the Facilities to the extent required by the Transferee to own and operate the Facilities.

Illinois Environmental Protection Agency Waste Generator Identification Number.

United States Environmental Protection Agency Waste Generator Identification Number.

Certificates issued by Illinois Department of Nuclear Safety for each Station regarding boiler and pressurized vessels.

Open Burning Permit dated July 9, 1999 and I.D. number 031600 by Illinois Environmental Protection Agency.

Hazardous Materials Certificate of Registration for Registration Year dated May 25, 1999, Registration Number 052499-017-009H by United States of America Department of Transportation Research and Special Programs Administration.

Quality Assurance Program Approval for Radioactive Material Packages Number 0008 dated November 16, 1999, Docket Number 71-0008 by Transportation and Storage Safety and Inspection Section, Spent Fuel Project Office, Office of Nuclear Material Safety and Safeguards, United States Nuclear Regulatory Commission.

Radioactive Material License dated December 21, 1999, license number IL-01500-01 by State of Illinois Department of Nuclear Safety.

Braidwood Station

Building and Use Permit Number 7410-29-27, dated October 29, 1974, granting Transferor permission to build and use a nuclear generation station.

Building and Use Permit Number 7710-3-2, dated October 3, 1977, granting Transferor permission to build and use a nuclear plant.

Building and Use Permit Number 761-22-12, dated January 22, 1976, granting Transferor permission to build and use a pumping station.

Building and Use Permit Number 735-1-16, dated May 1, 1973, granting Transferor permission to build and use a meteorological tower for public utility service.

Permit Number 15039, dated April 29, 1977, from State of Illinois, Department of Transportation, Division of Water Resources granting Transferor permission to construct a river screenhouse and blowdown outlet and perform dredging and excavation along the Kankakee River.

Department of the Army Permit, dated August 9, 1977, Application Number 3807411, from U.S. Army, Corps of Engineers authorizing Transferor to construct a river intake screenhouse, blowdown outlet, transmission line corridor and temporary stone dyke.

Cooling Pond Dam Permit # 18012, effective July 13, 1984, from Illinois Department of Transportation (now the Illinois Department of Natural Resources) to Transferor.

NPDES Permit IL0048321.

Federally Enforceable State Operating Permit (FESOP), 197816AAB (Air Releases).

Open Burning Permit 031600.

Land Application Permit (Sewage Sludge) Number 1996-SC-2148.

Land Application Permit (Lime Sludge) Number 1997-SC-3421.

Hazardous Material Certification - Generator ID ILD00086505 (RCRA).

Tennessee License to Ship Material T-IL-005-L00.

South Carolina Radioactive Waste Transport Permit 0388-12-00.

RCRA Part A Permit ILD1970155012 (Mixed Waste) - Generator ID ILD00086505.

NPDES Permit IL0063100.

Byron Station

Letter of Permission, dated December 21, 1977, approved December 22, 1977, whereby the Township Road Commissioner of Rockvale Township, Oregon, Illinois grants permission to Transferor to have the Company's line between the Byron Station and Screenhouse cross the Township's Razorville Road.

Letter of Permission, dated August 31, 1977, approved September 1, 1977, whereby the Township Road Commissioner of Rockvale Township, Oregon, Illinois grants permission to Transferor to have the Company's line between the Byron Station and Screenhouse cross the Township's Razorville Road.

Highway Permit, dated January 3, 1978, approved January 9, 1978 whereby the Ogle County Highway Department grants Transferor permission to install an overhead line on River Road.

Highway Permit, dated August 23, 1977, approved August 29, 1977, whereby the Ogle County Highway Department grants Transferor the right to install an aerial transmission line on River Road and Razorville Road for system to provide service to Screenhouse at Byron for Unit #1.

Department of the Army Permit, dated May 18, 1977, and recorded August 25, 1977 with the Recorder of Ogle County, Illinois in Book 66, Page 1061 as Document Number 461194, whereby the Department of the Army grants to Transferor permission to perform certain work in conjunction with the construction of the Byron Nuclear Power Station, including the construction of a river screenhouse, blowdown outlet, dredging about 1570 cubic yards of river bottom material, excavation of about 16,230 cubic yards of material for the blowdown outlet and dredging of 250 cubic yards of silty material from the old creek bed prior to backfilling with 5,600 cubic yards of select earth fill.

Permit Number 15001, dated April 7, 1977, whereby the State of Illinois Department of Transportation Division of Water Resources grants to Transferor permission to construct a river screenhouse and blowdown outlet and to perform associated dredging all along the left bank of the Rock River in Ogle County, Illinois.

NPDES IL0048313.

Federally Enforceable State Operating Permit--Revised (FESOP) I.D. Number 141820AAA (Air Releases) dated issued December 28, 1998.

Construction Permit I.D. Number 141820AAA (Emission Sources) dated issued December 28, 1998.

Department of the Army-Corps of Engineers Dredging Permit CENR-0D-5-070-0X6-1-187530.

Land Application Permit Number 1998-SC-1342.

Hazardous Material Certification 052499017009H

Tennessee License to Ship Material T-IL-007-L99.

South Carolina Radioactive Waste Transport Permit 0229-12-99.

RCRA Part A Permit ILD000806521 (Mixed Waste).

Dresden Nuclear Power Station

Sanitary Water Board, Permit #1960J-339 dated August 15, 1960 granting Transferor the right to operate facilities for treatment of radioactive waste.

Permit dated February 4, 1969, from the Department of the Army to dredge material from Chicago River and dispose of material at Dresden Station.

National Pollutant Discharge Elimination System Permit, effective as of September 1, 1995 granting Transferor authorization to discharge specified pollutants in either the Illinois River or the Kankakee River.

State of Illinois Environmental Protection Agency Permit issued as of September 17, 1996 granting Transferor authorization to operate emission sources and/or air pollution control equipment.

Hazardous Materials Certificate of Registration issued as of May 25, 1999.

South Carolina Radioactive Waste Transport Permit, issued as of November 18, 1999 granting Transferor the authority to transport waste into or within the state of South Carolina.

State of Tennessee Department of Environment and Conservation License, effective as of January 1, 2000 granting Transferor the authority to ship radioactive material into or within Tennessee to an appropriate disposal/processing facility.

Illinois Environmental Protection Agency Water Pollution Control Permit, issued as of February 7, 2000 allowing Transferor to construct and/or operate water pollution control facilities.

State of Illinois Environmental Protection Agency Federally Enforceable State Operating Permit issued as of February 26, 1999 allowing Transferor to operate emission sources and /or pollution control equipment without obtaining a federal Clean Air Act Permit.

LaSalle County Station

Department of the Army permit dated March 8, 1974 to dredge and excavate for construction of a river intake screen house and water discharge flume.

Department of the Army Permit dated October 17, 1974 regarding application number 3407432 to construct a cofferdam.

LaSalle County Highway Construction Permit Number 81-19 dated May 27, 1981.

NPDES Permit dated April 19, 1999, Permit Number IL 0048151 to provide regulatory temperature limits for discharge of water from the station.

Federally Enforceable State Operating Permit (FESOP) dated November 12, 1998, ID Number 099802AAA to allow operation of sources with air emissions.

Illinois Department of Transportation Class 1 Dam Permit dated July 13, 1984, Permit Number 18013 for continued impoundment of water in cooling pond.

Class K Operator License for Domestic and Industrial Wastewater Plant Operation.

Open Burning Permit Application Number B9708063, ID Number 197816 dated July 22, 1998 to allow training on site for fire brigade members.

Dredging Permit Number CEMVR-RD-338650 dated October 8, 1997.

Certificate of Registration Number 9141086 dated November 10, 1988 for registration of all regulated machines.

State of Nevada Permit to use State Radioactive Waste Disposal Site, Permit Number Q444 dated October 22, 1990 for shipping of radioactive waste to Nevada for burial.

State of South Carolina Permit to use State Radioactive Waste Disposal Site. Permit Number 0178-12-91-X dated December 19, 1990 for shipping of radwaste to South Carolina burial.

State of Washington Permit to use State Radioactive Waste Disposal Site. Permit Number 7729 for shipping of radwaste to Washington State for burial.

Microwave Radio Station License Number 002290-000 dated March 19, 1997.

Radio Station License file number 9906R396243 dated June 23, 1989.

Acknowledgment of Notification of Hazardous Waste Activity E.P.A. I.D. Number IL000803643.

State of Tennessee License for Delivery of Radioactive Waste, License Number T-IL009-L3 dated January 1, 1993 for delivery of radwaste to Tennessee for burial.

LaSalle County Floodplain Development Permit Number 97-21 dated December 8, 1997 for dredging of the river screen house intake bay.

Part A Interim RCRA Permit Log Number A-501 dated November 18, 1997 for storage of mixed waste.

Land Application Permit Number 1995-SC-3209 dated April 4, 1995 for land application in sewage sludge generated from station's sewage treatment plant.

Quad Cities Nuclear Power Station

Permit Number 11271 issued by the Illinois Department of Public Works and Buildings, dated March 20, 1967; Letter regarding such Permit dated June 16, 1969 from the Department of Public Works and Buildings; Letter regarding such Permit, dated May 14, 1970 from the Department of Public Works and Buildings; Letter regarding such Permit, dated June 15, 1971 from the Department of Public Works and Buildings; and Letter regarding such Permit, dated October 30, 1972 from the Department of Transportation.

Letter issued by the Iowa State Department of Health, dated January 4, 1972.

Permit Number 741139 issued by the Department of the Army, dated May 31, 1973.

Permit Number 15315 issued by the Department of Transportation, dated November 16, 1977.

Conditional Use Permit issued by County of Rock Island Zoning Board of Appeals, dated January 17, 1979.

Permit issued by the Department of the Army, dated December 31, 1994.

Final Decision and Order issued by the Cordova Township Highway Commissioner, dated August 22, 1968.

Final Decision and Order issued by Cordova Township Highway Commissioner, dated August 2, 1966.

Highway Permit Number RR3-2 issued by the Illinois Department of Transportation, dated March 27, 1975.

Permit Letter regarding Application Number 73020832 issued by the Illinois Environmental Protection Agency, issued June 13, 1995 (expiration date June 13, 2000).

Open Burning Permit issued by the Illinois Environmental Protection Agency, issued July 9, 1999 (expires July 8, 2000); Memorandum regarding Company Wide-Open Burning Permit.

Permit Number CENCR-OD-S-297290 issued by the Department of the Army, dated April 14, 1995 (expires December 31, 2004); Letter regarding Permit Number CENCR-OD-S-297290, dated April 14, 1995 (signature of transferee must be obtained and forwarded to Department of the Army).

Water Pollution Control Permit Number 1999-SC--3002 issued by Illinois Environmental Protection Agency, dated March 17, 1999 (expires March 1, 2004); Supplemental Water Pollution Control Permit Number 1999-SC--3002-1 issued by Illinois Environmental Protection Agency, dated April 6, 1999 (expires March 1, 2004).

Letter regarding Permit Application Number 1610155002 issued by the Illinois Environmental Protection Agency, dated November 24, 1997; Letter regarding Permit Application Number 1610155002, dated October 31, 1990.

NPDES Permit Number IL0005037 issued by the Illinois Environmental Protection Agency and the Iowa Department of Natural Resources, issued September 29, 1995, as modified September 29, 1997 (expires June 1, 2000).

Quad Cities Nuclear Power Station Spill Prevention Control and Countermeasure Plan, originally written November 13, 1973 (as amended).

Certificate regarding Reg. Number 052499 017-009H issued by the U.S. Department of Transportation Research and Special Programs Administration, issued May 25, 1999, reissued June 15, 1999 (expires June 30, 2000); Memorandum regarding same, dated June 15, 1999.

South Carolina Radioactive Waste Transport Permit 0015-12-00-X, issued November 18, 1999 (expires December 31, 2000).

Delivery License Number T-IL006-L00 issued by the State of Tennessee Department of Environment and Conservation, dated December 1, 1999 and effective January 1, 2000 (expires December 31, 2000).

Approval Letter regarding Tracking System Permit Number IL-0102, issued by the Department of Nuclear Safety; Illinois Department of Nuclear Safety Tracking System Permit Application, License Number DPR-29, DPR-30, dated July 31, 1997.

Certificate of Registration of Noncommunity Public Water Supply issued by the Illinois Department of Public Health, dated January 21, 2000.

Notification Letter regarding Complete Risk Management Plan issued by the U.S. Environmental Protection Agency, dated July 8, 1999.

Federally Enforceable State Operating Permit, date issued June 13, 1995, I.D. Number 161807AAB by State of Illinois Environmental Protection Agency.

Zion Nuclear Power Station

Department of Army Permit Number 69-54 dated March 21, 1969, regarding the construction of a cooling water intake and discharge pipes.

Department of Army Permit Number 69-14 dated August 23, 1968, regarding the construction of a temporary steel cofferdam.

Federally Enforceable State Operating Permit (FESOP).

NPDES Permit.

State of Tennessee Department of Environmental Conservation License dated December 1, 1999 and numbered T-IL008-L00 by Commissioner Tennessee Department of Environmental Conservation to Transferor.

South Carolina Radioactive Waste Transport Permit dated November 18, 1999 and numbered 0017-12-00 by South Carolina Department of Health and Environmental Control to Zion Station Nuclear Plant.

Illinois Environmental Protection Agency Permit dated September 3, 1998 and numbered 097200AAH to Transferor.

Schedule 2.1(e)

Assigned PPAs

Power Purchase Agreement dated as of March 29, 1996 between ComEd and Kincaid Generation, LLC relating to the fossil-fired generating facility known as Kincaid Station located near Kincaid, Illinois.

Power Purchase Agreement dated as of December 15, 1999 between ComEd and Midwest Generation, LLC, relating to the fossil-fired generating facilities known as Crawford Station located in Chicago, Illinois; Fisk Station located in Chicago, Illinois; Joliet Station located in Joliet, Illinois; Powerton Station located in Pekin, Illinois; Waukegan Station located in Waukegan, Illinois; and Will County Station located in Romeoville, Illinois.

Power Purchase Agreement dated as of December 15, 1999 between ComEd and Midwest Generation, LLC, relating to the gas and oil-fired generating facility known as Collins Station located in Morris, Illinois.

Power Purchase Agreement dated as of December 15, 1999 between ComEd and Midwest Generation, LLC, relating to the peaking units known as Bloom located in Chicago Heights, Illinois; Calumet located in Chicago, Illinois; Electric Junction located in Aurora, Illinois; Lombard located in Lombard, Illinois; and Sabrooke located in Rockford, Illinois.

Power Purchase Agreement dated as of April 12, 1996 between ComEd and State Line Energy, LLC relating to the fossil-fired generating facility known as State Line Station located in Hammond, Indiana.

Amended and Restated Power Sales Agreement dated as of March 24, 1999 between ComEd and Elwood Energy LLC, relating to Units 3 and 4 at the generating station located in Elwood, Illinois.

Power Sales Agreement dated as of June 1, 1999 between ComEd and Engage Energy US, L.P., relating to Units 1 and 2 at the generating station located in Elwood, Illinois.

The following power purchase agreements or arrangements:

<u>Supplier</u>	<u>Name of Agreement</u>	<u>Date of Agreement</u>
Illinois Power Company	Firm Power	January 25, 1999
Enron Power Marketing, Inc.	Confirmation	November 4, 1999
Indeck-Rockford, L.L.C.	Sales Agreement	January 7, 2000
Enron Power Marketing, Inc.	Confirmation Letter	January 26, 2000

The following power sales agreements or arrangements (to the extent in effect on the Effective Date):

<u>Company</u>	<u>Start Date</u>	<u>End Date</u>	<u>Tariff</u>
American Electric Power	01/01/00	12/31/00	MBR
American Electric Power	01/01/00	12/31/00	MBR
City of Dowagiac, Michigan	03/01/98	02/28/03	PSRT
City of Rochelle, Illinois	08/01/99	12/31/05	PSRT
Constellation Power Source	09/01/00	12/31/00	MBRT
Constellation Power Source	01/01/98	12/31/00	PSRT
Constellation Power Source	01/01/00	12/31/00	MBRT
Constellation Power Source	01/01/00	12/31/00	MBRT
DTE Energy Trading	01/01/00	12/31/00	PSRT
Entergy Power Marketing	01/02/00	12/31/04	MBR
Entergy Power Marketing	01/02/00	12/31/04	PSRT
Entergy Power Marketing	01/02/00	12/31/04	PSRT
Madison Gas & Electric	03/01/99	12/31/03	PSRT
Morgan Stanley Capital Group	01/01/98	12/31/02	PSRT
Morgan Stanley Capital Group	01/01/98	12/31/02	PSRT
Morgan Stanley Capital Group	01/01/00	12/31/04	PSRT
Morgan Stanley Capital Group	06/01/97	03/31/05	PSRT
Morgan Stanley Capital Group	05/01/98	03/31/05	PSRT
Morgan Stanley Capital Group	01/01/99	12/31/04	PSRT
PECO Energy	01/01/96	12/31/05	PSRT
Sonat Power Marketing	05/07/97	12/31/00	PSRT
Virginia Power	01/02/00	12/31/00	MBR
Wisconsin Public Service	01/01/00	12/31/00	PSRT

Schedule 2.1(f)(1)

Assigned Leases

All leases and licenses of personal property or real property (or interests therein) to the extent necessary for the use and operation of the Transferred Real Property as and to the extent identified by the parties prior to the Closing but, in any event, excluding any of the foregoing to the extent necessary for the use and operation of the Excluded Assets. Subject to the foregoing and the other terms of this Agreement, the following items shall be included:

Any and all Agreements regarding the placement of warning sirens by Transferor on a third party's property.

Any and all Agreements regarding the placement of air monitoring devices by Transferor on a third party's property.

Any and all Agreements regarding the placement of dosimeters by Transferor on a third party's property.

License Agreement dated March 1, 1988 by and between OPW Partners and California Public Employees' Retirement System, together licensor and Transferor granting Transferor the right to install fiber optic communications system in its leased space at 1400 Opus Place, Downers Grove.

License for Rooftop Telecommunications Facility dated February 15, 1995 by and between OPW Partners and California Public Employees' Retirement System, together as owner and Transferor granting right to use portion of Building II and Building III at 1400 and 1411 Opus Place, Downers Grove for telecommunications facilities.

Reserved Parking License dated February 16, 1993 by and between OPW Partners and California Public Employees' Retirement System, together as licensor and Transferor granting parking rights.

Sublease dated May 23, 1994 by and between Integral Systems, Inc. and Transferor for Transferor's sublease of Suite 200 at 1411 Opus Place, Downers Grove, Illinois.

Office Lease dated April 13, 1992 by and between OPW Partners and California Public Employees' Retirement System, as landlord and Transferor for Suite 900 at 1400 Opus Place, Downers Grove, Illinois.

Office Lease dated June 1, 1992 by and between OPW Partners and California Public Employees' Retirement System, as landlord and Transferor for Suite 250 at 1411 Opus Place, Downers Grove, Illinois; First Amendment to Lease dated November 13, 1995.

Office Lease dated March 1, 1988 by and between Rock Properties and Transferor for fifth floor of 1400 Opus Place, Downers Grove, Illinois; First Amendment to Lease dated

April 20, 1988; Second Amendment to Lease dated December 28, 1988; Third Amendment to Lease dated August 9, 1989; Fourth Amendment to Lease dated January 3, 1990; Sixth Amendment to Lease dated December 30, 1997; Seventh Amendment to Lease dated July 1, 1998.

Braidwood Station

Recreational Lease, dated November 1, 1999, by and between Transferor as landlord and South Wilmington Sportsmen's Club as tenant for use of property as a recreational area.

Cash Rent Lease, dated March 1, 1995 and Cash Rent Lease Supplement Number One, dated March 1, 1998, between Transferor as landlord and Pat Foley as tenant for lease of property for agricultural purposes.

Crop and Pasture License, dated December 16, 1985, License Extension Number One, dated March 1, 1991, and License Extension Number Two, dated March 1, 1996, between Transferor as licensor and Ray L. Favero as licensee for crop and pasture license.

Crop and Pasture License, dated January 23, 1985, License Extension Number One, dated January 10, 1990, and License Extension Number Two, dated March 1, 1995, between Transferor as licensor and Lawrence Underwood and Madeline Underwood as licensee for license to cultivate crops.

Recreational Lease, dated October 1, 1987, and Lease Supplement Number One, dated August 12, 1992, by and between Transferor as landlord and Custer Park Summer Baseball Association for development and use of two baseball fields.

Lease Agreement, dated August 30, 1991, between Illinois Department of Conservation (now known as Illinois Department of Natural Resources) and Transferor.

Byron Station

Roadway License, dated January 1, 1996, by and between Transferor as licensor and Thomas J. Spencer and Brenda Spencer, his wife, as licensee.

Cash Rent Lease, dated March 1, 1999, between Transferor as landlord and Beryl Blumeyer as tenant.

Cash Rent Lease, dated March 1, 1999, between Transferor as landlord and Mark Winterton as tenant.

Crop and Pasture License, dated March 1, 1993, by and between Transferor as licensor and Grant Landis as licensee, as amended by License Extension Number One (For Crop & Pasture - Lawn & Garden Purposes Only), undated.

Letter of Permission, dated October 28, 1974, from Transferor to General Telephone Company of Illinois, consenting to the installation of an underground communication cable in, under and along Edison's property to service Edison's Byron Generating Station Site.

Crop and Pasture License, dated March 1, 1995, by and between Transferor as licensor and Robert E. Bennett as licensee.

Cash Rent Lease, dated March 1, 1999, between Transferor as landlord and Hugh Blumeyer as tenant.

Cash Rent Lease, dated March 1, 1999, between Transferor as landlord and Anthony Benesh as tenant.

Cash Rent Lease, dated March 1, 1997, by and between Transferor as landlord and Edward Seabold as tenant, as amended by Cash Rent Lease Supplement Number One, dated March 1, 1998; Cash Rent Lease Supplement Number Two, dated March 1, 1999 and Cash Rent Lease Supplement Number Three, dated February 14, 2000.

Dresden Nuclear Power Station

License dated February 10, 1959 by and between Transferor, as licensee and Material Service Corporation, as licensor granting Transferor a license to construct, operate, use, maintain, repair, replace, renew and remove one metering or monitoring device for measuring radioactivity complete with related facilities.

License dated March, 1959 by and between Gilbert B. McIntosh II and Transferor granting a right to install and operate one metering or monitoring device.

Lease of Land dated January 22, 1971 by and between the Atchison, Topeka and Santa Fe Railway Company, as lessor and Transferor, as lessee.

License Supplement Number Two dated March 25, 1997 by and between Transferor, as licensor and Norman D. Claasen, as licensee.

Letter dated December 14, 1995 by Transferor to Ameritech, granting Ameritech the right to install, operate, maintain, and remove its underground fiber optic cable and the necessary appurtenances thereto, as located along and with that portion of Pine Bluff Road fronting Parcels 4, 12A, and 5 of Transferor's Generating Station Property.

Agreement dated February 1, 1969 by and between Elgin, Joliet, and Eastern Railroad and Transferor for Edison to install, maintain, and operate one (1) Ryan Thermograph to be attached to Bridge No. 552 of the Railway which crosses the Illinois River at Divine, Illinois.

Agreement dated September 1, 1969 by and between Elgin, Joliet, and Eastern Railroad and Transferor granting to Edison a license for the non-exclusive right to use an existing roadway of the Railroad.

Lease dated as of June 1, 1988 whereby Transferor, as lessor, leases to the State of Illinois, as lessee, approximately 800 square feet of property on the Dresden Nuclear Power Station to be used by lessee in connection with its operations of a radioactive gaseous effluent monitoring system.

Cash Rent Lease Supplement Number One, dated as of March 1, 1999, by and between Transferor, as landlord, and Don Pogliano, as tenant, to amend an earlier agreement by adjusting the rental for farmland leased by tenant. The underlying agreement was not among the documents I reviewed.

LaSalle County Station

Cash Rent Lease dated March 1, 1997 by and between Transferor and Kervin Wicks;
Cash Rent Lease Supplement Number One dated March 1, 1999 by and between Transferor and Kervin Wicks.

Cash Rent Lease dated March 1, 1999 by and between Transferor and Joseph Ugolini;
Cash Rent Lease Supplement Number One dated December 16, 1999 by and between Transferor and Joseph Ugolini..

Cash Rent Lease dated March 1, 1999 by and between Transferor and James Koetz.

Crop and Pasture License dated March 1, 1996 by and between Transferor and Alfonso J. and Dorothy S. Scanavno.

Crop and Pasture License dated March 1, 1996 by and between Transferor and Joseph Ugolini.

Crop and Pasture License dated March 1, 1996 by and between Transferor and John D. Marshall.

Crop and Pasture License dated March 1, 1998 by and between Transferor and Thomas and Genevieve Trainor.

Crop and Pasture License dated March 1, 1998 by and between Transferor and Joseph Heland.

Crop and Pasture License dated March 1, 1997 by and between Transferor and John Gleim.

Crop and Pasture License dated March 1, 1997 by and between Transferor and Bruce Gage and Read Gage.

Crop and Pasture License dated March 1, 1996 by and between Transferor and Joseph Ugolini.

Crop and Pasture License dated March 1, 1999 by and between Transferor and Donald Fiedler.

License Extension Number One for Crop and Pasture Purposes Only dated March 1, 1998 for Crop License dated January 1, 1994 by and between Transferor and Frank Corrigan.

Department of Army Corps of Engineers Land Lease dated February 24, 1998 by and between Transferor and the government of the United States of America.

LaSalle Fish Rearing Facility Lease dated April 29, 1994 by and between Transferor and the State of Illinois acting by and through the Department of Conservation.

Agreement between Transferor and the State of Illinois acting by and through the Department of Conservation dated August 18, 1986 for lease of the LaSalle Lake State Fish and Wildlife Area.

Department of Army Corps of Engineers Land Lease between Transferor and the government of the United States of America dated February 24, 1998.

Lease No. 1233 LAS dated March 16, 1992 by and between Transferor and the State of Illinois, acting by and through the Department of Nuclear Safety.

First Amendment to Lease dated June 17, 1992 by and between Transferor and the State of Illinois, acting by and through the Department of Nuclear Safety.

Cash Rent Lease from Transferor to Saddle Club Farms dated March 1, 1999, as amended.

Quad Cities Nuclear Power Station

Cash Rent Lease by and between Transferor, as landowner, and Ronald Irish, as tenant, dated March 1, 1999.

Recreational Lease by and between Transferor, as landlord, and Rock Island County Forest Preserve District, as tenant, dated November 7, 1997.

Residence Lease by and between Transferor, as landlord, and Edward Tucker, as tenant, dated January 28, 1999; Residence Lease Supplement Number 1 by and between Transferor and Edward Tucker, dated January 13, 2000 (term extension).

Cash Rent Lease by and between Transferor, as landowner, and Fred Howard and Mike Howard, as tenant, dated March 1, 1999.

Cash Rent Lease by and between Transferor and MidAmerican Energy Company, as landowner, and Fred Howard and Mike Howard, as tenant, dated March 1, 1999.

Cash Rent Lease by and between Transferor and MidAmerican Energy Company, as landowner, and Ronald Irish, as tenant, dated March 1, 1999, as amended.

Cash Rent Lease by and between Transferor and MidAmerican Energy Company, as landowner, and Saddle Club Farms, as tenant, dated March 1, 1999, as amended.

Cash Rent Lease by and between Transferor and MidAmerican Energy Company, as landowner, and Wayne H. Coors, as tenant, dated March 1, 1999.

Grant Letter given by Transferor in favor of Northern Border Pipeline Company, dated November 17, 1985.

License issued by Chicago and North Western Railway Company in favor of Transferor and Iowa-Illinois Gas and Electric Company, as licensee, dated September 16, 1969.

Agreement by and between Jean Seger, as owner, and Transferor and Iowa-Illinois Gas and Electric Company, dated May 22, 1969 (regarding air sampling meter); Amendment to Air Sampling Meter Agreement, dated May 3, 1972.

Agreement by and between Benjamin E. Strohbehn and Margaret Strohbehn, as owner, and Transferor and Iowa-Illinois Gas and Electric Company, dated May 22, 1969 (regarding air sampling meter).

Agreement by and between Nitrin, Inc., as owner, and Transferor and Iowa-Illinois Gas and Electric Company, dated May 27, 1969 (regarding air sampling meter).

Agreement by and between Clyde Unger and Betty Ann Unger, as owner, and Transferor and Iowa-Illinois Gas and Electric Company, dated May 16, 1969 (regarding air sampling meter); Agreement dated July 30, 1979.

Agreement by and between Louis B. Oostenryk and Helene J. Oostenryk, as owner, and Transferor and Iowa-Illinois Gas and Electric Company, dated May 2, 1969 (regarding air sampling meter); Agreement dated July 30, 1979; Extension Agreement Number One, dated October 25, 1991; and Extension Agreement Number Two, dated February 1, 1996.

License Agreement by and between Transferor and Iowa-Illinois Gas and Electric Company, as licensors, and Deere and Company, as licensee, dated August 10, 1969.

Gas Easement (Rural) given by Modern Motion Marketing, LTD., to MidAmerican Energy Company, dated April 19, 1996.

Zion Nuclear Power Station

Building lease dated April 15, 1997, between Transferor, as lessor, and the Zion-Benton Public Library, as lessee, regarding public library space.

Bicycle, Foot Path and Cross-Country Skiing Lease dated May 5, 1989, between Transferor, as lessor, and Illinois Department of Conservation, as lessee, regarding recreation area adjacent to Illinois Beach State Park.

Lease Agreement dated October 7, 1988, between Illinois Department of Conservation, as lessor and Transferor, as lessee, regarding installation, operation and maintenance of 120V underground cable with siren and speaker.

Schedule 2.1(f)(2)

Assigned Fuel Contracts

Uranium Contracts:

Agreement Between Cameco Corporation and Commonwealth Edison Company for Sale and Purchase of Natural Uranium Concentrates, May 1, 1997

Uranium Concentrates Sales Agreement by and Between Uranium Resources Incorporated and Commonwealth Edison Company, August 21, 1996

Agreement Between Uranerz Exploration and Mining Limited and Commonwealth Edison Company for the Sale and Purchase of Natural Uranium Concentrates, July 18, 1995

Agreement for the Sale of Uranium Concentrates by WMC (Olympic Dam Corporation) Pty Ltd to Commonwealth Edison Company, December 14, 1998

Agreement for the Sale of Uranium Concentrates and Conversion Services By Global Nuclear Service and Supply Limited to Commonwealth Edison Company, April 30, 1997

Agreement for the Sale of Uranium Concentrates from Rio Algom Mining Corporation to Commonwealth Edison Company, August 19, 1996

Agreement Between RTZ Mineral Services Limited and Commonwealth Edison Company for Sale and Purchase of Natural Uranium Concentrates, July 15, 1996

Conversion Contracts:

UF6 Conversion Services Agreement Between Commonwealth Edison Corporation and Cameco Corporation, April 30, 1998

Agreement for Conversion Services Between Commonwealth Edison Company and Converdyn, October 3, 1995

Enrichment Contracts:

Uranium Enrichment Agreement between Commonwealth Edison Company and the United States Enrichment Corporation, September 5, 1996

Agreement for the Sale of Uranium Enrichment Services By China Nuclear Energy Industry Corporation to Commonwealth Edison Company, March 5, 1998

Uranium Enrichment Services Contract Between Commonwealth Edison Company and URENCO, November 4, 1998

Fabrication Contracts:

Contract for Fuel Fabrication and Related Components and Services Between Westinghouse Electric Corporation and Commonwealth Edison Company for Zion, Byron and Braidwood Nuclear Plants, September 10, 1996

Contract between Siemens Power Corporation and Commonwealth Edison Company for the Supply of Nuclear Fuel and Related Materials and Services for the Dresden, Quad Cities, and LaSalle Nuclear Power Stations, October 1, 1993

Contract for Fuel Fabrication and Related Components and Services between Commonwealth Edison Company and Global Nuclear Fuel (successor by assignment effective January 1, 2000 to General Electric Company) dated October 14, 1999

License Agreements:

The following license agreements if, and to the extent, in effect on the Closing Date and any other license agreements entered into in connection with the Contract for Fuel Fabrication and Related Components and Services between Commonwealth Edison Company and Global Nuclear Fuel (successor by assignment effective January 1, 2000 to General Electric Company) dated October 14, 1999 or any other agreements listed on this Schedule 2.1(f)(2):

License Agreement between Commonwealth Edison Company and General Electric Company for the use of the GENERAL ELECTRIC ENGINEERING COMPUTER PROGRAMS, which make up the General Electric Nuclear Interactive Evaluation (GENIE) System

License Agreement between Commonwealth Edison Company and General Electric Company for the use of the GENERAL ELECTRIC PROMETHEUS FUEL CYCLE OPTIMIZATION COMPUTER PROGRAM

License Agreement between Commonwealth Edison Company and General Electric Company for the GENERAL ELECTRIC GEXL CORRELATION

License Agreement between Commonwealth Edison Company and General Electric Company for the use of the GENERAL ELECTRIC TECHNICAL DESIGN PROCEDURES for fuel and fuel related analyses

Master Agreement for Information Services between Commonwealth Edison Company and General Electric Company for access to for use of information contained in the General Electric customer internet web site

Schedule 2.1(f)(3)

Assigned Other Contracts

Coal Supply Agreement dated as of February 28, 1998 between Transferor and Kincaid Generation, LLC.

Coal Supply Agreement dated as of December 30, 1997 between Transferor and State Line Energy, LLC.

Nuclear Fuel Lease Agreement dated as of November 23, 1993 between ComEd Fuel Company, Inc. and Transferor.

Contract for Disposal of Spent Nuclear Fuel and/or High-Level Radioactive Waste between the United States of America and Commonwealth Edison Company entered into on June 17, 1983. U. S. Department of Energy Contract Number DE-CR01-83NE44372

Any contracts with architects and engineers relating to the Transferred Real Property and any contracts with nuclear steam supply system vendors.

Any other contracts and agreements (or interests therein) to the extent necessary for the use and operation of the Transferred Real Property as and to the extent identified by the parties prior to Closing but, in any event, excluding any of the foregoing to the extent necessary for the use and operation of the Excluded Assets. Subject to the foregoing and the other terms of this Agreement, the following items shall be included:

Assignment by ComEd all of right, title and interest in its agreements regarding the assessment and taxation of the generating facilities in Illinois owned by ComEd.

Purchase Order for Radioactive Sampling dated December 18, 1992 by and between Transferor and Teledyne Isotopes, as amended by Purchase Order dated April 26, 1996.

Meteorological Monitoring Contract by and between Transferor and Murray and Trettel Inc. dated July 30, 1997.

Braidwood Station

Easement Agreement, dated April 29, 1974 from Robert J. Cacia and Alice Cacia as grantors granting Transferor as grantee an easement to install, use, maintain, renew and remove two underground water pipes together with overhead electrical transmission lines.

Agreement, dated August 21, 1978, by and between Louis Joliet Bank as trustee under trust agreement dated October 24, 1972 and known as Trust Number 122-72 and Transferor, granting to Transferor a perpetual right, easement, permission and authority

to install, operate, use, maintain, repair, replace, relocate, renew and remove an air sampling meter unit, along with right of ingress and egress.

Letter, dated November 16, 1981, from Custer Township Volunteer Fire Department, Inc. ("Fire Department") to Transferor, committing to reimburse Transferor for cost of modifications or additions to facilities or equipment required due to noise complaints from persons occupying or using land conveyed to Fire Department.

Byron Station.

Agreement, dated November 21, 1984, by and between Richard B. Ogilvie, Trustee of the property of the Chicago, Milwaukee, St. Paul and Pacific Railroad company, Transferor and DeVries Grain Company.

Agreement, dated November 5, 1982, by and between Richard B. Ogilvie, Trustee of the property of the Chicago, Milwaukee, St. Paul and Pacific Railroad Company and Transferor.

Agreement, dated June 24, 1977, by and between Chicago and North Western Transportation Company and Transferor.

Grant of Easement, dated January 18, 1999, by and between Transferor as grantor and the State of Illinois, acting through the Department of Nuclear Safety as grantee.

Easement Agreement, dated December 6, 1995, by and between Transferor as grantor and the Northern Illinois Gas Company as grantee.

Deed No. 82721, dated April 29, 1982, by Chicago and North Western Transportation Company as grantor to Transferor as grantee.

Private Roadway Easement, dated June 9, 1976, by and between Transferor as grantor and Edward J. Seabold and Leona A. Seabold, husband and wife, as grantee.

Private Roadway Easement, dated April 6, 1990, by and between Transferor as grantor and Donald A. Bybee and Emma C. Bybee, his wife, as grantee.

Agreement, dated July 10, 1979, by and between Adam Schabacker and Helen K. Schabacker and Transferor for the installation of an Air Sampling Meter Unit together with related facilities and equipment.

Agreement, dated August 22, 1979, by and between Maynard P. Brass and Bertha M. Brass and Transferor for the installation of an Air Sampling Meter Unit together with related facilities and equipment.

Agreement, dated September 29, 1978, by and between Robert E. Dyck and Judith A. Dyck, husband and wife, and Transferor for the installation of an Air Sampling Meter Unit together with related facilities and equipment.

Grant For Public Highway, dated October 29, 1997, by Transferor as grantor to the Ogle County Highway Department as grantee.

Grant For Public Highway, dated January 31, 1975, by Transferor as grantor to the County of Ogle, as grantee, acting by and through the county Superintendent of Highways of said County.

Quit Claim Deed, dated April 17, 1974, by Interstate Power Company to Savanna Township Park District, recorded May 2, 1974 with the Carroll County, Illinois Recorder in Book 129 page 240.

Quit Claim Deed, dated April 16, 1976, from Savanna Township Park District to Chicago Title and Trust Company, recorded in the Carroll County, Illinois Recorder's Office on May 5, 1975 in Book 136 page 6.

Resolution for the Granting of a Deed and Easements to Transferor, an Illinois Corporation, Covering Certain Real Estate Owned by the Savanna Township Park District, Carroll County, Illinois, dated April 16, 1976.

Order, dated March 30, 1976, issued by the Circuit Court of the Fifteenth Judicial Circuit Carroll County, Illinois, in the Matter of the Application of the Board of Park Commissioners of the Savanna Township Park District for Leave to Sell Real Estate.

Easement, dated April 16, 1976, from Savanna Township Park District to Transferor, granting an easement over water and underlying land as a right-of-way for boats, barges, tugs and other marine vehicles.

Easement, dated April 16, 1976, from Savanna Township Park District to Transferor, granting a non-exclusive easement for the installation and use of a railroad spur track.

Easement, dated April 16, 1976, from Savanna Township Park District to Transferor, granting a non-exclusive easement for a right-of-way for boats, barges, tugs and other marine vehicles and for ingress to and egress from adjacent land.

Easement, dated April 16, 1976, from Savanna Township Park District to Transferor, granting a non-exclusive surface easement for the construction, use and maintenance of a roadway for ingress to and egress from adjacent property.

Easement, dated September 15, 1976, from the City of Savanna, Illinois to Transferor, granting a non-exclusive surface easement for the construction, use and maintenance of a roadway.

Agreement, dated October 31, 1975, by and between Chicago, Milwaukee, St. Paul and Pacific Railroad Company and Transferor.

Easement, dated April 16, 1976, from Savanna Township Park District to Transferor, granting a non-exclusive surface easement for the construction, use and maintenance of a roadway for ingress to and egress from adjacent land.

Private Roadway & Crossing Agreement No. 222,478, dated August 1, 1976, by and between Burlington Northern Inc. and Transferor for a 24 foot full depth planked temporary road crossing, as extended by letter agreement dated August 8, 1977, as supplemented by Supplemental Agreement, dated March 14, 1990, by and between Burlington Northern Railroad Company and Transferor.

Dresden Nuclear Power Station

Agreement dated July 6, 1970 by and between Transferor and Natural Gas Pipeline Company of America related to Transferor's construction of cooling lake across pipeline right of way.

Inducement dated October 27, 1970, from Transferor to Highway Commissioners for Towns of Wilmington and Goose Lake, with respect to Transferor's construction and maintenance related to cooling lake.

Agreement dated August 22, 1972 by and between Transferor and General Electric Company granting the right to construct, operate and utilize a barge docking facility on the Illinois River.

Agreement dated July 6, 1970 by and between Natural Gasline Company of America and Transferor to develop, create, construct, maintain and operate a cooling lake over portions of the grantors real estate.

Agreement dated July 27, 1973 by and between Goose Lake Association and Transferor granting a perpetual right and easement to install, operate, use, maintain, repair, replace, relocate, renew and remove one air sampling meter.

Lease dated November 10, 1972 by and between the Department of the Army and Transferor the use of a government owned pump house located at Goose Lake for the purpose of drainage.

LaSalle County Station

Easement dated October 1, 1977 by and between Land Commissioners of Allen Township, LaSalle County, Illinois (Oscar Geheher, Willis Jenkins and Kenneth Sulzberger) and Chicago and Illinois Midland Railway Company, an Illinois corporation.

Roadway Easement Agreement dated October 19, 1973 by and between Chicago Title and Trust Company Land Trust Number 45553 under Trust Agreement dated April 26, 1963 and Transferor.

Grant for Public Roadway dated February 3, 1975 between Transferor and The Highway Commissioner of the Township of Brookfield.

Secretary's Contract between The Atchinson, Topeka and Santa Fe Railway Company and Transferor dated October 4, 1974.

Letter to Transferor from the City of Marseilles dated June 18, 1981 regarding Early Warning System.

Quad Cities Nuclear Power Station

Quad-Cities Ownership Agreement by and between Transferor and Iowa-Illinois Gas and Electric Company, dated March 17, 1967, as amended.

Quad Cities Operating Agreement by and between Transferor and Iowa-Illinois Gas and Electric Company, dated November 24, 1967, as amended.

Agreement by and between Chicago, Milwaukee, St. Paul and Pacific Railroad Company and Transferor, dated May 27, 1968; Supplemental Agreement, dated July 31, 1973.

Agreement by and among the State of Illinois, various chapters of the Izaak Walton League of America, Transferor and other parties, dated March 27, 1972.

Release given by Moline Consumers Company in favor of Transferor, dated August 12, 1974.

Agreement by and between Transferor, Iowa-Illinois Gas and Electric Company and the Illinois Commissioner of Highways, dated October 13, 1969.

Agreement by and between Modern Motion Marketing LTD, as purchaser, and Transferor and MidAmerican Energy Company, dated February 29, 1996 (regarding purchase of land (presumably closed)).

Letter of Release issued by Transferor and Iowa-Illinois Gas and Electric Company, dated March [22], 1976.

Agreement For Exchange of Property by and among Northern Gas Products Company, Moline Consumers Company, Chicago Title and Trust Company, dated September 1, 1966.

Trust Agreement by and among First National Bank of Rock Island, Transferor and Iowa-Illinois Gas and Electric Company, dated [April 1, 1967] (regarding buffer strip of land);

Agreement Extending Term of Trust, dated December 5, 1986 (See also letter agreement dated July 25, 1966).

Zion Nuclear Power Station

Agreement dated November 17, 1981, between Coleman and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated November 16, 1981, between Flood and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated July 1, 1970, between Flood and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated July 1, 1970, between Naffziger and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated August 20, 1970, between Wisconsin Electric Power Company and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated July 1, 1970, between Fergus and Transferor regarding installation and maintenance of air sampling meter unit.

Agreement dated September 1, 1970, between City of Winthrop Harbor, Illinois and Transferor regarding installation and maintenance of air sampling meter unit, as modified by License Supplement No. 1 dated April 3, 1981, and as further modified by License Supplement No. 2 dated August 1, 1990.

License Agreement dated November 19, 1986, between Illinois Department of Conservation and Transferor regarding installation and maintenance of NRC compliant siren system.

Letter Agreement dated February 15, 1982, in which Wisconsin Electric Company granted Transferor the right to install and maintain a wood pole and siren system, as modified by Letter Agreement dated October 8, 1982, granting road and driveway access to such pole and siren.

Letter Agreement dated August 2, 1972, in which Transferor granted the Illinois State Geological Survey the right to drill shallow test holes at various points on Transferor's property for sampling purposes.

The purchase orders (and related contracts) listed below:

PO	VENDOR NAME
00000357	GE NUCLEAR ENERGY
00000358	WESTINGHOUSE ELECTRIC COMPANY
00000359	SIEMENS WESTINGHOUSE POWER COR
00000360	GE NUCLEAR ENERGY
00000361	MAUND, RICHARDS & ASSOC. INC.
00000362	SCHWEITZER ENGINEERING LABS
00000363	LA MARCHE MFG
00000364	W H SALISBURY & CO
00000365	THE POWER GROUP
00000366	BOC GASES INC.
00000367	DARK TO LIGHT INC.
00000368	G & W ELECTRIC CO.
00000369	CONCAST, INC
00000370	CHICAGO WILCOX MFG CO
00000371	PROCESS SEAL & PACKING INC.
00000372	CORROSION FLUID PRODUCTS
00000373	RAYCHEM CORP.
00000374	A-STAR ELECTRIC
00000375	FLOWSERVE CORPORATION
00000376	YEOMANS CHICAGO CORP
00000377	THRALL DISTRIBUTION INC.
00000378	POWER-LINE SUPPLY CO
00000379	GOULD INSTRUMENT SYSTEMS INC
00000380	MAGID GLOVE & SAFETY MFG CO
00000381	YOKOGAWA CORP OF AMERICA
00000382	DESIGNS BY NORVELL INC
00000383	GRAPHIC CONTROLS CORP.
00000384	INGERSOLL-RAND CO
00000385	GRINDEX PUMPS
00000386	CROSBY VALVE & GAGE CO
00000387	ROCKBESTOS SURPRENANT CABLE CO
00000388	ANDERSON ELECTRICAL PRODUCTS
00000389	RICHARDS MFG CO SALES, INC
00000390	THE WILSON BOHANNAN CO
00000391	CHICAGO JACK SERVICE INC.
00000392	STEINER ELECTRIC CO
00000393	ABB POWER T&D COMPANY INC
00000394	NALCO CHEMICAL CO
00000395	IMATION ENTERPRISES, CORP.
00000396	HYTORC, INC
00000397	HARRIS EQUIPMENT CORP
00000398	PORTABLE TOOL SALES & SERVICE
00000399	DELPHI CONTROL SYSTEMS INC.
00000400	QUALITROL CORP
00000401	DRESSER INDUSTRIES
00000402	JOHNSON CONTROLS, INC
00000403	AMERICAN STONE-MIX INC
00000404	MATERIAL SERVICE CORP
00000405	SOR, INC
00000406	ROHM & HAAS CO.
00000407	HAMON RESEARCH-COTTRELL INC.
00000408	MOORE INDUSTRIES, INC

00000409 WADSWORTH PUMPS
00000410 ROCKBESTOS SURPRENANT CABLE CO
00000411 GE T& D SYSTEMS SALES
00000412 NORTHWESTERN SALT CO
00000413 GE/REUTER STOKES CO
00000414 BATTERY NETWORK INC.
00000415 CONAX BUFFALO TECHNOLOGIES
00000416 NAMCO CONTROLS CORPORATION
00000417 CATHODIC PROTECTION SERVICES
00000418 PROCESS SALES, INC
00000419 MIDWEST SEALING PRODUCTS, INC
00000420 PORTABLE TOOL SALES & SERVICE
00000421 DURAMETALLIC CORP
00000422 GOULDS PUMPS/ITT INDUSTRIES
00000423 COMPRESSOR ENG DIV
00000424 E. O. SCHWEITZER MFG. CO. INC.
00000425 EXCELTEC INTERNATIONAL CORP.
00000426 3M DOCUMENT SYSTEMS DIV
00000427 CGR COMPACTING INC.
00000428 BICRON / NE
00000429 TURBINE SERVICES LIMITED
00000430 WS HAMPSHIRE INC.
00000431 CROWN METAL CO.
00000432 A-STAR ELECTRIC
00000433 ELECTRICAL MATERIALS CO
00000434 RICHARDSON ELECTRONICS LTD
00000435 SYNTECH PRODUCTS CORP
00000436 AUTOMATIC SWITCH CO
00000437 AKZO NOBEL CHEMICALS INC.
00000438 SOUTHWIRE CO
00000439 BICC CABLE CORPORATION
00000440 OKONITE CO
00000441 IDENTCO IDENTIFICATION CORP
00000442 UTILITY CONCRETE PRODUCTS CO
00000443 GE T& D SYSTEMS SALES
00000444 IMC CHEMICAL CO.
00000445 MERCURY DISPLACEMENT INDUSTRIE
00000446 TRANSDATA, INC
00000447 MEDIA RESOURCES INC.
00000448 WELDSTAR CO
00000449 DIONEX CORPORATION
00000450 ENTEK IRD INTERNATIONAL CORP.
00000451 GE NUCLEAR ENERGY
00000452 BOC GASES INC.
00000453 BOC GASES INC.
00000454 SPECIALTY OIL SORBENTS
00000455 GE T& D SYSTEMS SALES
00000456 MY CARD PHOTO ID PRODUCTS
00000457 S & C ELECTRIC CO
00000458 HUGHES BROS
00000459 T R MILLER CO., INC
00000460 DOBLE ENGINEERING
00000461 URBAN SYSTEMS INCORPORATED
00000462 FINISHES UNLIMITED INC
00000463 LOCKPORT STEEL FABRICATORS, IN
00000464 NEW HERMES INC.

00000465 CARDINAL PALLET CO.
00000466 ADVANTAGE SIGN SUPPLY INC
00000467 BOC GASES INC.
00000468 EPICOR, INC
00000469 MGP INSTRUMENTS INC.
00000470 GRAVER TECHNOLOGIES
00000471 JOLIET EQUIP CORP
00000472 ABB C-E SERVICES INC.
00000473 THE TRANE COMPANY
00000474 COPE PLASTICS, INC.
00000475 LAIRD PLASTICS
00000476 S C I CORPORATION
00000477 LOCKPORT STEEL FABRICATORS, IN
00000478 S C I CORPORATION
00000479 MOTION INDUSTRIES INC.
00000480 RENEWAL COMPOUNDS, INC
00000481 MOBIL OIL CORP
00000482 FRHAM SAFETY PRODUCTS, INC
00000483 DESIGNS BY NORVELL INC
00000484 UNICORN OIL CORPORATION
00000485 JOLIET EQUIP CORP
00000486 HUPP ELECTRIC MOTORS
00000487 DIAMOND POWER SPECIALTY CORP
00000488 MIGHTY MILL SUPPLY, INC
00000489 NOVA MACHINE PRODUCTS CORP
00000490 PARKER PRODUCTS, INC
00000491 ORION RESEARCH, INC
00000492 INTEGRATED RESOURCES INC.
00000493 ADVANCED SUPPLY COMPANY
00000494 NAK-MAN CORP
00000495 CHOCTAW-KAUL DISTRIBUTION CO.
00000496 NORTHERN ILL STEEL SUPPLY CO
00000497 X-ERGON
00000498 SKOLNIK INDUSTRIES INC
00000499 AMERISAFE INC
00000500 VAN LEER CONTAINERS, INC
00000501 NOVA MACHINE PRODUCTS CORP
00000502 CONTROL COMPONENTS, INC
00000503 LINZER PRODUCTS
00000504 YUASA INC
00000505 THOMAS & BETTS CORP.
00000506 ALUMA-FORM/ DIXIE
00000507 JOSLYN MFG. & SUPPLY CO.
00000508 W H SALISBURY & CO
00000509 THOMAS & BETTS CORP.
00000510 DYNATECH L.L.C.
00000511 ALCOA
00000512 CUMMINS NORTHERN ILLINOIS INC
00000513 DELTA EQUIPMENT CO
00000514 DEUTSCH METAL COMPONENT
00000515 ERGON
00000516 TRENCH LIMITED
00000517 MICROAGE/C S & C
00000518 MAYS CHEMICAL CO
00000519 PENNSYLVANIA CRUSHER
00000520 COLUMBIA PIPE & SUPPLY CO.

00000521 COMPUTATIONAL SYSTEMS, INC
00000522 TRENDVIEW RECORDERS EXPORT LIM
00000523 LAKEVIEW VALVE & FITTING CO.
00000524 QUALITY HYDRAULICS & PNEUMATIC
00000525 PARKER-ABEX
00000526 UNITED CONVEYOR CORP
00000527 NATIONAL INDUSTRIAL FILTER CO.
00000528 RAINES PHARMACEUTICALS & MEDIC
00000529 TRI-NUCLEAR CORP
00000530 BASIC FIRE PROTECTION, INC
00000531 JAY INSTRUMENT & SPECIALTY CO
00000532 TIOGA PIPE SUPPLY CO, INC
00000533 SOLID STATE CONTROLS INC
00000534 CONTROL COMPONENTS, INC
00000535 LIMPET INCORPORATED
00000536 TAPROGGE AMERICA CORP
00000537 AUTOMATIC SWITCH CO.
00000538 YOKOGAWA CORP OF AMERICA
00000539 VALVES & AUTOMATION INC
00000676 KOR-PAK CORP.
00000677 JOLIET VALVES, INC
00000678 CHICAGO TUBE & IRON CO
00000679 GENERAL ELECTRIC CO
00000680 CABLETRON SYSTEMS INC
00000681 SEALCO, INC
00000682 ACTIVE PROPANE CO
00000683 HILTI INC
00000684 BECKWITH ELECTRIC CO, INC
00000685 MIDWEST SEALING PRODUCTS, INC
00000686 RONAN ENGINEERING CO
00000687 A L CRUMP & CO
00000688 ROSEMOUNT, INC
00000689 ABB POWER T&D COMPANY INC
00000690 ABB AUTOMATION, INC.
00000691 NEWARK ELECTRONICS CORP
00000692 ALLIED VALVE CO
00000693 UNITED STATES BRASS & COPPER
00000694 HUSKIE TOOLS INC
00000695 STOLLEY & ORLEBEKE
00000696 BEST LOCKING SYSTEMS OF
00000697 MAURITZON, INC.
00000698 AFFILIATED STEAM EQUIP CO
00000699 LAKEVIEW VALVE & FITTING CO.
00000700 POWERFLOW ENGINEERING INC
00000701 STEINER ELECTRIC CO
00000702 ENTEK IRD INTERNATIONAL CORP.
00000703 ENGINE SYSTEMS INC.
00000704 PROGRESS PUMP & MACHINE SERVIC
00000705 SORRENTO ELECTRONICS, INC
00000706 GE/REUTER STOKES CO
00000707 GE NUCLEAR ENERGY
00000708 SIEMENS WESTINGHOUSE POWER COR
00000709 COOPER CAMERON CORPORATION
00000710 LIMITORQUE CORPORATION
00000711 CHEMETRICS, INC
00000712 CONSOLIDATED POWER SUPPLY

00000713 WESTRONICS, INC
00000714 VWR SCIENTIFIC PRODUCTS CORP.
00000715 A A HANSON ASSOCIATES INC
00000716 INOTEK
00000717 PINNACLE SALES
00000718 INOTEK
00000719 UNITED TECHNOLOGIES
00000720 FLOWSERVE CORPORATION
00000721 HYDROAIRE, INC
00000722 S & K AIR POWER
00000723 B & B INSTRUMENTS, INC. (BBI)
00000724 WESCHLER INSTRUMENTS
00000725 MOORE PROCESS AUTOMATION SOLUT
00000726 STERLING FLUID SYSTEMS (USA) I
00000727 INSTRUMENT ASSOCIATES INC.
00000728 THE DURHAM COMPANY
00000729 THE FOXBORO COMPANY
00000730 PRODUCTION DYNAMICS
00000731 TRIAD ELECTRICAL DISTRIBUTORS
00000732 KEELER & LONG, PPG
00000733 BRISTOL BABCOCK INC
00000734 PULSAFEEDER PRODUCTS
00000735 SULZER BINGHAM PUMPS INC
00000736 SEALCO, INC
00000737 THE SHERWIN WILLIAMS CO.
00000738 JOHN CRANE INC
00000739 N G P INC.
00000740 INGERSOLL-DRESSER PUMP COMPANY
00000741 AMERICAN MIDWEST IND CORP
00000742 COCHRANE COMPRESSOR SERVICE
00000743 HERMAN MILLER
00000744 A.W. CHESTERTON COMPANY
00000745 GENERAL ELECTRIC SUPPLY CO
00000746 ENGLEWOOD ELECTRICAL SUPPLY CO
00000747 ENPRO, INC
00000748 SUNSOURCE TECHNOLOGY SERVICES
00000749 INTERNATIONAL FILTER MFG.
00000750 INSTRUMENT ASSOCIATES INC.
00000751 AAF INTERNATIONAL INC.
00000752 QUALITY HYDRAULICS & PNEUMATIC
00000753 S C I CORPORATION
00000754 ALLOY SLING CHAINS, INC
00000755 JAY INSTRUMENT & SPECIALTY CO
00000756 INDUSTRIAL TOOL PRODUCTS, INC
00000757 HARTNEY OIL CO
00000758 MOTION INDUSTRIES INC.
00000759 WILLIAM FRICK & CO
00000760 INDUSTRIAL TOOL PRODUCTS, INC
00000761 F & R PLASTICS INC
00000762 WESCO DISTRIBUTION INC.
00000763 WESCO DISTRIBUTION INC.
00000764 ROCKFORD SILK SCREEN
00000777 BAILEY PRINTING AND PUBLISHING
00000778 POOLED EQUIPMENT INVENTORY CO
00000779 J T CULLEN CO., INC.
00000780 C.C. WAGNER & COMPANY

00000781 E M SMITH & CO
00000782 PANASONIC INDUSTRIAL
00000783 NALCO CHEMICAL CO
00000784 BETZ DEARBORN
00000785 NOVASPECT, INC.
00000786 GRAVES LUMBER DIV.
00000788 GABRIEL SALES CO, INC
00000789 NATIONAL REFRIGERANTS INC.
00000790 R O V TECHNOLOGIES
00000791 AIR LIQUIDE AMERICA CORP.
00000792 AIR LIQUIDE AMERICA CORP.
00000793 AIR LIQUIDE AMERICA CORP.
00000794 AIR LIQUIDE AMERICA CORP.
00000795 AIR LIQUIDE AMERICA CORP.
00000796 AUTO CLUTCH & PARTS SERV, INC
00000799 NORTH AMERICAN PAPER CO
00000800 ELECTROMARK CO
00000801 GREAT NORTHERN LUMBER
00000802 MIDLAND PAPER
00000803 GARDNER & GELDMACHER INC.
00000804 SPECIALTY OIL SORBENTS
00000805 STEINER ELECTRIC CO
00000806 S C I CORPORATION
00000807 MOTION INDUSTRIES INC.
00000841 MAYS CHEMICAL CO
00000842 MEGAN CHEMICALS GROUP LLC
00000843 MEGAN CHEMICALS GROUP LLC
00000844 ROWELL CHEMICAL CORP
00000848 BELL FUELS, INC
00000849 HARTNEY OIL CO
00001137 VIATECH PUBLISHING SOLUTIONS
00001138 G & F MFG CO, INC
00001139 TAPROGGE AMERICA CORP
00001140 STRESS CRETE LTD.
00001997 HI-LINE UTILITY SUPPLY CO
00001998 H D ELECTRIC CO
00001999 GETT IND
00002518 ILLINOIS LIQUID ENERGIES, INC
00002553 PETROLEUM TRADERS CORP.
00002564 KRYSTAL GAS MARKETING
00002565 WARNER PETROLEUM CORP.
00003468 ROCKBESTOS SURPRENANT CABLE CO
00003631 MAYS CHEMICAL CO
00004490 MYSTIC ENTERPRISES INC.
00005138 U.S. FILTER
00006014 DMS ELECTRIC APPARATUS SERVICE
00006239 EBERLINE INSTRUMENT CORP
00006452 BELL FUELS, INC
00006958 WESCO DISTRIBUTION INC.
00006962 AMERISAFE INC
00006966 NORTH AMERICAN PAPER CO
00006970 NOVA MACHINE PRODUCTS CORP
00007130 PVS CHEMICAL SOLUTIONS, INC.
00007136 PVS CHEMICAL SOLUTIONS, INC.
00007229 MAYS CHEMICAL CO
00007503 AGILENT TECHNOLOGIES, INC.

00007758 CERBERUS PYROTRONICS
00007762 CHEROKEE PRODUCTS
00007779 POWER PRODUCTS & SERVICES CO I
00008141 DETROIT SALT COMPANY
00008518 LOCKPORT STEEL FABRICATORS, IN

Schedule 2.1(f)(4)

Causes of Action

1. All claims pending against the federal government seeking relief from the uranium enrichment decontamination and decommissioning special assessment imposed by the U.S. Department of Energy under the Energy Policy Act of 1992. These include the actions pending in both the U.S. Court of Federal Claims, as well as in the U.S. District Court for the Southern District of NY.
2. The claim pending in the U.S. Court of Federal Claims seeking monetary damages for the U.S. Department of Energy's failure to begin disposing of spent nuclear fuel by January 31, 1998, as required by the Nuclear Waste Policy Act of 1982.

Schedule 2.1(h)

Nuclear Insurance

Facility Form; Facility Worker Form; Secondary Financial Protection; and Suppliers and Transporters (nuclear liability insurance coverage) underwritten by American Nuclear Insurers (ANI) with an effective date of January 1, 2000 and an expiration date of December 31, 2000 (Nuclear Suppliers and Transporters policy number NS – 505 is written company-wide and the remaining policies are site specific)

Primary Property and Decontamination Liability, Business Interruption and /or Extra Expense Policies, and Decontamination Liability, Decommissioning, Liability, and Excess Property Policies (nuclear property insurance) underwritten by Nuclear Electric Insurance Limited (NEIL) with an effective date of April 1, 1999 and an expiration date of April 1, 2000, as described below:

<u>Facility and Coverage</u>	<u>Policy No.</u>
Braidwood Generating Station:	
Facility Form	NF-294
Facility Worker Form	NW-645
Secondary Financial Protection	N-108
Secondary Financial Protection	N-115
Primary Property	P99-007
Business Interruption	E99-072
Excess Property	X99-072
Byron Generating Station:	
Facility Form	NF-277
Facility Worker Form	NW-634
Secondary Financial Protection	N-93
Secondary Financial Protection	N-101
Primary Property	P99-008
Business Interruption	E99-054
Excess Property	X99-054
Dresden Generating Station:	
Facility Form	NF-43
Facility Worker Form	NW-514
Secondary Financial Protection	N-1
Secondary Financial Protection	N-2
Secondary Financial Protection	N-3

Primary Property	P99-009
Business Interruption	E99-007
Excess Property	X99-007

LaSalle Generating Station:

Facility Form	NF-253
Facility Worker Form	NW-617
Secondary Financial Protection	N-71
Secondary Financial Protection	N-83

Primary Property	P99-010
Business Interruption	E99-050
Excess Property	X99-050

Quad Cities Generating Station:

Facility Form	NF-187
Facility Worker Form	NW-572
Secondary Financial Protection	N-29
Secondary Financial Protection	N-30

Primary Property	P99-011
Business Interruption	E99-008
Excess Property	X99-008

Zion Generating Station:

Facility Form	NF-201
Facility Worker Form	NW-584
Secondary Financial Protection	N-42
Secondary Financial Protection	N-43

Primary Property	P99-012
Business Interruption	N/A
Excess Property	X99-009

Schedule 2.2(e)

Other Excluded Assets

Any assets (including contracts) or property (including any interests therein) to the extent necessary for the use and operation of the Switchyard, Transmission Excluded Assets, Distribution Excluded Assets and/or the transmission, distribution or communications systems of Transferor as and to the extent identified by the parties prior to Closing.

Schedule 2.5(a)

Required Consents

- (1) ICC
- (2) Nuclear Regulatory Commission
- (3) Federal Energy Regulatory Commission
- (4) Securities and Exchange Commission
- (5) Federal Communications Commission
- (6) Illinois Environmental Protection Agency
- (7) Illinois Department of Nuclear Safety

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