6. DERIVATIVE INSTRUMENTS

FirstEnergy is exposed to financial risks resulting from fluctuating interest rates and commodity prices, including prices for electricity, natural gas, coal and energy transmission. To manage the volatility relating to these exposures, FirstEnergy uses a variety of derivative instruments, including forward contracts, options, futures contracts and swaps. The derivatives are used for risk management purposes. In addition to derivatives, FirstEnergy also enters into master netting agreements with certain third parties. FirstEnergy's Risk Policy Committee, comprised of members of senior management, provides general management oversight for risk management activities throughout FirstEnergy. The Committee is responsible for promoting the effective design and implementation of sound risk management programs and oversees compliance with corporate risk management policies and established risk management practices.

FirstEnergy accounts for derivative instruments on its Consolidated Balance Sheets at fair value unless they meet the normal purchase and normal sales criteria. Derivatives that meet those criteria are accounted for at cost under the accrual method of accounting. The changes in the fair value of derivative instruments that do not meet the normal purchase and normal sales criteria are included in purchased power, other expense, unrealized gain (loss) on derivative hedges in other comprehensive income (loss), or as part of the value of the hedged item. A hypothetical 10% adverse shift (an increase or decrease depending on the derivative position) in quoted market prices in the near term on its derivative instruments would not have had a material effect on FirstEnergy's consolidated financial position (assets, liabilities and equity) or cash flows as of December 31, 2009. Based on derivative contracts held as of December 31, 2009, an adverse 10% change in commodity prices would decrease net income by approximately $9 million during the next 12 months.

Interest Rate Risk

FirstEnergy uses a combination of fixed-rate and variable-rate debt to manage interest rate exposure. Fixed-to-floating interest rate swaps are used, which are typically designated as fair value hedges, as a means to manage interest rate exposure. In addition, FirstEnergy uses interest rate derivatives to lock in interest rate levels in anticipation of future financings, which are typically designated as cash-flow hedges.

Cash Flow Hedges

Under the revolving credit facility (see Note 14), FirstEnergy and its subsidiaries, incur variable interest charges based on LIBOR. FirstEnergy currently holds a swap with a notional value of $100 million to hedge against changes in associated interest rates. This hedge will expire in January 2010 and is accounted for as a cash flow hedge. As of December 31, 2009, the fair value of the outstanding swap was immaterial.

FirstEnergy uses forward starting swap agreements to hedge a portion of the consolidated interest rate risk associated with issuances of fixed-rate, long-term debt securities of its subsidiaries. These derivatives are treated as cash flow hedges, protecting against the risk of changes in future interest payments resulting from changes in benchmark U.S. Treasury rates between the date of hedge inception and the date of the debt issuance. During 2009, FirstEnergy terminated forward swaps with a notional value of $2.8 billion and recognized losses of approximately $18.5 million; the ineffective portion recognized as an adjustment to interest expense was immaterial. The remaining effective portions will be amortized to interest expense over the life of the hedged debt.

Interest rate derivatives are included in "Other Noncurrent Liabilities" on FirstEnergy's Consolidated Balance Sheets. The effects of interest rate derivatives on the Consolidated Statements of Income and Comprehensive Income during 2009 and 2008 were:

	December 31	
	2009	**2008**
	(In millions)	
Effective Portion		
Loss Recognized in AOCL	$ (18)	$ (44)
Loss Reclassified from AOCL into Interest Expense	(40)	(15)
Ineffective Portion		
Loss Recognized in Interest Expense	-	(7)

Total unamortized losses included in AOCL associated with prior interest rate hedges totaled $104 million ($62 million net of tax) as of December 31, 2009. Based on current estimates, approximately $11 million will be amortized to interest expense during the next twelve months. FirstEnergy's interest rate swaps do not include any contingent credit risk related features.

Fair Value Hedges

FirstEnergy uses fixed-for-floating interest rate swap agreements to hedge a portion of the consolidated interest rate risk associated with the debt portfolio of its subsidiaries. These derivatives are treated as fair value hedges of fixed-rate, long-term debt issues, protecting against the risk of changes in the fair value of fixed-rate debt instruments due to lower interest rates. Swap maturities, call options, fixed interest rates and interest payment dates match those of the underlying obligations. As of December 31, 2009, the debt underlying the $250 million outstanding notional amount of interest rate swaps had a weighted average fixed interest rate of 6.45%, which the swaps have converted to a current weighted average variable rate of 5.4%. The gain or loss on the derivative as well as the offsetting loss or gain on the hedged item attributable to the hedged risk are recognized in earnings and were immaterial in 2009.

Commodity Derivatives

FirstEnergy uses both physically and financially settled derivatives to manage its exposure to volatility in commodity prices. Commodity derivatives are used for risk management purposes to hedge exposures when it makes economic sense to do so, including circumstances where the hedging relationship does not qualify for hedge accounting. Derivatives that do not qualify under the normal purchase or sales criteria or for hedge accounting as cash flow hedges are marked to market through earnings. FirstEnergy's risk policy does not allow derivatives to be used for speculative or trading purposes. FirstEnergy hedges forecasted electric sales and purchases and anticipated natural gas purchases using forwards and options. Heating oil futures are used to hedge oil purchases and fuel surcharges associated with rail transportation contracts. FirstEnergy's hedge term is typically two years. The effective portions of all cash flow hedges are initially recorded in AOCL and are subsequently included in net income as the underlying hedged commodities are delivered.

FirstEnergy discontinues hedge accounting prospectively when it is determined that a derivative is no longer effective in offsetting changes in the cash flows of a hedged item, in the case of forward-starting hedges, or when it is no longer probable that the forecasted transaction will occur. In 2009, FirstEnergy did not discontinue hedge accounting for any cash flow hedge items.

During 2008, in anticipation of certain regulatory actions, FES entered into purchased power contracts representing approximately 4.4 million MWH per year for MISO delivery in 2010 and 2011. These contracts, which represented less than 10% of FES's estimated Ohio load, were intended to cover potential short positions that were anticipated in those years and qualified for the normal purchase normal sale scope exception under accounting for Derivatives and Hedging. In the fourth quarter of 2009, as FES determined that the short positions in 2010 and 2011 were not expected to materialize based on reductions in PLR obligations and decreased demand due to economic conditions, the contracts were modified to financially settle to avoid congestion and transmission expenses associated with physical delivery. As a result of the modification, the fair value of the contracts was recorded, resulting in a mark-to-market charge of approximately $205 million ($129 million, after tax) to purchased power expense. For all other purchased power contracts qualifying for the normal purchase normal sale scope exception, the Company expects to take physical delivery of the power over the remaining term of the contracts.

The following tables summarize the fair value of commodity derivatives in FirstEnergy's Consolidated Balance Sheets:

Derivative Assets	Fair Value December 31 2009	Fair Value December 31 2008	Derivative Liabilities	Fair Value December 31 2009	Fair Value December 31 2008
	(In millions)			*(In millions)*	
Cash Flow Hedges			Cash Flow Hedges		
Electricity Forwards			Electricity Forwards		
Current Assets	$ 3	$ 11	Current Liabilities	$ 7	$ 27
Noncurrent Assets	11	-	Noncurrent Assets	12	-
Natural Gas Futures			Natural Gas Futures		
Current Assets	-	-	Current Liabilities	9	4
Deferred Charges	-	-	Noncurrent Liabilities	-	5
Other			Other		
Current Assets	-	-	Current Liabilities	2	12
Deferred Charges	-	-	Noncurrent Liabilities	-	4
	$ 14	$ 11		$ 30	52

Derivative Assets	Fair Value December 31 2009	Fair Value December 31 2008	Derivative Liabilities	Fair Value December 31 2009	Fair Value December 31 2008
	(In millions)			*(In millions)*	
Economic Hedges			Economic Hedges		
NUG Contracts			NUG Contracts		
Power Purchase			Power Purchase		
Contract Asset	$ 200	$ 434	Contract Liability	$ 643	$ 766
Other			Other		
Current Assets	-	1	Current Liabilities	106	1
Deferred Charges	19	28	Noncurrent Liabilities	97	-
	$ 219	$ 463		$ 846	$ 767
Total Commodity Derivatives	$ 233	$ 474	Total Commodity Derivatives	$ 876	$ 819

Electricity forwards are used to balance expected retail and wholesale sales with expected generation and purchased power. Natural gas futures are entered into based on expected consumption of natural gas, primarily used in FirstEnergy's peaking units. Heating oil futures are entered into based on expected consumption of oil and the financial risk in FirstEnergy's coal transportation contracts. Derivative instruments are not used in quantities greater than forecasted needs. The following table summarizes the volume of FirstEnergy's outstanding derivative transactions as of December 31, 2009.

	Purchases	**Sales**	**Net**	**Units**
		(In thousands)		
Electricity Forwards	11,684	(3,382)	8,302	MWH
Heating Oil Futures	4,620	-	4,620	Gallons
Natural Gas Futures	2,750	(2,250)	500	mmBtu

The effect of derivative instruments on the consolidated statements of income and comprehensive income (loss) for December 31, 2009 and 2008, for instruments designated in cash flow hedging relationships and not in hedging relationships, respectively, are summarized in the following tables:

Derivatives in Cash Flow Hedging Relationships	Electricity Forwards	Natural Gas Futures	Heating Oil Futures	Total
December 31, 2009		*(in millions)*		
Gain (Loss) Recognized in AOCL (Effective Portion)	$ 7	$ (9)	$ 1	$ (1)
Effective Gain (Loss) Reclassified to: [1]				
Purchased Power Expense	(6)	-	-	(6)
Fuel Expense	-	(9)	(12)	(21)
December 31, 2008				
Gain (Loss) Recognized in AOCL (Effective Portion)	$ 3	$ (4)	$ (18)	$ (19)
Effective Gain (Loss) Reclassified to: [1]				
Purchased Power Expense	(6)	-	-	(6)
Fuel Expense	-	4	(2)	2

[1] The ineffective portion was immaterial.

Derivatives Not in Hedging Relationships	NUG Contracts	Other	Total
		(In millions)	
2009			
Unrealized Gain (Loss) Recognized in:			
Purchased Power Expense	$ -	$ (204)	$ (204)
Regulatory Assets (1)	(470)	-	(470)
	$ (470)	$ (204)	$ (674)
Realized Gain (Loss) Reclassified to:			
Regulatory Assets (1)	(348)	-	(348)
	$ (348)	$ -	$ (348)
2008			
Unrealized Gain (Loss) Recognized in:			
Fuel Expense (2)	$ -	$ 1	$ 1
Regulatory Assets (1)	193	2	195
	$ 193	$ 3	$ 196
Realized Gain (Loss) Reclassified to:			
Fuel Expense (2)	$ -	$ 1	$ 1
Regulatory Assets (1)	(267)	-	(267)
	$ (267)	$ 1	$ (266)

(1) Changes in the fair value of NUG contracts are deferred for future recovery from (or refund to) customers.

(2) The realized gain (loss) is reclassified upon termination of the derivative instrument.

Total unamortized losses included in AOCL associated with commodity derivatives were $15 million ($9 million net of tax) as of December 31, 2009, as compared to $44 million ($27 million net of tax) as of December 31, 2008. The net of tax change resulted from a $16 million decrease due to net hedge losses reclassified to earnings during 2009. Based on current estimates, approximately $9 million (after tax) of the net deferred losses on derivative instruments in AOCL as of December 31, 2009 are expected to be reclassified to earnings during the next twelve months as hedged transactions occur. The fair value of these derivative instruments fluctuate from period to period based on various market factors.

Many of FirstEnergy’s commodity derivatives contain credit risk features. As of December 31, 2009, FirstEnergy posted $153 million of collateral related to net liability positions and held $26 million of counterparties’ funds related to asset positions. The collateral FirstEnergy has posted relates to both derivative and non-derivative contracts. FirstEnergy’s largest derivative counterparties fully collateralize all derivative transactions. Certain commodity derivative contracts include credit risk-related contingent features that would require FirstEnergy to post additional collateral if the credit rating for its debt were to fall below investment grade. The aggregate fair value of derivative instruments with credit risk-related contingent features that are in a liability position on December 31, 2009 was $220 million, for which $127 million in collateral has been posted. If FirstEnergy’s credit rating were to fall below investment grade, it would be required to post $47 million of additional collateral related to commodity derivatives.

7. LEASES

FirstEnergy leases certain generating facilities, office space and other property and equipment under cancelable and noncancelable leases.

In 1987, OE sold portions of its ownership interests in Perry Unit 1 and Beaver Valley Unit 2 and entered into operating leases on the portions sold for basic lease terms of approximately 29 years. In that same year, CEI and TE also sold portions of their ownership interests in Beaver Valley Unit 2 and Bruce Mansfield Units 1, 2 and 3 and entered into similar operating leases for lease terms of approximately 30 years. During the terms of their respective leases, OE, CEI and TE are responsible, to the extent of their leasehold interests, for costs associated with the units including construction expenditures, operation and maintenance expenses, insurance, nuclear fuel, property taxes and decommissioning. They have the right, at the expiration of the respective basic lease terms, to renew their respective leases. They also have the right to purchase the facilities at the expiration of the basic lease term or any renewal term at a price equal to the fair market value of the facilities. The basic rental payments are adjusted when applicable federal tax law changes.

On July 13, 2007, FGCO completed a sale and leaseback transaction for its 93.825% undivided interest in Bruce Mansfield Unit 1, representing 779 MW of net demonstrated capacity. The purchase price of approximately $1.329 billion (net after-tax proceeds of approximately $1.2 billion) for the undivided interest was funded through a combination of equity investments by affiliates of AIG Financial Products Corp. and Union Bank of California, N.A. in six lessor trusts and proceeds from the sale of $1.135 billion aggregate principal amount of 6.85% pass through certificates due 2034. A like principal amount of secured notes maturing June 1, 2034 were issued by the lessor trusts to the pass through trust that issued and sold the certificates. The lessor trusts leased the undivided interest back to FGCO for a term of approximately 33 years under substantially identical leases. FES has unconditionally and irrevocably guaranteed all of FGCO's obligations under each of the leases. This transaction, which is classified as an operating lease for FES and FirstEnergy, generated tax capital gains of approximately $815 million, all of which were offset by existing tax capital loss carryforwards. Accordingly, FirstEnergy reduced its tax loss carryforward valuation allowances in 2007, with a corresponding reduction to goodwill (see Note 2(E)).

Effective October 16, 2007 CEI and TE assigned their leasehold interests in the Bruce Mansfield Plant to FGCO and FGCO assumed all of CEI's and TE's obligations arising under those leases. FGCO subsequently transferred the Unit 1 portion of these leasehold interests, as well as FGCO's leasehold interests under its July 13, 2007 Bruce Mansfield Unit 1 sale and leaseback transaction, to a newly formed wholly-owned subsidiary on December 17, 2007. The subsidiary assumed all of the lessee obligations associated with the assigned interests. However, CEI and TE remain primarily liable on the 1987 leases and related agreements. FGCO remains primarily liable on the 2007 leases and related agreements, and FES remains primarily liable as a guarantor under the related 2007 guarantees, as to the lessors and other parties to the respective agreements. These assignments terminate automatically upon the termination of the underlying leases.

During 2008, NGC purchased 56.8 MW of lessor equity interests in the OE 1987 sale and leaseback of the Perry Plant and approximately 43.5 MW of lessor equity interests in the OE 1987 sale and leaseback of Beaver Valley Unit 2. In addition, NGC purchased 158.5 MW of lessor equity interests in the TE and CEI 1987 sale and leaseback of Beaver Valley Unit 2. The Ohio Companies continue to lease these MW under their respective sale and leaseback arrangements and the related lease debt remains outstanding.

Rentals for capital and operating leases for the three years ended December 31, 2009 are summarized as follows:

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
2009								
Operating leases	$ 236	$ 202	$ 146	$ 4	$ 64	$ 9	$ 7	$ 4
Capital leases								
Interest element	1	2	1	1	-	-	-	-
Other [(1)]	6	10	-	-	-	-	-	-
Total rentals	$ 243	$ 214	$ 147	$ 5	$ 64	$ 9	$ 7	$ 4
2008								
Operating leases	$ 381	$ 173	$ 146	$ 5	$ 65	$ 8	$ 4	$ 4
Capital leases								
Interest element	1	1	-	-	-	-	-	-
Other [(1)]	6	8	-	1	-	-	-	-
Total rentals	$ 388	$ 182	$ 146	$ 6	$ 65	$ 8	$ 4	$ 4
2007								
Operating leases	$ 376	$ 45	$ 145	$ 62	$ 101	$ 8	$ 4	$ 5
Capital leases								
Interest element	-	-	-	-	-	-	-	-
Other	1	-	-	1	-	-	-	-
Total rentals	$ 377	$ 45	$ 145	$ 63	$ 101	$ 8	$ 4	$ 5

[(1)] Includes $6 million and $5 million in 2009 and 2008, respectively, for wind purchased power agreements classified as capital leases.

The future minimum capital lease payments as of December 31, 2009 are as follows (TE, JCP&L, Met-Ed and Penelec have no material capital leases):

Capital Leases	FE	FES	OE	CEI
		(In millions)		
2010	$ 2	$ 6	$ -	$ 1
2011	2	6	-	1
2012	1	6	1	1
2013	1	6	-	1
2014	1	6	-	1
Years thereafter	3	18	-	3
Total minimum lease payments	10	48	1	8
Executory costs	-	-	-	-
Net minimum lease payments	10	48	1	8
Interest portion	6	6	-	6
Present value of net minimum lease payments	4	42	1	2
Less current portion	-	4	-	-
Noncurrent portion	$ 4	$ 38	$ 1	$ 2

The present value of minimum lease payments for FirstEnergy does not include $9 million of capital lease obligations that were prepaid at December 31, 2009.

Established by OE in 1996, PNBV purchased a portion of the lease obligation bonds issued on behalf of lessors in OE's Perry Unit 1 and Beaver Valley Unit 2 sale and leaseback transactions. Similarly, CEI and TE established Shippingport in 1997 to purchase the lease obligation bonds issued on behalf of lessors in their Bruce Mansfield Units 1, 2 and 3 sale and leaseback transactions. The PNBV and Shippingport arrangements effectively reduce lease costs related to those transactions (see Note 8).

The future minimum operating lease payments as of December 31, 2009 are as follows:

Operating Leases	FE Lease Payments	FE Capital Trusts	FE Net
2010	$ 341	$ 116	$ 225
2011	323	116	207
2012	360	125	235
2013	362	130	232
2014	358	131	227
Years thereafter	2,482	123	2,359
Total minimum lease payments	$ 4,226	$ 741	$ 3,485

Operating Leases	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
2010	$ 199	$ 146	$ 4	$ 64	$ 6	$ 7	$ 3
2011	190	146	3	64	5	4	3
2012	229	146	3	64	5	3	2
2013	235	145	3	64	5	3	2
2014	234	145	2	64	4	3	2
Years thereafter	2,133	305	5	140	49	35	20
Total minimum lease payments	$ 3,220	$ 1,033	$ 20	$ 460	$ 74	$ 55	$ 32

FirstEnergy recorded above-market lease liabilities for Beaver Valley Unit 2 and the Bruce Mansfield Plant associated with the 1997 merger between OE and Centerior. The unamortized above-market lease liability for Beaver Valley Unit 2 of $236 million as of December 31, 2009, of which $37 million is classified as current, is being amortized by TE on a straight-line basis through the end of the lease term in 2017. The unamortized above-market lease liability for the Bruce Mansfield Plant of $308 million as of December 31, 2009, of which $46 million is classified as current, is being amortized by FGCO on a straight-line basis through the end of the lease term in 2016.

8. VARIABLE INTEREST ENTITIES

FirstEnergy and its subsidiaries consolidate VIEs when they are determined to be the VIE's primary beneficiary. FirstEnergy and its subsidiaries reflect the portion of VIEs not owned by them in the caption noncontrolling interest within the consolidated financial statements. The change in noncontrolling interest during 2009 is the result of net losses of the noncontrolling interests ($16 million), the acquisition of additional interest in certain joint ventures and other adjustments ($13 million), and distributions to owners ($5 million).

Mining Operations

On July 16, 2008, FEV entered into a joint venture with the Boich Companies, a Columbus, Ohio-based coal company, to acquire a majority stake in the Signal Peak mining and coal transportation operations near Roundup, Montana. FEV made a $125 million equity investment in the joint venture, which acquired 80% of the mining operations (Signal Peak Energy, LLC) and 100% of the transportation operations, with FEV owning a 45% economic interest and an affiliate of the Boich Companies owning a 55% economic interest in the joint venture. Both parties have a 50% voting interest in the joint venture. FEV consolidates the mining and transportation operations of this joint venture in its financial statements. In March 2009, FEV agreed to pay a total of $8.5 million to affiliates of the Boich Companies to purchase an additional 5% economic interest in the Signal Peak mining and coal transportation operations. Voting interests remained unchanged after the sale was completed in July 2009. Effective August 21, 2009, the joint venture acquired the remaining 20% stake in the mining operations by issuing a five-year note for $47.5 million. For both acquisitions, the difference between the consideration paid and the adjustment to the noncontrolling interest resulted in a charge to other paid in capital of approximately $30 million.

Trusts

FirstEnergy's consolidated financial statements include PNBV and Shippingport, VIEs created in 1996 and 1997, respectively, to refinance debt originally issued in connection with sale and leaseback transactions. PNBV and Shippingport financial data are included in the consolidated financial statements of OE and CEI, respectively.

PNBV was established to purchase a portion of the lease obligation bonds issued in connection with OE's 1987 sale and leaseback of its interests in the Perry Plant and Beaver Valley Unit 2. OE used debt and available funds to purchase the notes issued by PNBV for the purchase of lease obligation bonds. Ownership of PNBV includes a 3% equity interest by an unaffiliated third party and a 3% equity interest held by OES Ventures, a wholly owned subsidiary of OE. Shippingport was established to purchase all of the lease obligation bonds issued in connection with CEI's and TE's Bruce Mansfield Plant sale and leaseback transaction in 1987. CEI and TE used debt and available funds to purchase the notes issued by Shippingport.

Loss Contingencies

FES and the Ohio Companies are exposed to losses under their applicable sale-leaseback agreements upon the occurrence of certain contingent events that each company considers unlikely to occur. The maximum exposure under these provisions represents the net amount of casualty value payments due upon the occurrence of specified casualty events that render the applicable plant worthless. Net discounted lease payments would not be payable if the casualty loss payments are made. The following table shows each company’s net exposure to loss based upon the casualty value provisions mentioned above:

	Maximum Exposure	Discounted Lease Payments, net (1)	Net Exposure
		(in millions)	
FES	$ 1,348	$ 1,175	$ 173
OE	723	526	197
CEI	665	75	590
TE	665	382	283

(1) The net present value of FirstEnergy’s consolidated sale and leaseback operating lease commitments was $1.7 billion as of December 31, 2009 (see NGC lessor equity interest purchases described in Note 7).

See Note 7 for a discussion of CEI’s and TE’s assignment of their leasehold interests in the Bruce Mansfield Plant to FGCO.

Power Purchase Agreements

FirstEnergy evaluated its power purchase agreements and determined that certain NUG entities may be VIEs to the extent they own a plant that sells substantially all of its output to the Utilities and the contract price for power is correlated with the plant's variable costs of production. FirstEnergy, through its subsidiaries JCP&L, Met-Ed and Penelec, maintains 26 long-term power purchase agreements with NUG entities. The agreements were entered into pursuant to the Public Utility Regulatory Policies Act of 1978. FirstEnergy was not involved in the creation of, and has no equity or debt invested in, these entities.

FirstEnergy has determined that for all but eight of these entities, neither JCP&L, Met-Ed nor Penelec have variable interests in the entities or the entities are governmental or not-for-profit organizations not within the scope of consolidation consideration for VIEs. JCP&L, Met-Ed or Penelec may hold variable interests in the remaining eight entities, which sell their output at variable prices that correlate to some extent with the operating costs of the plants. FirstEnergy periodically requests from these eight entities the information necessary to determine whether they are VIEs or whether JCP&L, Met-Ed or Penelec is the primary beneficiary. FirstEnergy has been unable to obtain the requested information, which in most cases was deemed by the requested entity to be proprietary. As such, FirstEnergy applied the scope exception that exempts enterprises unable to obtain the necessary information to evaluate entities.

Since FirstEnergy has no equity or debt interests in the NUG entities, its maximum exposure to loss relates primarily to the above-market costs it incurs for power. FirstEnergy expects any above-market costs it incurs to be recovered from customers. Purchased power costs from these entities during 2009, 2008, and 2007 were $165 million, $178 million, and $176 million, respectively.

	2009	2008	2007
		(In millions)	
JCP&L	$ 73	$ 84	$ 90
Met-Ed	57	61	56
Penelec	35	33	30
Total	$ 165	$ 178	$ 176

9. DIVESTITURES

On March 7, 2008, FirstEnergy sold certain telecommunication assets, resulting in a net after-tax gain of $19.3 million. The sale of assets did not meet the criteria for classification as discontinued operations as of December 31, 2008.

10. TAXES

Income Taxes

FirstEnergy records income taxes in accordance with the liability method of accounting. Deferred income taxes reflect the net tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts recognized for tax purposes. Investment tax credits, which were deferred when utilized, are being amortized over the recovery period of the related property. Deferred income tax liabilities related to temporary tax and accounting basis differences and tax credit carryforward items are recognized at the statutory income tax rates in effect when the liabilities are expected to be paid. Deferred tax assets are recognized based on income tax rates expected to be in effect when they are settled. Details of income taxes for the three years ended December 31, 2009 are shown below:

PROVISION FOR INCOME TAXES	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
2009								
Currently payable-								
Federal	$ (183)	$ 87	$ 21	$ 40	$ 6	$ 40	$ (34)	$ (21)
State	44	8	4	2	-	26	(4)	4
	(139)	95	25	42	6	66	(38)	(17)
Deferred, net-								
Federal	351	200	40	(52)	-	41	60	60
State	42	24	3	1	2	2	7	4
	393	224	43	(51)	2	43	67	64
Investment tax credit amortization	(9)	(4)	(2)	(1)	-	-	-	(1)
Total provision for income taxes	$ 245	$ 315	$ 66	$ (10)	$ 8	$ 109	$ 29	$ 46
2008								
Currently payable-								
Federal	$ 355	$ 156	$ 79	$ 119	$ 46	$ 101	$ 5	$ (34)
State	56	20	4	6	-	34	6	(3)
	411	176	83	125	46	135	11	(37)
Deferred, net-								
Federal	343	109	22	16	(12)	9	47	84
State	36	12	(2)	(2)	(4)	4	4	12
	379	121	20	14	(16)	13	51	96
Investment tax credit amortization	(13)	(4)	(4)	(2)	-	-	(1)	(1)
Total provision for income taxes	$ 777	$ 293	$ 99	$ 137	$ 30	$ 148	$ 61	$ 58
2007								
Currently payable-								
Federal	$ 706	$ 528	$ 105	$ 166	$ 73	$ 138	$ 26	$ 41
State	187	111	(4)	20	7	42	7	12
	893	639	101	186	80	180	33	53
Deferred, net-								
Federal	22	(288)	-	(23)	(27)	(25)	30	10
State	(18)	(42)	4	2	2	(5)	6	1
	4	(330)	4	(21)	(25)	(30)	36	11
Investment tax credit amortization	(14)	(4)	(4)	(2)	(1)	(1)	(1)	-
Total provision for income taxes	$ 883	$ 305	$ 101	$ 163	$ 54	$ 149	$ 68	$ 64

FES and the Utilities are party to an intercompany income tax allocation agreement with FirstEnergy and its other subsidiaries that provides for the allocation of consolidated tax liabilities. Net tax benefits attributable to FirstEnergy, excluding any tax benefits derived from interest expense associated with acquisition indebtedness from the merger with GPU, are reallocated to the subsidiaries of FirstEnergy that have taxable income. That allocation is accounted for as a capital contribution to the company receiving the tax benefit.

The following tables provide a reconciliation of federal income tax expense at the federal statutory rate to the total provision for income taxes for the three years ended December 31, 2009.

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
2009								
Book income before provision for income taxes	$ 1,251	$ 892	$ 188	$ (23)	$ 32	$ 279	$ 84	$ 111
Federal income tax expense at statutory rate	$ 438	$ 312	$ 66	$ (8)	$ 11	$ 98	$ 29	$ 39
Increases (reductions) in taxes resulting from-								
Amortization of investment tax credits	(9)	(4)	(2)	(1)	-	-	-	(1)
State income taxes, net of federal tax benefit	56	21	5	2	1	18	2	5
Manufacturing deduction	(13)	(11)	(2)	1	(1)	-	-	-
Effectively settled tax items	(217)	-	-	-	-	-	-	-
Other, net	(10)	(3)	(1)	(4)	(3)	(7)	(2)	3
Total provision for income taxes	$ 245	$ 315	$ 66	$ (10)	$ 8	$ 109	$ 29	$ 46
2008								
Book income before provision for income taxes	$ 2,119	$ 800	$ 310	$ 421	$ 105	$ 335	$ 149	$ 146
Federal income tax expense at statutory rate	$ 742	$ 280	$ 109	$ 147	$ 37	$ 117	$ 52	$ 51
Increases (reductions) in taxes resulting from-								
Amortization of investment tax credits	(13)	(4)	(4)	(2)	-	-	(1)	(1)
State income taxes, net of federal tax benefit	60	21	1	2	(2)	25	7	5
Manufacturing deduction	(29)	(16)	(3)	(8)	(2)	-	-	-
Effectively settled tax items	(14)	-	-	-	-	-	-	-
Other, net	31	12	(4)	(2)	(3)	6	3	3
Total provision for income taxes	$ 777	$ 293	$ 99	$ 137	$ 30	$ 148	$ 61	$ 58
2007								
Book income before provision for income taxes	$ 2,192	$ 833	$ 298	$ 440	$ 145	$ 335	$ 164	$ 157
Federal income tax expense at statutory rate	$ 767	$ 292	$ 104	$ 154	$ 51	$ 117	$ 57	$ 55
Increases (reductions) in taxes resulting from-								
Amortization of investment tax credits	(14)	(4)	(4)	(2)	(1)	(1)	(1)	-
State income taxes, net of federal tax benefit	110	45	-	14	6	24	9	8
Manufacturing deduction	(9)	(6)	(2)	(1)	-	-	-	-
Other, net	29	(22)	3	(2)	(2)	9	3	1
Total provision for income taxes	$ 883	$ 305	$ 101	$ 163	$ 54	$ 149	$ 68	$ 64

Accumulated deferred income taxes as of December 31, 2009 and 2008 are as follows:

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
AS OF DECEMBER 31, 2009								
Property basis differences	$ 3,049	$ 619	$ 508	$ 419	$ 177	$ 458	$ 275	$ 350
Regulatory transition charge	334	-	67	95	2	157	13	-
Customer receivables for future income taxes	111	-	-	-	-	13	49	49
Deferred customer shopping incentive	55	-	-	55	-	-	-	-
Deferred MISO/PJM transmission costs	89	-	-	-	-	-	90	(1)
Other regulatory assets - RCP	162	-	80	54	28			-
Deferred sale and leaseback gain	(486)	(426)	(40)	-	-	(9)	(11)	-
Nonutility generation costs	9	-	-	-	-	-	48	(39)
Unamortized investment tax credits	(48)	(22)	(4)	(4)	(2)	(2)	(5)	(4)
Unrealized losses on derivative hedges	(44)	(8)	-	-	-	(1)	(1)	-
Pension and other postretirement obligations	(611)	(75)	(57)	(18)	(34)	(72)	(20)	(83)
Lease market valuation liability	(232)	(101)	-	-	(111)	-	-	-
Oyster Creek securitization (Note 12(C))	132	-	-	-	-	132	-	-
Nuclear decommissioning activities	(34)	23	5	-	12	(19)	(1)	(52)
Mark-to-market adjustments	(76)	(76)	-	-	-	-	-	-
Deferred gain for asset sales -affiliated companies	-	-	37	25	8	-	-	-
Allowance for equity funds used during construction	15	-	15	-	-	-	-	-
Loss carryforwards	(33)	-	-	-	-	-	-	-
Loss carryforward valuation reserve	21	-	-	-	-	-	-	-
All other	55	(21)	49	19	1	31	16	22
Net deferred income tax liability (asset)	$ 2,468	$ (87)	$ 660	$ 645	$ 81	$ 688	$ 453	$ 242
AS OF DECEMBER 31, 2008								
Property basis differences	$ 2,736	$ 434	$ 494	$ 428	$ 172	$ 436	$ 275	$ 329
Regulatory transition charge	292	-	40	29	4	190	29	-
Customer receivables for future income taxes	145	-	22	1	-	24	49	48
Deferred customer shopping incentive	151	-	-	151	-	-	-	-
Deferred MISO/PJM transmission costs	167	-	11	7	7	-	137	4
Other regulatory assets - RCP	253	-	121	100	32	-	-	-
Deferred sale and leaseback gain	(505)	(438)	(45)	-	-	(10)	(12)	-
Nonutility generation costs	(52)	-	-	-	-	-	30	(82)
Unamortized investment tax credits	(51)	(23)	(5)	(5)	(2)	(2)	(6)	(5)
Unrealized losses on derivative hedges	(68)	(15)	-	-	-	(1)	(1)	-
Pension and other postretirement obligations	(715)	(68)	(94)	(47)	(25)	(90)	(72)	(89)
Lease market valuation liability	(254)	(124)	-	-	(122)	-	-	-
Oyster Creek securitization (Note 12(C))	137	-	-	-	-	137	-	-
Nuclear decommissioning activities	(130)	14	2	-	13	(34)	(65)	(55)
Deferred gain for asset sales -affiliated companies	-	-	41	27	9	-	-	-
Allowance for equity funds used during construction	21	-	20	1	-	-	-	-
Loss carryforwards	(35)	-	-	-	-	-	-	-
Loss carryforward valuation reserve	27	-	-	-	-	-	-	-
All other	44	(48)	46	12	(9)	39	24	20

Net deferred income tax liability (asset)	$ 2,163	$ (268)	$ 653	$ 704	$ 79	$ 689	$ 980	$ 170

Upon reaching a settlement on several items under appeal for the tax years 2001-2003, as well as other items that effectively settled in 2009, FirstEnergy recognized approximately $100 million of net tax benefits, including $161 million that favorably affected FirstEnergy's effective tax rate. The offsetting $61 million primarily related to tax items where the uncertainty was removed and the tax refund will be received when the tax years are closed. Upon completion of the federal tax examinations for tax years 2004-2006, as well as other tax settlements reached in 2008, FirstEnergy recognized approximately $42 million of net tax benefits, including $7 million that favorably affected FirstEnergy's effective tax rate. The remaining balance of the tax benefits recognized in 2008 adjusted goodwill as a purchase price adjustment ($20 million) and accumulated deferred income taxes for temporary tax items ($15 million). During 2007, there were no material changes to FirstEnergy's unrecognized tax benefits.

As of December 31, 2009, it is reasonably possible that approximately $148 million of the unrecognized benefits may be resolved within the next twelve months, of which up to approximately $11 million, if recognized, would affect FirstEnergy's effective tax rate. The potential decrease in the amount of unrecognized tax benefits is primarily associated with issues related to the capitalization of certain costs and various state tax items.

In 2008, FirstEnergy, on behalf of FGCO and NGC, filed a change in accounting method related to the costs to repair and maintain electric generation stations. During the second quarter of 2009, the IRS approved the change in accounting method and $281 million of costs were included as a repair deduction on FirstEnergy's 2008 consolidated tax return. Since the IRS did not complete its review over this change in accounting method by the extended filing date of FirstEnergy's federal tax return, FirstEnergy increased the amount of unrecognized tax benefits by $34 million in the third quarter of 2009, with a corresponding adjustment to accumulated deferred income taxes for this temporary tax item. There was no impact on FirstEnergy's effective tax rate for the year.

In 2009, FirstEnergy, on behalf of OE, PP, CEI, TE, ATSI, JCP&L, Met-Ed and Penelec, filed a change in accounting method related to the costs to repair and maintain electric utility network (transmission and distribution) assets and is in the process of computing the amount of costs that will qualify as a deduction to be included on FirstEnergy's 2009 consolidated tax return. This change in accounting method is expected to have a material impact on taxable income for 2009 and could increase the amount of tax refunds to be recognized in 2010 with a corresponding adjustment to accumulated deferred income taxes for this temporary tax item. There would be no impact on FirstEnergy's effective tax rate.

The changes in unrecognized tax benefits for the three years ended December 31, 2009 are as follows:

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
Balance as of January 1, 2009	$ 219	$ 5	$ (30)	$ (26)	$ (4)	$ 42	$ 28	$ 24
Increase for tax positions related to the current year	41	34	4	3	-	-	-	-
Increase for tax positions related to prior years	46	2	103	52	10	-	-	-
Decrease for tax positions related to prior years	(100)	-	-	-	-	(28)	(15)	(13)
Decrease for settlement	(15)	-	-	-	-	-	-	-
Balance as of December 31, 2009	$ 191	$ 41	$ 77	$ 29	$ 6	$ 14	$ 13	$ 11

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
Balance as of January 1, 2008	$ 272	$ 14	$ (12)	$ (17)	$ (1)	$ 38	$ 24	$ 16
Increase for tax positions related to the current year	14	-	1	-	-	-	-	-
Increase for tax positions related to prior years	-	1	1	-	-	6	5	9
Decrease for tax positions related to prior years	(56)	(10)	(14)	(8)	(3)	(2)	(1)	(1)
Decrease for settlement	(11)	-	(6)	(1)	-	-	-	-
Balance as of December 31, 2008	$ 219	$ 5	$ (30)	$ (26)	$ (4)	$ 42	$ 28	$ 24

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
Balance as of January 1, 2007	$ 268	$ 14	$ (19)	$ (15)	$ (3)	$ 44	$ 18	$ 20
Increase for tax positions related to the current year	1	-	1	-	-	-	-	-
Increase for tax positions related to prior years	3	4	10	2	2	-	6	-
Decrease for tax positions related to prior years	-	(4)	(4)	(4)	-	(6)	-	(4)
Balance as of December 31, 2007	$ 272	$ 14	$ (12)	$ (17)	$ (1)	$ 38	$ 24	$ 16

FirstEnergy recognizes interest expense or income related to uncertain tax positions. That amount is computed by applying the applicable statutory interest rate to the difference between the tax position recognized and the amount previously taken or expected to be taken on the tax return. FirstEnergy includes net interest and penalties in the provision for income taxes. The reversal of accrued interest associated with the $161 million in recognized tax benefits favorably affected FirstEnergy's effective tax rate in 2009 by $56 million and an interest receivable of $11 million was removed from the accrued interest for uncertain tax positions. The reversal of accrued interest associated with the $56 million in recognized tax benefits favorably affected FirstEnergy's effective tax rate in 2008 by $12 million and an interest receivable of $4 million was removed from the accrued interest for uncertain tax positions. During the years ended December 31, 2009, 2008 and 2007, FirstEnergy recognized net interest expense (income) of approximately $(49) million, $2 million and $19 million, respectively. The net amount of interest accrued as of December 31, 2009 and 2008 was $21 million and $59 million, respectively.

The following table summarizes the net interest expense (income) recognized by FES and the Utilities for the three years ended December 31, 2009 and the cumulative net interest payable (receivable) as of December 31, 2009 and 2008:

	Net Interest Expense (Income) For the Years Ended December 31,			Net Interest Payable (Receivable) As of December 31,	
	2009	2008	2007	2009	2008
		(In millions)		*(In millions)*	
FES	$ (1)	$ -	$ -	$ 2	$ 1
OE	4	(4)	1	9	(9)
CEI	3	(2)	(1)	3	(7)
TE	-	-	-	1	(1)
JCP&L	(4)	1	1	1	11
Met-Ed	(2)	1	2	1	6
Penelec	(1)	2	-	1	6

FirstEnergy has tax returns that are under review at the audit or appeals level by the IRS and state tax authorities. All state jurisdictions are open from 2001-2008. The IRS began reviewing returns for the years 2001-2003 in July 2004 and several items were under appeal. In the fourth quarter of 2009, these items were settled at appeals and sent to Joint Committee on Taxation for final review. The federal audits for years 2004-2006 were completed in the third quarter of 2008 and several items are under appeal. The IRS began auditing the year 2007 in February 2007 under its Compliance Assurance Process program and was completed in the first quarter of 2009 with two items under appeal. The IRS began auditing the year 2008 in February 2008 and the audit is expected to close before December 2010. The 2009 tax year audit began in February 2009 and is not expected to close before December 2010. Management believes that adequate reserves have been recognized and final settlement of these audits is not expected to have a material adverse effect on FirstEnergy's financial condition or results of operations.

On July 13, 2007, FGCO completed a sale and leaseback transaction for its 93.825% undivided interest in Bruce Mansfield Unit 1, representing 779 MW of net demonstrated capacity (see Note 7). This transaction generated tax capital gains of approximately $815 million, all of which were offset by existing tax capital loss carryforwards. Accordingly, FirstEnergy reduced its tax loss carryforward valuation allowance in the third quarter of 2007, with a corresponding reduction to goodwill (see Note 2(E)).

FirstEnergy has pre-tax net operating loss carryforwards for state and local income tax purposes of approximately $1.044 billion, of which $194 million is expected to be utilized. The associated deferred tax assets are $11 million. These losses expire as follows:

Expiration Period	FE	FES	Penelec
		(In millions)	
2010-2014	$ 226	$ 16	$ -
2015-2019	8	-	-
2020-2024	523	23	200
2025-2028	287	65	-
	$ 1,044	$ 104	$ 200

General Taxes

Details of general taxes for the three years ended December 31, 2009 are shown below:

	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
2009								
Kilowatt-hour excise [(1)]	$ 224	$ 1	$ 84	$ 66	$ 24	$ 49	$ -	$ -
State gross receipts	171	14	15	-	-	-	78	63
Real and personal property	253	53	64	74	21	5	2	2
Social security and unemployment	90	14	8	5	3	9	5	6
Other	15	5	-	-	-	-	3	3
Total general taxes	$ 753	$ 87	$ 171	$ 145	$ 48	$ 63	$ 88	$ 74
2008								
Kilowatt-hour excise	$ 249	$ 1	$ 97	$ 70	$ 30	$ 51	$ -	$ -
State gross receipts	183	16	17	-	-	-	79	70
Real and personal property	240	53	61	67	19	5	3	2
Social security and unemployment	95	14	9	6	3	10	5	6
Other	11	4	2	-	-	1	(1)	2
Total general taxes	$ 778	$ 88	$ 186	$ 143	$ 52	$ 67	$ 86	$ 80
2007								
Kilowatt-hour excise	$ 250	$ 1	$ 99	$ 69	$ 29	$ 52	$ -	$ -
State gross receipts	175	18	17	-	-	-	73	66
Real and personal property	237	53	59	65	19	5	2	2
Social security and unemployment	87	14	8	6	3	9	5	5
Other	5	1	(2)	2	-	-	-	3
Total general taxes	$ 754	$ 87	$ 181	$ 142	$ 51	$ 66	$ 80	$ 76

(1) Kilowatt-hour excise tax for OE and TE includes a $7.1 million and $3.5 million adjustment, respectively, recognized in 2009 related to prior periods.

11. REGULATORY MATTERS

(A) RELIABILITY INITIATIVES

In 2005, Congress amended the FPA to provide for federally-enforceable mandatory reliability standards. The mandatory reliability standards apply to the bulk power system and impose certain operating, record-keeping and reporting requirements on the Utilities and ATSI. The NERC is charged with establishing and enforcing these reliability standards, although it has delegated day-to-day implementation and enforcement of its responsibilities to eight regional entities, including ReliabilityFirst Corporation. All of FirstEnergy's facilities are located within the ReliabilityFirst region. FirstEnergy actively participates in the NERC and ReliabilityFirst stakeholder processes, and otherwise monitors and manages its companies in response to the ongoing development, implementation and enforcement of the reliability standards.

FirstEnergy believes that it is in compliance with all currently-effective and enforceable reliability standards. Nevertheless, it is clear that the NERC, ReliabilityFirst and the FERC will continue to refine existing reliability standards as well as to develop and adopt new reliability standards. The financial impact of complying with new or amended standards cannot be determined at this time. However, the 2005 amendments to the FPA provide that all prudent costs incurred to comply with the new reliability standards be recovered in rates. Still, any future inability on FirstEnergy's part to comply with the reliability standards for its bulk power system could result in the imposition of financial penalties that could have a material adverse effect on its financial condition, results of operations and cash flows.

In April 2007, ReliabilityFirst performed a routine compliance audit of FirstEnergy's bulk-power system within the Midwest ISO region and found it to be in full compliance with all audited reliability standards. Similarly, in October 2008, ReliabilityFirst performed a routine compliance audit of FirstEnergy's bulk-power system within the PJM region and found it to be in full compliance with all audited reliability standards . Our MISO facilities are next due for the periodic audit by Reliability *First* later this year.

On December 9, 2008, a transformer at JCP&L's Oceanview substation failed, resulting in an outage on certain bulk electric system (transmission voltage) lines out of the Oceanview and Atlantic substations, with customers in the affected area losing power. Power was restored to most customers within a few hours and to all customers within eleven hours. On December 16, 2008, JCP&L provided preliminary information about the event to certain regulatory agencies, including the NERC. On March 31, 2009, the NERC initiated a Compliance Violation Investigation in order to determine JCP&L's contribution to the electrical event and to review any potential violation of NERC Reliability Standards associated with the event. The initial phase of the investigation required JCP&L to respond to the NERC's request for factual data about the outage. JCP&L submitted its written response on May 1, 2009. The NERC conducted on site interviews with personnel involved in responding to the event on June 16-17, 2009. On July 7, 2009, the NERC issued additional questions regarding the event and JCP&L replied as requested on August 6, 2009. JCP&L is not able at this time to predict what actions, if any, that the NERC may take based on the data submittals or interview results.

On June 5, 2009, FirstEnergy self-reported to Reliability *First* a potential violation of NERC Standard PRC-005 resulting from its inability to validate maintenance records for 20 protection system relays (out of approcimately 20,000 reportable relays) in JCP&L's and Penelec's transmission systems. These potential violations were discovered during a comprehensive field review of all FirstEnergy substations to verify equipment and maintenance database accuracy. FirstEnergy has completed all mitigation actions, including calibrations and maintenance records for the relays. Reliability *First* issued an Initial Notice of Alleged Violation on June 22, 2009. The NERC approved FirstEnergy's mitigation plan on August 19, 2009, and submitted it to the FERC for approval on August 19, 2009. FirstEnergy is not able at this time to predict what actions or penalties, if any, that Reliability *First* will propose for this self-reported violation.

(B) OHIO

On June 7, 2007, the Ohio Companies filed an application for an increase in electric distribution rates with the PUCO and, on August 6, 2007, updated their filing. On January 21, 2009, the PUCO granted the Ohio Companies' application in part to increase electric distribution rates by $136.6 million (OE - $68.9 million, CEI - $29.2 million and TE - $38.5 million). These increases went into effect for OE and TE on January 23, 2009, and for CEI on May 1, 2009. Applications for rehearing of this order were filed by the Ohio Companies and one other party on February 20, 2009. The PUCO granted these applications for rehearing on March 18, 2009 for the purpose of further consideration. The PUCO has not yet issued a substantive Entry on Rehearing.

SB221, which became effective on July 31, 2008, required all electric utilities to file an ESP, and permitted the filing of an MRO. On July 31, 2008, the Ohio Companies filed with the PUCO a comprehensive ESP and a separate MRO. The PUCO denied the MRO application; however, the PUCO later granted the Ohio Companies' application for rehearing for the purpose of further consideration of the matter. The PUCO has not yet issued a substantive Entry on Rehearing. The ESP proposed to phase in new generation rates for customers beginning in 2009 for up to a three-year period and resolve the Ohio Companies' collection of fuel costs deferred in 2006 and 2007, and the distribution rate request described above. In response to the PUCO's December 19, 2008 order, which significantly modified and approved the ESP as modified, the Ohio Companies notified the PUCO that they were withdrawing and terminating the ESP application in addition to continuing their rate plan then in effect as allowed by the terms of SB221. On December 31, 2008, the Ohio Companies conducted a CBP for the procurement of electric generation for retail customers from January 5, 2009 through March 31, 2009. The average winning bid price was equivalent to a retail rate of 6.98 cents per KWH. The power supply obtained through this process provided generation service to the Ohio Companies' retail customers who chose not to shop with alternative suppliers. On January 9, 2009, the Ohio Companies requested the implementation of a new fuel rider to recover the costs resulting from the December 31, 2008 CBP. The PUCO ultimately approved the Ohio Companies' request for a new fuel rider to recover increased costs resulting from the CBP but denied OE's and TE's request to continue collecting RTC and denied the request to allow the Ohio Companies to continue collections pursuant to the two existing fuel riders. The new fuel rider recovered the increased purchased power costs for OE and TE, and recovered a portion of those costs for CEI, with the remainder being deferred for future recovery.

On January 29, 2009, the PUCO ordered its Staff to develop a proposal to establish an ESP for the Ohio Companies. On February 19, 2009, the Ohio Companies filed an Amended ESP application, including an attached Stipulation and Recommendation that was signed by the Ohio Companies, the Staff of the PUCO, and many of the intervening parties. Specifically, the Amended ESP provided that generation would be provided by FES at the average wholesale rate of the CBP process described above for April and May 2009 to the Ohio Companies for their non-shopping customers; for the period of June 1, 2009 through May 31, 2011, retail generation prices would be based upon the outcome of a descending clock CBP on a slice-of-system basis. The Amended ESP further provided that the Ohio Companies will not seek a base distribution rate increase, subject to certain exceptions, with an effective date of such increase before January 1, 2012, that CEI would agree to write-off approximately $216 million of its Extended RTC regulatory asset, and that the Ohio Companies would collect a delivery service improvement rider at an overall average rate of $.002 per KWH for the period of April 1, 2009 through December 31, 2011. The Amended ESP also addressed a number of other issues, including but not limited to, rate design for various customer classes, and resolution of the prudence review and the collection of deferred costs that were approved in prior proceedings. On February 26, 2009, the Ohio Companies filed a Supplemental Stipulation, which was signed or not opposed by virtually all of the parties to the proceeding, that supplemented and modified certain provisions of the February 19, 2009 Stipulation and Recommendation. Specifically, the Supplemental Stipulation modified the provision relating to governmental aggregation and the Generation Service Uncollectible Rider, provided further detail on the allocation of the economic development funding contained in the Stipulation and Recommendation, and proposed additional provisions related to the collaborative process for the development of energy efficiency programs, among other provisions. The PUCO adopted and approved certain aspects of the Stipulation and Recommendation on March 4, 2009, and adopted and approved the remainder of the Stipulation and Recommendation and Supplemental Stipulation without modification on March 25, 2009. Certain aspects of the Stipulation and Recommendation and Supplemental Stipulation took effect on April 1, 2009 while the remaining provisions took effect on June 1, 2009.

The CBP auction occurred on May 13-14, 2009, and resulted in a weighted average wholesale price for generation and transmission of 6.15 cents per KWH. The bid was for a single, two-year product for the service period from June 1, 2009 through May 31, 2011. FES participated in the auction, winning 51% of the tranches (one tranche equals one percent of the load supply). Subsequent to the signing of the wholesale contracts, four winning bidders reached separate agreements with FES with the result that FES is now responsible for providing 77% of the Ohio Companies’ total load supply. The results of the CBP were accepted by the PUCO on May 14, 2009. FES has also separately contracted with numerous communities to provide retail generation service through governmental aggregation programs.

On July 27, 2009, the Ohio Companies filed applications with the PUCO to recover three different categories of deferred distribution costs on an accelerated basis. In the Ohio Companies' Amended ESP, the PUCO approved the recovery of these deferrals, with collection originally set to begin in January 2011 and to continue over a 5 or 25 year period. The principal amount plus carrying charges through August 31, 2009 for these deferrals totaled $305.1 million. The applications were approved by the PUCO on August 19, 2009. Recovery of this amount, together with carrying charges calculated as approved in the Amended ESP, commenced on September 1, 2009, and will be collected in the 18 non-summer months from September 2009 through May 2011, subject to reconciliation until fully collected, with $165 million of the above amount being recovered from residential customers, and $140.1 million being recovered from non-residential customers.

SB221 also requires electric distribution utilities to implement energy efficiency programs. Under the provisions of SB221, the Ohio Companies are required to achieve a total annual energy savings equivalent of approximately 166,000 MWH in 2009, 290,000 MWH in 2010, 410,000 MWH in 2011, 470,000 MWH in 2012 and 530,000 MWH in 2013, with additional savings required through 2025. Utilities are also required to reduce peak demand in 2009 by 1%, with an additional .75% reduction each year thereafter through 2018. The PUCO may amend these benchmarks in certain, limited circumstances, and the Ohio Companies have filed an application with the PUCO seeking such amendments. As discussed below, on January 7, 2010, the PUCO amended the 2009 energy efficiency benchmarks to zero, contingent upon the Ohio Companies meeting the revised benchmarks in a period of not more than three years. The PUCO has not yet acted upon the application seeking a reduction of the peak demand reduction requirements. The Ohio Companies are presently involved in collaborative efforts related to energy efficiency, including filing applications for approval with the PUCO, as well as other implementation efforts arising out of the Supplemental Stipulation. On December 15, 2009, the Ohio Companies filed the required three year portfolio plan seeking approval for the programs they intend to implement to meet the energy efficiency and peak demand reduction requirements for the 2010-2012 period. The PUCO has set the matter for hearing on March 2, 2010. The Ohio Companies expect that all costs associated with compliance will be recoverable from customers.

In October 2009, the PUCO issued additional Entries on Rehearing, modifying certain of its previous rules that set out the manner in which electric utilities, including the Ohio Companies, will be required to comply with benchmarks contained in SB221 related to the employment of alternative energy resources, energy efficiency/peak demand reduction programs as well as greenhouse gas reporting requirements and changes to long term forecast reporting requirements. Applications for rehearing filed in mid-November 2009 were granted on December 9, 2009 for the sole purpose of further consideration of the matters raised in those applications. The PUCO has not yet issued a substantive Entry on Rehearing. The rules implementing the requirements of SB221 went into effect on December 10, 2009. The rules set out the manner in which electric utilities, including the Ohio Companies, will be required to comply with benchmarks contained in SB221 related to the employment of alternative energy resources, energy efficiency/peak demand reduction programs as well as greenhouse gas reporting requirements and carbon dioxide control planning requirements and changes to long term forecast reporting requirements. The rules severely restrict the types of renewable energy resources energy efficiency and peak reduction programs that may be included toward meeting the statutory goals, which is expected to increase the cost of compliance for the Ohio Companies' customers. As a result of the rules going into effect in December 2009, and the PUCO’s failure to address certain energy efficiency applications submitted by the Ohio Companies throughout the year and the PUCO’s directive to postpone the launch of a PUCO-approved energy efficiency program, the Ohio Companies, on October 27, 2009, submitted an application to amend their 2009 statutory energy efficiency benchmarks to zero. On January 7, 2010, the PUCO issued an Order granting the Companies’ request to amend the energy efficiency benchmarks.

Additionally under SB221, electric utilities and electric service companies are required to serve part of their load from renewable energy resources equivalent to 0.25% of the KWH they serve in 2009. In August and October 2009, the Ohio Companies conducted RFPs to secure RECs. The RFPs sought renewable energy RECs, including solar RECs and RECs generated in Ohio in order to meet the Ohio Companies' alternative energy requirements set forth in SB221. The RECs acquired through these two RFPs will be used to help meet the renewable energy requirements established under SB221 for 2009, 2010 and 2011. On December 7, 2009, the Ohio Companies filed an application with the PUCO seeking a force majeure determination regarding the Ohio Companies’ compliance with the 2009 solar energy resources benchmark, and seeking a reduction in the benchmark. The PUCO has not yet ruled on that application.

On October 20, 2009, the Ohio Companies filed an MRO to procure electric generation service for the period beginning June 1, 2011. The proposed MRO would establish a CBP to secure generation supply for customers who do not shop with an alternative supplier and would be similar, in all material respects, to the CBP conducted in May 2009 in that it would procure energy, capacity and certain transmission services on a slice of system basis. Enhancements to the May 2009 CBP, the MRO would include multiple bidding sessions and multiple products with different delivery periods for generation supply features which are designed to reduce potential price volatility and reduce supplier risk and encourage bidder participation. A technical conference was held on October 29, 2009. Hearings took place in December and the matter has been fully briefed. Pursuant to SB221, the PUCO has 90 days from the date of the application to determine whether the MRO meets certain statutory requirements. Although the Ohio Companies requested a PUCO determination by January 18, 2010, on February 3, 2010, the PUCO announced that its determination would be delayed. Under a determination that such statutory requirements are met, the Ohio Companies would be able to implement the MRO and conduct the CBP.

(C) PENNSYLVANIA

Met-Ed and Penelec purchase a portion of their PLR and default service requirements from FES through a fixed-price partial requirements wholesale power sales agreement. The agreement allows Met-Ed and Penelec to sell the output of NUG energy to the market and requires FES to provide energy at fixed prices to replace any NUG energy sold to the extent needed for Met-Ed and Penelec to satisfy their PLR and default service obligations.

On February 20, 2009, Met-Ed and Penelec filed with the PPUC a generation procurement plan covering the period January 1, 2011 through May 31, 2013. The plan is designed to provide adequate and reliable service via a prudent mix of long-term, short-term and spot market generation supply, as required by Act 129. The plan proposed a staggered procurement schedule, which varies by customer class, through the use of a descending clock auction. On August 12, 2009, Met-Ed and Penelec filed a settlement agreement with the PPUC for the generation procurement plan covering the period January 1, 2011, through May 31, 2013, reflecting the settlement on all but two issues. The settlement plan proposes a staggered procurement schedule, which varies by customer class. On September 2, 2009, the ALJ issued a Recommended Decision (RD) approving the settlement and adopted the Met-Ed and Penelec’s positions on two reserved issues. On November 6, 2009, the PPUC entered an Order approving the settlement and finding in favor of Met-Ed and Penelec on the two reserved issues. Generation procurement began in January 2010.

On May 22, 2008, the PPUC approved Met-Ed and Penelec annual updates to the TSC rider for the period June 1, 2008, through May 31, 2009. The TSCs included a component for under-recovery of actual transmission costs incurred during the prior period (Met-Ed - $144 million and Penelec - $4 million) and transmission cost projections for June 2008 through May 2009 (Met-Ed - $258 million and Penelec - $92 million). Met-Ed received PPUC approval for a transition approach that would recover past under-recovered costs plus carrying charges through the new TSC over thirty-one months and defer a portion of the projected costs ($92 million) plus carrying charges for recovery through future TSCs by December 31, 2010. Various intervenors filed complaints against those filings. In addition, the PPUC ordered an investigation to review the reasonableness of Met-Ed's TSC, while at the same time allowing Met-Ed to implement the rider June 1, 2008, subject to refund. On July 15, 2008, the PPUC directed the ALJ to consolidate the complaints against Met-Ed with its investigation and a litigation schedule was adopted. Hearings and briefing for both Met-Ed and Penelec have concluded. On August 11, 2009, the ALJ issued a Recommended Decision to the PPUC approving Met-Ed's and Penelec's TSCs as filed and dismissing all complaints. Exceptions by various interveners were filed and reply exceptions were filed by Met-Ed and Penelec. On January 28, 2010, the PPUC adopted a motion which denies the recovery of marginal transmission losses through the TSC for the period of June 1, 2007 through March 31, 2008, and instructs Met-Ed and Penelec to work with the parties and file a petition to retain any over-collection, with interest, until 2011 for the purpose of providing mitigation of future rate increases starting in 2011 for their customers. Met-Ed and Penelec are now awaiting an order, which is expected to be consistent with the motion. If so, Met-Ed and Penelec plan to appeal such a decision to the Commonwealth Court of Pennsylvania. Although the ultimate outcome of this matter cannot be determined at this time, it is the belief of the companies that they should prevail in any such appeal and therefore expect to fully recover the approximately $170.5 million ($138.7 million for Met-Ed and $31.8 million for Penelec) in marginal transmission losses for the period prior to January 1, 2011.

On May 28, 2009, the PPUC approved Met-Ed's and Penelec's annual updates to their TSC rider for the period June 1, 2009 through May 31, 2010 subject to the outcome of the proceeding related to the 2008 TSC filing described above, as required in connection with the PPUC's January 2007 rate order. For Penelec's customers the new TSC resulted in an approximate 1% decrease in monthly bills, reflecting projected PJM transmission costs as well as a reconciliation for costs already incurred. The TSC for Met-Ed's customers increased to recover the additional PJM charges paid by Met-Ed in the previous year and to reflect updated projected costs. In order to gradually transition customers to the higher rate, the PPUC approved Met-Ed's proposal to continue to recover the prior period deferrals allowed in the PPUC's May 2008 Order and defer $57.5 million of projected costs to a future TSC to be fully recovered by December 31, 2010. Under this proposal, monthly bills for Met-Ed's customers would increase approximately 9.4% for the period June 2009 through May 2010.

Act 129 became effective in 2008 and addresses issues such as: energy efficiency and peak load reduction; generation procurement; time-of-use rates; smart meters; and alternative energy. Among other things Act 129 requires utilities to file with the PPUC an energy efficiency and peak load reduction plan by July 1, 2009, setting forth the utilities' plans to reduce energy consumption by a minimum of 1% and 3% by May 31, 2011 and May 31, 2013, respectively, and to reduce peak demand by a minimum of 4.5% by May 31, 2013. On July 1, 2009, Met-Ed, Penelec, and Penn filed EE&C Plans with the PPUC in accordance with Act 129. The Pennsylvania Companies submitted a supplemental filing on July 31, 2009, to revise the Total Resource Cost test items in the EE&C Plans pursuant to the PPUC's June 23, 2009 Order. Following an evidentiary hearing and briefing, the Pennsylvania Companies filed revised EE&C Plans on September 21, 2009. In an October 28, 2009 Order, the PPUC approved in part, and rejected in part, the Pennsylvania Companies' filing. Following additional filings related to the plans, including modifications as required by the PPUC, the PPUC issued an order on January 28, 2010, approving, in part, and rejecting, in part the Pennsylvania Companies' modified plans. The Pennsylvania Companies filed final plans and tariff revisions on February 5, 2010 consistent with the minor revisions required by the PPUC. The PPUC must approve or reject the plans within 60 days.

Act 129 also required utilities to file by August 14, 2009 with the PPUC smart meter technology procurement and installation plan to provide for the installation of smart meter technology within 15 years. On August 14, 2009, Met-Ed, Penelec and Penn jointly filed a Smart Meter Technology Procurement and Installation Plan. Consistent with the PPUC's rules, this plan proposes a 24-month assessment period in which the Pennsylvania Companies will assess their needs, select the necessary technology, secure vendors, train personnel, install and test support equipment, and establish a cost effective and strategic deployment schedule, which currently is expected to be completed in fifteen years. Met-Ed, Penelec and Penn estimate assessment period costs at approximately $29.5 million, which the Pennsylvania Companies, in their plan, proposed to recover through an automatic adjustment clause. A Technical Conference and evidentiary hearings were held in November 2009. Briefs were filed on December 11, 2009, and Reply Briefs were filed on December 31, 2009. An Initial Decision was issued by the presiding ALJ on January 28, 2010. The ALJ's Initial Decision approved the Smart Meter Plan as modified by the ALJ, including: ensuring that the smart meters to be deployed include the capabilities listed in the PPUC's Implementation Order; eliminating the provision of interest in the 1307(e) reconciliation; providing for the recovery of reasonable and prudent costs minus resulting savings from installation and use of smart meters; and reflecting that administrative start-up costs be expensed and the costs incurred for research and development in the assessment period be capitalized. Exceptions are due on February 17, 2010, and Reply Exceptions are due on March 1. The Pennsylvania Companies expect the PPUC to act on the plans in early 2010.

Legislation addressing rate mitigation and the expiration of rate caps has been introduced in the legislative session that ended in 2008; several bills addressing these issues were introduced in the 2009 legislative session. The final form and impact of such legislation is uncertain.

On February 26, 2009, the PPUC approved a Voluntary Prepayment Plan requested by Met-Ed and Penelec that provides an opportunity for residential and small commercial customers to prepay an amount on their monthly electric bills during 2009 and 2010. Customer prepayments earn interest at 7.5% and will be used to reduce electricity charges in 2011 and 2012.

On March 31, 2009, Met-Ed and Penelec submitted their 5-year NUG Statement Compliance filing to the PPUC in accordance with their 1998 Restructuring Settlement. Met-Ed proposed to reduce its CTC rate for the residential class with a corresponding increase in the generation rate and the shopping credit, and Penelec proposed to reduce its CTC rate to zero for all classes with a corresponding increase in the generation rate and the shopping credit. While these changes would result in additional annual generation revenue (Met-Ed - $27 million and Penelec - $59 million), overall rates would remain unchanged. On July 30, 2009, the PPUC entered an order approving the 5-year NUG Statement, approving the reduction of the CTC, and directing Met-Ed and Penelec to file a tariff supplement implementing this change. On July 31, 2009, Met-Ed and Penelec filed tariff supplements decreasing the CTC rate in compliance with the July 30, 2009 order, and increasing the generation rate in compliance with the Pennsylvania Companies' Restructuring Orders of 1998. On August 14, 2009, the PPUC issued Secretarial Letters approving Met-Ed and Penelec's compliance filings.

By Tentative Order entered September 17, 2009, the PPUC provided for an additional 30-day comment period on whether "the Restructuring Settlement allows NUG over-collection for select and isolated months to be used to reduce non-NUG stranded costs when a cumulative NUG stranded cost balance exists." In response to the Tentative Order, the Office of Small Business Advocate, Office of Consumer Advocate, York County Solid Waste and Refuse Authority, ARIPPA, the Met-Ed Industrial Users Group and Penelec Industrial Customer Alliance filed comments objecting to the above accounting method utilized by Met-Ed and Penelec. Met-Ed and Penelec filed reply comments on October 26, 2009. On November 5, 2009, the PPUC issued a Secretarial Letter allowing parties to file reply comments to Met-Ed and Penelec's reply comments by November 16, 2009, and reply comments were filed by the Office of Consumer Advocate, ARIPPA, and the Met-Ed Industrial Users Group and Penelec Industrial Customer Alliance. Met-Ed and Penelec are awaiting further action by the PPUC.

On February 8, 2010, Penn filed with the PPUC a generation procurement plan covering the period June 1, 2011 through May 31, 2013. The plan is designed to provide adequate and reliable service via a prudent mix of long-term, short-term and spot market generation supply, as required by Act 129. The plan proposed a staggered procurement schedule, which varies by customer class, through the use of a descending clock auction. The PPUC is required to issue an order on the plan no later than November 8, 2010.

(D) NEW JERSEY

JCP&L is permitted to defer for future collection from customers the amounts by which its costs of supplying BGS to non-shopping customers, costs incurred under NUG agreements, and certain other stranded costs, exceed amounts collected through BGS and NUGC rates and market sales of NUG energy and capacity. As of December 30, 2009, the accumulated deferred cost balance totaled approximately $98 million.

In accordance with an April 28, 2004 NJBPU order, JCP&L filed testimony on June 7, 2004, supporting continuation of the current level and duration of the funding of TMI-2 decommissioning costs by New Jersey customers without a reduction, termination or capping of the funding. TMI-2 is a retired nuclear facility owned by JCP&L. On September 30, 2004, JCP&L filed an updated TMI-2 decommissioning study. This study resulted in an updated total decommissioning cost estimate of $729 million (in 2003 dollars) compared to the estimated $528 million (in 2003 dollars) from the prior 1995 decommissioning study. The DPA filed comments on February 28, 2005 requesting that decommissioning funding be suspended. On March 18, 2005, JCP&L filed a response to those comments. JCP&L responded to additional NJBPU staff discovery requests in May and November 2007 and also submitted comments in the proceeding in November 2007. A schedule for further NJBPU proceedings has not yet been set. On March 13, 2009, JCP&L filed its annual SBC Petition with the NJBPU that includes a request for a reduction in the level of recovery of TMI-2 decommissioning costs based on an updated TMI-2 decommissioning cost analysis dated January 2009. This matter is currently pending before the NJBPU.

New Jersey statutes require that the state periodically undertake a planning process, known as the EMP, to address energy related issues including energy security, economic growth, and environmental impact. The EMP is to be developed with involvement of the Governor's Office and the Governor's Office of Economic Growth, and is to be prepared by a Master Plan Committee, which is chaired by the NJBPU President and includes representatives of several State departments.

- The EMP was issued on October 22, 2008, establishing five major goals:
- maximize energy efficiency to achieve a 20% reduction in energy consumption by 2020;

- reduce peak demand for electricity by 5,700 MW by 2020;
- meet 30% of the state's electricity needs with renewable energy by 2020;
- examine smart grid technology and develop additional cogeneration and other generation resources consistent with the state's greenhouse gas targets; and
- invest in innovative clean energy technologies and businesses to stimulate the industry's growth in New Jersey.

On January 28, 2009, the NJBPU adopted an order establishing the general process and contents of specific EMP plans that must be filed by New Jersey electric and gas utilities in order to achieve the goals of the EMP. Such utility specific plans are due to be filed with the NJBPU by July 1, 2010. At this time, FirstEnergy and JCP&L cannot determine the impact, if any, the EMP may have on their business or operations.

In support of former New Jersey Governor Corzine's Economic Assistance and Recovery Plan, JCP&L announced a proposal to spend approximately $98 million on infrastructure and energy efficiency projects in 2009. Under the proposal, an estimated $40 million would be spent on infrastructure projects, including substation upgrades, new transformers, distribution line re-closers and automated breaker operations. In addition, approximately $34 million would be spent implementing new demand response programs as well as expanding on existing programs. Another $11 million would be spent on energy efficiency, specifically replacing transformers and capacitor control systems and installing new LED street lights. The remaining $13 million would be spent on energy efficiency programs that would complement those currently being offered. The project relating to expansion of the existing demand response programs was approved by the NJBPU on August 19, 2009, and implementation began in 2009. Approval for the $11 million project related to energy efficiency programs intended to complement those currently being offered was denied by the NJBPU on December 1, 2009. Implementation of the remaining projects is dependent upon resolution of regulatory issues between the NJBPU and JCP&L including recovery of the costs associated with the proposal.

On February 11, 2010, S&P downgraded the senior unsecured debt of FirstEnergy Corp. to BB+. As a result, pursuant to the requirements of a pre-existing NJBPU order, JCP&L filed, on February 17, 2010 a plan addressing the mitigation of any effect of the downgrade and which provided an assessment of present and future liquidity necessary to assure JCP&L's continued payment to BGS suppliers. The order also provides that the NJBPU should: 1) within 10 days of that filing, hold a public hearing to review the plan and consider the available options and 2) within 30 days of that filing issue an order with respect to the matter. At this time, the public hearing has not been scheduled and FirstEnergy and JCP&L cannot determine the impact, if any, these proceedings will have on their operations.

(E) FERC MATTERS

Transmission Service between MISO and PJM

On November 18, 2004, the FERC issued an order eliminating the through and out rate for transmission service between the MISO and PJM regions. The FERC's intent was to eliminate multiple transmission charges for a single transaction between the MISO and PJM regions. The FERC also ordered MISO, PJM and the transmission owners within MISO and PJM to submit compliance filings containing a rate mechanism to recover lost transmission revenues created by elimination of this charge (referred to as the Seams Elimination Cost Adjustment or SECA) during a 16-month transition period. The FERC issued orders in 2005 setting the SECA for hearing. The presiding judge issued an initial decision on August 10, 2006, rejecting the compliance filings made by MISO, PJM and the transmission owners, and directing new compliance filings. This decision is subject to review and approval by the FERC. A final order is pending before the FERC, and in the meantime, FirstEnergy affiliates have been negotiating and entering into settlement agreements with other parties in the docket to mitigate the risk of lower transmission revenue collection associated with an adverse order. On September 26, 2008, the MISO and PJM transmission owners filed a motion requesting that the FERC approve the pending settlements and act on the initial decision. On November 20, 2008, FERC issued an order approving uncontested settlements, but did not rule on the initial decision. On December 19, 2008, an additional order was issued approving two contested settlements. On October 29, 2009, FirstEnergy, with another Company, filed an additional settlement agreement with FERC to resolve their outstanding claims. FirstEnergy is actively pursuing settlement agreements with other parties to the case. On December 8, 2009, certain parties sought a writ of mandamus from the DC Circuit Court of Appeals directing FERC to issue an order on the Initial Decision. The Court agreed to hold this matter in abeyance based upon FERC's representation to use good faith efforts to issue a substantive ruling on the initial decision no later than May 27, 2010. If FERC fails to act, the case will be submitted for briefing in June. This matter is pending in the Court and the outcome cannot be predicted.

PJM Transmission Rate

On January 31, 2005, certain PJM transmission owners made filings with the FERC pursuant to a settlement agreement previously approved by the FERC. JCP&L, Met-Ed and Penelec were parties to that proceeding and joined in two of the filings. In the first filing, the settling transmission owners submitted a filing justifying continuation of their existing rate design within the PJM RTO. Hearings were held and numerous parties appeared and litigated various issues concerning PJM rate design, notably AEP, which proposed to create a "postage stamp," or average rate for all high voltage transmission facilities across PJM and a zonal transmission rate for facilities below 345 kV. AEP's proposal would have the effect of shifting recovery of the costs of high voltage transmission lines to other transmission zones, including those where JCP&L, Met-Ed, and Penelec serve load. On April 19, 2007, the FERC issued an order (Opinion 494) finding that the PJM transmission owners' existing "license plate" or zonal rate design was just and reasonable and ordered that the current license plate rates for existing transmission facilities be retained. On the issue of rates for new transmission facilities, the FERC directed that costs for new transmission facilities that are rated at 500 kV or higher are to be collected from all transmission zones throughout the PJM footprint by means of a postage-stamp rate. Costs for new transmission facilities that are rated at less than 500 kV, however, are to be allocated on a "beneficiary pays" basis. The FERC found that PJM's current beneficiary-pays cost allocation methodology is not sufficiently detailed and, in a related order that also was issued on April 19, 2007, directed that hearings be held for the purpose of establishing a just and reasonable cost allocation methodology for inclusion in PJM's tariff.

On May 18, 2007, certain parties filed for rehearing of the FERC's April 19, 2007 order. On January 31, 2008, the requests for rehearing were denied. On February 11, 2008, the FERC's April 19, 2007, and January 31, 2008, orders were appealed to the federal Court of Appeals for the D.C. Circuit. The Illinois Commerce Commission, the PUCO and another party have also appealed these orders to the Seventh Circuit Court of Appeals. The appeals of these parties and others have been consolidated for argument in the Seventh Circuit. The Seventh Circuit Court of Appeals issued a decision on August 6, 2009, that remanded the rate design to FERC and denied the appeal. A request for rehearing and rehearing en banc by two Companies was denied by the Seventh Circuit on October 20, 2009. On October 28, 2009, the Seventh Circuit closed its case dockets and returned the case to FERC for further action on the remand order. In an order dated January 21, 2010, FERC set the matter for "paper hearings" – meaning that FERC called for parties to submit comments or written testimony pursuant to the schedule described in the order. FERC identified nine separate issues for comments, and directed PJM to file the first round of comments on February 22, 2010, with other parties submitting responsive comments on April 8, 2010 and May 10, 2010.

The FERC's orders on PJM rate design prevented the allocation of a portion of the revenue requirement of existing transmission facilities of other utilities to JCP&L, Met-Ed and Penelec. In addition, the FERC's decision to allocate the cost of new 500 kV and above transmission facilities on a PJM-wide basis reduces the cost of future transmission to be recovered from the JCP&L, Met-Ed and Penelec zones. A partial settlement agreement addressing the "beneficiary pays" methodology for below 500 kV facilities, but excluding the issue of allocating new facilities costs to merchant transmission entities, was filed on September 14, 2007. The agreement was supported by the FERC's Trial Staff, and was certified by the Presiding Judge to the FERC. On July 29, 2008, the FERC issued an order conditionally approving the settlement. On November 14, 2008, PJM submitted revisions to its tariff to incorporate cost responsibility assignments for below 500 kV upgrades included in PJM's Regional Transmission Expansion Planning process in accordance with the settlement. The remaining merchant transmission cost allocation issues were the subject of a hearing at the FERC in May 2008. On November 19, 2009, FERC issued Opinion 503 agreeing that RTEP costs should be allocated on a pro-rata basis to merchant transmission companies. On December 22, 2009, a request for a rehearing of FERC's Opinion No. 503 was made. On January 19, 2010, FERC issued a procedural order noting that FERC would address the rehearing requests in a future order.

RTO Consolidation

On August 17, 2009, FirstEnergy filed an application with the FERC requesting to consolidate its transmission assets and operations into PJM. Currently, FirstEnergy's transmission assets and operations are divided between PJM and MISO. The consolidation would make the transmission assets that are part of ATSI, whose footprint includes the Ohio Companies and Penn, part of PJM. Most of FirstEnergy's transmission assets in Pennsylvania and all of the transmission assets in New Jersey already operate as a part of PJM. Key elements of the filing include a "Fixed Resource Requirement Plan" (FRR Plan) that describes the means whereby capacity will be procured and administered as necessary to satisfy the PJM capacity requirements for the 2011-12 and 2012-13 delivery years; and also a request that ATSI's transmission customers be excused from the costs for regional transmission projects that were approved through PJM's RTEP process prior to ATSI's entry into PJM (legacy RTEP costs). Subject to satisfactory outcomes in the FERC dockets, the integration is expected to be complete on June 1, 2011, to coincide with delivery of power under the next competitive generation procurement process for the Ohio Companies. To ensure a definitive ruling at the same time FERC rules on its request to integrate ATSI into PJM, on October 19, 2009, FirstEnergy filed a related complaint with FERC on the issue of exempting the ATSI footprint from the legacy RTEP costs.

On September 4, 2009, the PUCO opened a case to take comments from Ohio's stakeholders regarding the RTO consolidation. FirstEnergy filed extensive comments in the PUCO case on September 25, 2009, and reply comments on October 13, 2009, and attended a public meeting on September 15, 2009 to answer questions regarding the RTO consolidation. Several parties have intervened in the regulatory dockets at the FERC and at the PUCO. Certain interveners have commented and protested particular elements of the proposed RTO consolidation, including an exit fee to MISO, integration costs to PJM, and cost-allocations of future transmission upgrades in PJM and MISO.

On December 17, 2009, FERC issued an order approving, subject to certain future compliance filings, ATSI's move to PJM. FirstEnergy's request to be exempted from legacy RTEP costs was rejected and its complaint dismissed.

On December 17, 2009, ATSI executed the PJM Consolidated Transmission Owners Agreement. On December 18, 2009, the Ohio companies and Penn executed the PJM Operating Agreement and the PJM Reliability Assurance Agreement. Execution of these agreements committed ATSI and the Ohio Companies and Penn's load to moving into PJM on the schedule approved in the FERC Order.

On January 15, 2010, the Ohio Companies and Penn submitted a compliance filing describing the process whereby ATSI-zone load serving entities (LSEs) can "opt out" of the Ohio Companies' and Penn's proposed capacity plan for the 2011-12 and 2012-13 delivery years. On January 16, 2010, FirstEnergy filed for clarification or rehearing of certain issues associated with implementing the FRR auctions on the proposed schedule. On January 19, 2010, FirstEnergy filed for rehearing of FERC's decision to impose the legacy RTEP costs on ATSI's transmission customers. Also on January 19, 2010, several parties, including the PUCO and the OCC asked for rehearing of parts of FERC's order. None of the rehearing parties asked FERC to rescind authorization for ATSI to enter PJM. Instead, parties focused on questions of cost and cost allocation or on alleged errors in implementing the move. On February 3, 2010, FirstEnergy filed an answer to the January 19, 2010, rehearing requests of other parties. On February 16, 2010, FirstEnergy submitted a second compliance filing to FERC; the filing describes communications protocols and performance deficiency penalties for capacity suppliers that are taken in FRR auctions.

FirstEnergy will conduct FRR auctions on March 15-19, 2010, for the 2011-12 and 2012-13 delivery years, and will participate in PJM's next base residual auction for capacity resources for the 2013-2014 delivery years. FirstEnergy expects to integrate into PJM effective June 1, 2011.

Changes ordered for PJM Reliability Pricing Model (RPM) Auction

On May 30, 2008, a group of PJM load-serving entities, state commissions, consumer advocates, and trade associations (referred to collectively as the RPM Buyers) filed a complaint at the FERC against PJM alleging that three of the four transitional RPM auctions yielded prices that are unjust and unreasonable under the Federal Power Act. On September 19, 2008, the FERC denied the RPM Buyers' complaint. On December 12, 2008, PJM filed proposed tariff amendments that would adjust slightly the RPM program. PJM also requested that the FERC conduct a settlement hearing to address changes to the RPM and suggested that the FERC should rule on the tariff amendments only if settlement could not be reached in January 2009. The request for settlement hearings was granted. Settlement had not been reached by January 9, 2009 and, accordingly, FirstEnergy and other parties submitted comments on PJM's proposed tariff amendments. On January 15, 2009, the Chief Judge issued an order terminating settlement discussions. On February 9, 2009, PJM and a group of stakeholders submitted an offer of settlement, which used the PJM December 12, 2008 filing as its starting point, and stated that unless otherwise specified, provisions filed by PJM on December 12, 2008 apply.

On March 26, 2009, the FERC accepted in part, and rejected in part, tariff provisions submitted by PJM, revising certain parts of its RPM. It ordered changes included making incremental improvements to RPM and clarification on certain aspects of the March 26, 2009 Order. On April 27, 2009, PJM submitted a compliance filing addressing the changes the FERC ordered in the March 26, 2009 Order; subsequently, numerous parties filed requests for rehearing of the March 26, 2009 Order. On June 18, 2009, the FERC denied rehearing and request for oral argument of the March 26, 2009 Order.

PJM has reconvened the Capacity Market Evolution Committee (CMEC) and has scheduled a CMEC Long-Term Issues Symposium to address near-term changes directed by the March 26, 2009 Order and other long-term issues not addressed in the February 2009 settlement. PJM made a compliance filing on September 1, 2009, incorporating tariff changes directed by the March 26, 2009 Order. The tariff changes were approved by the FERC in an order issued on October 30, 2009, and are effective November 1, 2009. The CMEC continues to work to address additional compliance items directed by the March 26, 2009 Order. On December 1, 2009, PJM informed FERC that PJM would file a scarcity-pricing design with FERC on April 1, 2010.

MISO Resource Adequacy Proposal

MISO made a filing on December 28, 2007 that would create an enforceable planning reserve requirement in the MISO tariff for load-serving entities such as the Ohio Companies, Penn and FES. This requirement was proposed to become effective for the planning year beginning June 1, 2009. The filing would permit MISO to establish the reserve margin requirement for load-serving entities based upon a one day loss of load in ten years standard, unless the state utility regulatory agency establishes a different planning reserve for load-serving entities in its state. FirstEnergy believes the proposal promotes a mechanism that will result in commitments from both load-serving entities and resources, including both generation and demand side resources that are necessary for reliable resource adequacy and planning in the MISO footprint. The FERC conditionally approved MISO's Resource Adequacy proposal on March 26, 2008. On June 25, 2008, MISO submitted a second compliance filing establishing the enforcement mechanism for the reserve margin requirement which establishes deficiency payments for load-serving entities that do not meet the resource adequacy requirements. Numerous parties, including FirstEnergy, protested this filing.

On October 20, 2008, the FERC issued three orders essentially permitting the MISO Resource Adequacy program to proceed with some modifications. First, the FERC accepted MISO's financial settlement approach for enforcement of Resource Adequacy subject to a compliance filing modifying the cost of new entry penalty. Second, the FERC conditionally accepted MISO's compliance filing on the qualifications for purchased power agreements to be capacity resources, load forecasting, loss of load expectation, and planning reserve zones. Additional compliance filings were directed on accreditation of load modifying resources and price responsive demand. Finally, the FERC largely denied rehearing of its March 26 order with the exception of issues related to behind the meter resources and certain ministerial matters. On April 16, 2009, the FERC issued an additional order on rehearing and compliance, approving MISO's proposed financial settlement provision for Resource Adequacy. The MISO Resource Adequacy program was implemented as planned and became effective on June 1, 2009, the beginning of the MISO planning year. On June 17, 2009, MISO submitted a compliance filing in response to the FERC's April 16, 2009 order directing it to address, among others, various market monitoring and mitigation issues. On July 8, 2009, various parties submitted comments on and protests to MISO's compliance filing. FirstEnergy submitted comments identifying specific aspects of the MISO's and Independent Market Monitor's proposals for market monitoring and mitigation and other issues that it believes the FERC should address and clarify. On October 23, 2009, FERC issued an order approving a MISO compliance filing that revised its tariff to provide for netting of demand resources, but prohibiting the netting of behind-the-meter generation.

FES Sales to Affiliates

FES supplied all of the power requirements for the Ohio Companies pursuant to a Power Supply Agreement that ended on December 31, 2008. On January 2, 2009, FES signed an agreement to provide 75% of the Ohio Companies' power requirements for the period January 5, 2009 through March 31, 2009. Subsequently, FES signed an agreement to provide 100% of the Ohio Companies' power requirements for the period April 1, 2009 through May 31, 2009. On March 4, 2009, the PUCO issued an order approving these two affiliate sales agreements. FERC authorization for these affiliate sales was by means of a December 23, 2008 waiver of restrictions on affiliate sales without prior approval of the FERC. Rehearing was denied on July 31, 2009. On October 19, 2009, FERC accepted FirstEnergy's revised tariffs.

On May 13-14, 2009, FES participated in a descending clock auction for PLR service administered by the Ohio Companies and their consultant, CRA International. FES won 51 tranches in the auction, and entered into a Master SSO Supply Agreement to provide capacity, energy, ancillary services and transmission to the Ohio Companies for a two-year period beginning June 1, 2009. Other winning suppliers have assigned their Master SSO Supply Agreements to FES, five of which were effective in June, two more in July, four more in August and ten more in September, 2009. FES also supplies power used by Constellation to serve an additional five tranches. As a result of these arrangements, FES serves 77 tranches, or 77% of the PLR load of the Ohio Companies.

On November 3, 2009, FES, Met-Ed, Penelec and Waverly restated their partial requirements power purchase agreement for 2010. The Fourth Restated Partial Requirements Agreement (PRA) continues to limit the amount of capacity resources required to be supplied by FES to 3,544 MW, but requires FES to supply essentially all of Met-Ed, Penelec, and Waverly's energy requirements in 2010. Under the Fourth Restated Partial Requirements Agreement, Met-Ed, Penelec, and Waverly (Buyers) assigned 1,300 MW of existing energy purchases to FES to assist it in supplying Buyers' power supply requirements and managing congestion expenses. FES can either sell the assigned power from the third party into the market or use it to serve the Met-Ed/Penelec load. FES is responsible for obtaining additional power supplies in the event of failure of supply of the assigned energy purchase contracts. Prices for the power sold by FES under the Fourth Restated Partial Requirements Agreement were increased to $42.77 and $44.42, respectively for Met-Ed and Penelec. In addition, FES agreed to reimburse Met-Ed and Penelec, respectively, for congestion expenses and marginal losses in excess of $208 million and $79 million, respectively, as billed by PJM in 2010, and associated with delivery of power by FES under the Fourth Restated Partial Requirements Agreement. The Fourth Restated Partial Requirements Agreement terminates at the end of 2010.

12. CAPITALIZATION

(A) COMMON STOCK

Retained Earnings and Dividends

As of December 31, 2009, FirstEnergy's unrestricted retained earnings were $4.5 billion. Dividends declared in 2009 were $2.20, which included four quarterly dividends of $0.55 per share paid in the second, third and fourth quarters of 2009 and payable in the first quarter of 2010. Dividends declared in 2008 were $2.20, which included four quarterly dividends of $0.55 per share paid in the second, third and fourth quarters of 2008 and first quarter of 2009. The amount and timing of all dividend declarations are subject to the discretion of the Board of Directors and its consideration of business conditions, results of operations, financial condition and other factors.

In addition to paying dividends from retained earnings, each of FirstEnergy's electric utility subsidiaries has authorization from the FERC to pay cash dividends to FirstEnergy from paid-in capital accounts, as long as its equity to total capitalization ratio (without consideration of retained earnings) remains above 35%. The articles of incorporation, indentures and various other agreements relating to the long-term debt of certain FirstEnergy subsidiaries contain provisions that could further restrict the payment of dividends on their common stock. None of these provisions materially restricted FirstEnergy's subsidiaries' ability to pay cash dividends to FirstEnergy as of December 31, 2009.

(B) PREFERRED AND PREFERENCE STOCK

FirstEnergy's and the Utilities' preferred stock and preference stock authorizations are as follows:

	Preferred Stock		Preference Stock	
	Shares Authorized	Par Value	Shares Authorized	Par Value
FirstEnergy	5,000,000	$ 100		
OE	6,000,000	$ 100	8,000,000	no par
OE	8,000,000	$ 25		
Penn	1,200,000	$ 100		
CEI	4,000,000	no par	3,000,000	no par
TE	3,000,000	$ 100	5,000,000	$ 25
TE	12,000,000	$ 25		
JCP&L	15,600,000	no par		
Met-Ed	10,000,000	no par		
Penelec	11,435,000	no par		

No preferred shares or preference shares are currently outstanding.

(C) LONG-TERM DEBT AND OTHER LONG-TERM OBLIGATIONS

The following table presents the outstanding consolidated long-term debt and other long-term obligations of FirstEnergy as of December 31, 2009 and 2008:

	Weighted Average Interest Rate (%)	December 31, 2009	December 31, 2008
		(In millions)	
FMBs:			
Due 2009-2013	5.96	$ 28	$ 29
Due 2014-2018	8.84	330	330
Due 2019-2023	6.22	107	7
Due 2024-2028	8.75	314	14
Due 2038	8.25	275	275
Total FMBs		1,054	655
Secured Notes:			
Due 2009-2013	7.68	356	607
Due 2014-2018	7.35	557	613
Due 2019-2023	7.05	341	70
Total Secured Notes		1,254	1,290
Unsecured Notes:			
Due 2009-2013	5.50	878	2,253
Due 2014-2018	5.56	2,693	2,149
Due 2019-2023	5.47	2,575	689
Due 2024-2028	4.36	65	65
Due 2029-2033	6.18	2,247	2,247
Due 2034-2038	4.99	2,186	1,936
Due 2039-2043	4.70	755	255
Due 2047	3.00	46	46
Total Unsecured Notes		11,445	9,640
Capital lease obligations		13	8
Net unamortized discount on debt		(24)	(17)
Long-term debt due within one year		(1,834)	(2,476)
Total long-term debt and other long-term obligations		$ 11,908	$ 9,100

Securitized Transition Bonds

The consolidated financial statements of FirstEnergy and JCP&L include the accounts of JCP&L Transition Funding and JCP&L Transition Funding II, wholly owned limited liability companies of JCP&L. In June 2002, JCP&L Transition Funding sold $320 million of transition bonds to securitize the recovery of JCP&L's bondable stranded costs associated with the previously divested Oyster Creek Nuclear Generating Station. In August 2006, JCP&L Transition Funding II sold $182 million of transition bonds to securitize the recovery of deferred costs associated with JCP&L’s supply of BGS.

JCP&L did not purchase and does not own any of the transition bonds, which are included as long-term debt on FirstEnergy's and JCP&L's Consolidated Balance Sheets. As of December 31, 2009, $340 million of the transition bonds were outstanding. The transition bonds are the sole obligations of JCP&L Transition Funding and JCP&L Transition Funding II and are collateralized by each company’s equity and assets, which consist primarily of bondable transition property.

Bondable transition property represents the irrevocable right under New Jersey law of a utility company to charge, collect and receive from its customers, through a non-bypassable TBC, the principal amount and interest on transition bonds and other fees and expenses associated with their issuance. JCP&L sold its bondable transition property to JCP&L Transition Funding and JCP&L Transition Funding II and, as servicer, manages and administers the bondable transition property, including the billing, collection and remittance of the TBC, pursuant to separate servicing agreements with JCP&L Transition Funding and JCP&L Transition Funding II. For the two series of transition bonds, JCP&L is entitled to aggregate annual servicing fees of up to $628,000 that are payable from TBC collections.

Other Long-term Debt

FGCO, NGC and each of the Utilities, except for JCP&L, have a first mortgage indenture under which they can issue FMBs secured by a direct first mortgage lien on substantially all of their property and franchises, other than specifically excepted property.

FirstEnergy and its subsidiaries have various debt covenants under their respective financing arrangements. The most restrictive of the debt covenants relate to the nonpayment of interest and/or principal on debt and the maintenance of certain financial ratios. There also exist cross-default provisions in a number of the respective financing arrangements of FirstEnergy, FES, FGCO, NGC and the Utilities. These provisions generally trigger a default in the applicable financing arrangement of an entity if it or any of its significant subsidiaries defaults under another financing arrangement of a certain principal amount, typically $50 million. Although such defaults by any of the Utilities will generally cross-default FirstEnergy financing arrangements containing these provisions, defaults by FirstEnergy will not generally cross-default applicable financing arrangements of any of the Utilities. Defaults by any of FES, FGCO or NGC will generally cross-default to applicable financing arrangements of FirstEnergy and, due to the existence of guarantees by FirstEnergy of certain financing arrangements of FES, FGCO and NGC, defaults by FirstEnergy will generally cross-default FES, FGCO and NGC financing arrangements containing these provisions. Cross-default provisions are not typically found in any of the senior note or FMBs of FirstEnergy or the Utilities.

Based on the amount of FMBs authenticated by the respective mortgage bond trustees through December 31, 2009, the Utilities’ annual sinking fund requirement for all FMB issued under the various mortgage indentures amounted to $35 million (Penn - $6 million, Met-Ed - $8 million and Penelec - $21 million). Penn expects to meet its 2010 annual sinking fund requirement with a replacement credit under its mortgage indenture. Met-Ed and Penelec could fulfill their sinking fund obligations by providing bondable property additions, previously retired FMBs or cash to the respective mortgage bond trustees.

As of December 31, 2009, FirstEnergy’s currently payable long-term debt includes approximately $1.6 billion (FES - $1.5 billion, Met-Ed - $29 million and Penelec - $45 million) of variable interest rate PCRBs, the bondholders of which are entitled to the benefit of irrevocable direct pay bank LOCs. The interest rates on the PCRBs are reset daily or weekly. Bondholders can tender their PCRBs for mandatory purchase prior to maturity with the purchase price payable from remarketing proceeds, or if the PCRBs are not successfully remarketed, by drawings on the irrevocable direct pay LOCs. The subsidiary obligor is required to reimburse the applicable LOC bank for any such drawings or, if the LOC bank fails to honor its LOC for any reason, must itself pay the purchase price. Prior to the third quarter of 2008, FirstEnergy subsidiaries had not experienced any unsuccessful remarketings of these variable-rate PCRBs. Coincident with recent disruptions in the variable-rate demand bond and capital markets generally, certain of the PCRBs had been tendered by bondholders to the trustee. As of January 31, 2009, all PCRBs that had been tendered were successfully remarketed.

In 2009, holders of approximately $434 million of LOC-supported PCRBs of OE and NGC were notified that the applicable Wachovia Bank LOCs were set to expire. As a result, these PCRBs were subject to mandatory purchase at a price equal to the principal amount, plus accrued and unpaid interest, which OE and NGC funded through short-term borrowings. FGCO remarketed $100 million of those PCRBs, which were previously held by OE and NGC and remarketed the remaining $334 million of PCRBs, of which $170 million was remarketed in fixed interest rate modes and secured by FMBs, thereby eliminating the need for third-party credit support. Also during 2009, FGCO and NGC remarketed approximately $329 million of other PCRBs supported by LOCs set to expire in 2009. Those PCRBs were also remarketed in fixed interest rate modes and secured by FMBs, thereby eliminating the need for third-party credit support. FGCO and NGC delivered FMBs to certain LOC banks listed above in connection with amendments to existing LOC and reimbursement agreements supporting twelve other series of PCRBs as described below and pledged FMBs to the applicable trustee under six separate series of PCRBs. On August 14, 2009, $177 million of non-LOC supported fixed rate PCRBs were issued and sold on behalf of FGCO to pay a portion of the cost of acquiring, constructing and installing air quality facilities at its W.H. Sammis Generating Station.

Sinking fund requirements for FMBs and maturing long-term debt (excluding capital leases and variable rate PCRBs) for the next five years are:

Year	FE	FES	OE	CEI	JCP&L	Met-Ed	Penelec
					(In millions)		
2010	268	52	2	18	31	100	24
2011	337	58	1	20	32	-	-
2012	99	68	1	22	34	-	-
2013	557	75	2	324	36	150	-
2014	531	99	1	26	38	250	150

The following table classifies the outstanding PCRBs by year, for the next three years, representing the next time the debt holders may exercise their right to tender their PCRBs.

Year	FE	FES	Met-Ed	Penelec
		(In millions)		
2010	1,568	1,494	29	45
2011	75	75	-	-
2012	244	244	-	-

Obligations to repay certain PCRBs are secured by several series of FMBs. Certain PCRBs are entitled to the benefit of irrevocable bank LOCs of $1.6 billion as of December 31, 2009, or noncancelable municipal bond insurance of $38 million as of December 31, 2009, to pay principal of, or interest on, the applicable PCRBs. To the extent that drawings are made under the LOCs or the insurance, FGCO, NGC and the Utilities are entitled to a credit against their obligation to repay those bonds. FGCO, NGC and the Utilities pay annual fees of 0.35% to 3.30% of the amounts of the LOCs to the issuing banks and are obligated to reimburse the banks or insurers, as the case may be, for any drawings thereunder. The insurers hold FMBs as security for such reimbursement obligations. These amounts and percentages for FirstEnergy, FES and the Utilities are as follows:

	FE	FES	Met-Ed	Penelec
		(In millions)		
Amounts				
LOCs	$ 1,568	$ 1,494*	$ 29	$ 45
Insurance Policies	38	-	14	24
Fees				
LOCs	0.35% to 3.30%	0.35% to 3.30%	1.5%	1.5%

* Includes LOC of $137 million issued for FirstEnergy on behalf of NGC.

OE has LOCs of $200 million and $134 million in connection with the sale and leaseback of Beaver Valley Unit 2 and Perry Unit 1, respectively. In 2004, OE entered into a Credit Agreement pursuant to which a standby LOC was issued in support of approximately $236 million of the Beaver Valley Unit 2 LOCs and the issuer of the standby LOC obtained the right to pledge or assign participations in OE's reimbursement obligations under the credit agreement to a trust. The trust then issued and sold trust certificates to institutional investors that were designed to be the credit equivalent of an investment directly in OE. In 2009, these LOCs were renewed in the amount of $145 million.

13. ASSET RETIREMENT OBLIGATIONS

FirstEnergy has recognized applicable legal obligations for AROs and their associated cost for nuclear power plant decommissioning, reclamation of a sludge disposal pond and closure of two coal ash disposal sites. In addition, FirstEnergy has recognized conditional retirement obligations (primarily for asbestos remediation).

The ARO liabilities for FES, OE and TE primarily relate to the decommissioning of the Beaver Valley, Davis-Besse and Perry nuclear generating facilities (OE for its leasehold interest in Beaver Valley Unit 2 and Perry and TE for its leasehold interest in Beaver Valley Unit 2). The ARO liabilities for JCP&L, Met-Ed and Penelec primarily relate to the decommissioning of the TMI-2 nuclear generating facility. FES and the Utilities use an expected cash flow approach to measure the fair value of their nuclear decommissioning AROs.

FirstEnergy, FES and the Utilities maintain nuclear decommissioning trust funds that are legally restricted for purposes of settling the nuclear decommissioning ARO. The fair values of the decommissioning trust assets as of December 31, 2009 and 2008 were as follows:

	2009	2008
	(In millions)	
FE	$ 1,859	$ 1,700
FES	1,089	1,034
OE	121	117
TE	74	74
JCP&L	167	143
Met-Ed	266	226
Penelec	143	115

Accounting standards for conditional retirement obligations associated with tangible long-lived assets require recognition of the fair value of a liability for an ARO in the period in which it is incurred if a reasonable estimate can made, even though there may be uncertainty about timing or method of settlement. When settlement is conditional on a future event occurring, it is reflected in the measurement of the liability, not in the recognition of the liability.

The following table summarizes the changes to the ARO balances during 2009 and 2008.

ARO Reconciliation	FE	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)				
Balance as of January 1, 2008	$ 1,279	$ 810	$ 105	$ 2	$ 28	$ 90	$ 161	$ 82
Liabilities incurred	5	-	-	-	-	-	-	-
Liabilities settled	(3)	(2)	-	-	-	-	-	-
Accretion	84	55	5	-	2	5	10	5
Revisions in estimated cash flows	(18) [1]	-	(18) [1]	-	-	-	-	-
Balance as of December 31, 2008	1,347	863	92	2	30	95	171	87
Liabilities incurred	4	1	-	-	-	-	-	-
Accretion	90	58	6	-	2	7	11	6
Revisions in estimated cash flows	(16)	(1)	(12)	-	-	-	(2)	(1)
Balance as of December 31, 2009	$ 1,425	$ 921	$ 86	$ 2	$ 32	$ 102	$ 180	$ 92

(1) OE revised the estimated cash flows associated with the retired Gorge and Toronto plants based on an agreement to remediate asbestos at the sites within one year.

14. SHORT-TERM BORROWINGS AND BANK LINES OF CREDIT

FirstEnergy had approximately $1.2 billion of short-term indebtedness as of December 31, 2009, comprised of $1.1 billion of borrowings under a $2.75 billion revolving line of credit, $100 million of other bank borrowings and $31 million of currently payable notes. Total short-term bank lines of committed credit to FirstEnergy and the Utilities as of January 31, 2010 were approximately $3.4 billion of which $1.7 billion was unused and available.

FirstEnergy, along with certain of its subsidiaries, are parties to a $2.75 billion five-year revolving credit facility. FirstEnergy has the ability to request an increase in the total commitments available under this facility up to a maximum of $3.25 billion, subject to the discretion of each lender to provide additional commitments. Commitments under the facility are available until August 24, 2012, unless the lenders agree, at the request of the borrowers, to an unlimited number of additional one-year extensions. Generally, borrowings under the facility must be repaid within 364 days. Available amounts for each borrower are subject to a specified sub-limit, as well as applicable regulatory and other limitations. The annual facility fee is 0.125%.

The following table summarizes the borrowing sub-limits for each borrower under the facility, as well as the limitations on short-term indebtedness applicable to each borrower under current regulatory approvals and applicable statutory and/or charter limitations as of December 31, 2009:

Borrower	Revolving Credit Facility Sub-Limit	Regulatory and Other Short-Term Debt Limitations
	(In millions)	
FirstEnergy	$ 2,750	$ - (1)
FES	1,000	- (1)
OE	500	500
Penn	50	33 (2)
CEI	250(3)	500
TE	250(3)	500
JCP&L	425	411(2)
Met-Ed	250	300(2)
Penelec	250	300(2)
ATSI	50(4)	50

(1) No regulatory approvals, statutory or charter limitations applicable.

(2) Excluding amounts which may be borrowed under the regulated companies' money pool.

(3) Borrowing sub-limits for CEI and TE may be increased to up to $500 million by delivering notice to the administrative agent that such borrower has senior unsecured debt ratings of at least BBB by S&P and Baa2 by Moody's.

(4) The borrowing sub-limit for ATSI may be increased up to $100 million by delivering notice to the administrative agent that ATSI has received regulatory approval to have short-term borrowings up to the same amount.

The regulated companies also have the ability to borrow from each other and FirstEnergy to meet their short-term working capital requirements. A similar but separate arrangement exists among the unregulated companies. FESC administers these two money pools and tracks FirstEnergy's surplus funds and those of the respective regulated and unregulated subsidiaries, as well as proceeds available from bank borrowings. Companies receiving a loan under the money pool agreements must repay the principal amount of the loan, together with accrued interest, within 364 days of borrowing the funds. The rate of interest is the same for each company receiving a loan from their respective pool and is based on the average cost of funds available through the pool. The average interest rate for borrowings in 2009 was 0.72% for the regulated companies' money pool and 0.90% for the unregulated companies' money pool.

The weighted average interest rates on short-term borrowings outstanding as of December 31, 2009 and 2008 were as follows:

	2009	2008
FE	0.74%	1.19%
FES	1.84%	1.08%
OE (1)	0.72%	-
CEI	1.13%	1.77%
TE	0.72%	1.46%
JCP&L (2)	-	1.46%
Met-Ed (2)	-	0.92%
Penelec	0.72%	0.95%

(1) In, 2008, OE's short-term borrowings consisted of noninterest-bearing notes related to its investment in certain low-income housing limited partnerships.

(2) JCP&L and Met-Ed had no outstanding short-term borrowings as of December 31, 2009.

The Utilities, with the exception of TE, JCP&L and Penn, each have a wholly owned subsidiary whose borrowings are secured by customer accounts receivable purchased from its respective parent company. The CEI subsidiary's borrowings are also secured by customer accounts receivable purchased from TE. Each subsidiary company has its own receivables financing arrangement and, as a separate legal entity with separate creditors, would have to satisfy its obligations to creditors before any of its remaining assets could be available to its parent company. In December 2009, the Met-Ed and Penelec Funding LLC receivables programs were renewed for a 364-day period. The Penn Power Funding LLC program was not renewed in 2009 and was thereafter terminated effective December 17, 2009. The receivables financing borrowing commitment by company are shown in the following table. There were no outstanding borrowings as of December 31, 2009.

Subsidiary Company	Parent Company	Commitment	Annual Facility Fee	Maturity
		(In millions)		
OES Capital, Incorporated	OE	$ 170	0.20%	February 22, 2010
Centerior Funding Corporation	CEI	200	0.20	February 22, 2010
Met-Ed Funding LLC	Met-Ed	75	0.60	December 17, 2010
Penelec Funding LLC	Penelec	70	0.60	December 17, 2010
		$ 515		

15. COMMITMENTS, GUARANTEES AND CONTINGENCIES

(A) NUCLEAR INSURANCE

The Price-Anderson Act limits the public liability which can be assessed with respect to a nuclear power plant to $12.6 billion (assuming 104 units licensed to operate) for a single nuclear incident, which amount is covered by: (i) private insurance amounting to $375 million; and (ii) $12.2 billion provided by an industry retrospective rating plan required by the NRC pursuant thereto. Under such retrospective rating plan, in the event of a nuclear incident at any unit in the United States resulting in losses in excess of private insurance, up to $118 million (but not more than $18 million per unit per year in the event of more than one incident) must be contributed for each nuclear unit licensed to operate in the country by the licensees thereof to cover liabilities arising out of the incident. Based on their present nuclear ownership and leasehold interests, FirstEnergy’s maximum potential assessment under these provisions would be $470 million (OE-$40 million, NGC-$408 million, and TE-$22 million) per incident but not more than $70 million (OE-$6 million, NGC-$61 million, and TE-$3 million) in any one year for each incident.

In addition to the public liability insurance provided pursuant to the Price-Anderson Act, FirstEnergy has also obtained insurance coverage in limited amounts for economic loss and property damage arising out of nuclear incidents. FirstEnergy is a member of NEIL, which provides coverage (NEIL I) for the extra expense of replacement power incurred due to prolonged accidental outages of nuclear units. Under NEIL I, FirstEnergy’s subsidiaries have policies, renewable yearly, corresponding to their respective nuclear interests, which provide an aggregate indemnity of up to approximately $560 million (OE-$48 million, NGC-$486 million, TE-$26 million) for replacement power costs incurred during an outage after an initial 20-week waiting period. Members of NEIL I pay annual premiums and are subject to assessments if losses exceed the accumulated funds available to the insurer. FirstEnergy’s present maximum aggregate assessment for incidents at any covered nuclear facility occurring during a policy year would be approximately $3 million (NGC-$3 million).

FirstEnergy is insured as to its respective nuclear interests under property damage insurance provided by NEIL to the operating company for each plant. Under these arrangements, up to $2.8 billion of coverage for decontamination costs, decommissioning costs, debris removal and repair and/or replacement of property is provided. FirstEnergy pays annual premiums for this coverage and is liable for retrospective assessments of up to approximately $60 million (OE-$6 million, NGC-$51 million, TE-$2 million, Met Ed, Penelec and JCP&L-$1 million in total) during a policy year.

FirstEnergy intends to maintain insurance against nuclear risks as described above as long as it is available. To the extent that replacement power, property damage, decontamination, decommissioning, repair and replacement costs and other such costs arising from a nuclear incident at any of FirstEnergy’s plants exceed the policy limits of the insurance in effect with respect to that plant, to the extent a nuclear incident is determined not to be covered by FirstEnergy’s insurance policies, or to the extent such insurance becomes unavailable in the future, FirstEnergy would remain at risk for such costs.

(B) GUARANTEES AND OTHER ASSURANCES

As part of normal business activities, FirstEnergy enters into various agreements on behalf of its subsidiaries to provide financial or performance assurances to third parties. These agreements include contract guarantees, surety bonds and LOCs. As of December 31, 2009, outstanding guarantees and other assurances aggregated approximately $4.2 billion, consisting of parental guarantees - $1.0 billion, subsidiaries’ guarantees - $2.6 billion, surety bonds - $0.1 billion and LOCs - $0.5 billion.

FirstEnergy guarantees energy and energy-related payments of its subsidiaries involved in energy commodity activities principally to facilitate or hedge normal physical transactions involving electricity, gas, emission allowances and coal. FirstEnergy also provides guarantees to various providers of credit support for the financing or refinancing by subsidiaries of costs related to the acquisition of property, plant and equipment. These agreements legally obligate FirstEnergy to fulfill the obligations of those subsidiaries directly involved in energy and energy-related transactions or financing where the law might otherwise limit the counterparties' claims. If demands of a counterparty were to exceed the ability of a subsidiary to satisfy existing obligations, FirstEnergy's guarantee enables the counterparty's legal claim to be satisfied by other FirstEnergy assets. The likelihood is remote that such parental guarantees of $0.4 billion (included in the $1.0 billion discussed above) as of December 31, 2009 would increase amounts otherwise payable by FirstEnergy to meet its obligations incurred in connection with financings and ongoing energy and energy-related activities.

While these types of guarantees are normally parental commitments for the future payment of subsidiary obligations, subsequent to the occurrence of a credit rating downgrade or “material adverse event,” the immediate posting of cash collateral, provision of an LOC or accelerated payments may be required of the subsidiary. On February 11, 2010, S&P issued a report lowering FirstEnergy’s and its subsidiaries’ credit ratings by one notch, while maintaining its stable outlook. As a result, FirstEnergy may be required to post up to $48 million of collateral. Moody's and Fitch affirmed the ratings and stable outlook of FirstEnergy and its subsidiaries on February 11, 2010. As of December 31, 2009, FirstEnergy's maximum exposure under these collateral provisions was $648 million, consisting of $43 million due to “material adverse event” contractual clauses, $98 million due to an acceleration of payment or funding obligation, and $507 million due to a below investment grade credit rating including the $48 million related to the credit rating downgrade by S&P on February 11, 2010. Additionally, stress case conditions of a credit rating downgrade or “material adverse event” and hypothetical adverse price movements in the underlying commodity markets would increase this amount to $807 million, consisting of $51 million due to “material adverse event” contractual clauses, $98 million related to an acceleration of payment or funding obligation, and $658 million due to a below investment grade credit rating.

Most of FirstEnergy's surety bonds are backed by various indemnities common within the insurance industry. Surety bonds and related guarantees of $101 million provide additional assurance to outside parties that contractual and statutory obligations will be met in a number of areas including construction contracts, environmental commitments and various retail transactions.

In addition to guarantees and surety bonds, FES’ contracts, including power contracts with affiliates awarded through competitive bidding processes, typically contain margining provisions which require the posting of cash or LOCs in amounts determined by future power price movements. Based on FES’ power portfolio as of December 31, 2009, and forward prices as of that date, FES had $179 million outstanding in margining accounts. Under a hypothetical adverse change in forward prices (95% confidence level change in forward prices over a one year time horizon), FES would be required to post an additional $129 million. Depending on the volume of forward contracts entered and future price movements, FES could be required to post higher amounts for margining.

In July 2007, FGCO completed a sale and leaseback transaction for its 93.825% undivided interest in Bruce Mansfield Unit 1. FES has unconditionally and irrevocably guaranteed all of FGCO’s obligations under each of the leases (see Note 7). The related lessor notes and pass through certificates are not guaranteed by FES or FGCO, but the notes are secured by, among other things, each lessor trust’s undivided interest in Unit 1, rights and interests under the applicable lease and rights and interests under other related agreements, including FES’ lease guaranty.

FES’ debt obligations are generally guaranteed by its subsidiaries, FGCO and NGC, pursuant to guarantees entered into on March 26, 2007. Similar guarantees were entered into on that date pursuant to which FES guaranteed the debt obligations of each of FGCO and NGC. Accordingly, present and future holders of indebtedness of FES, FGCO and NGC will have claims against each of FES, FGCO and NGC regardless of whether their primary obligor is FES, FGCO or NGC.

(C) ENVIRONMENTAL MATTERS

Various federal, state and local authorities regulate FirstEnergy with regard to air and water quality and other environmental matters. The effects of compliance on FirstEnergy with regard to environmental matters could have a material adverse effect on FirstEnergy's earnings and competitive position to the extent that it competes with companies that are not subject to such regulations and, therefore, do not bear the risk of costs associated with compliance, or failure to comply, with such regulations.

FirstEnergy accrues environmental liabilities only when it concludes that it is probable that it has an obligation for such costs and can reasonably estimate the amount of such costs. Unasserted claims are reflected in FirstEnergy’s determination of environmental liabilities and are accrued in the period that they become both probable and reasonably estimable.

Clean Air Act Compliance

FirstEnergy is required to meet federally-approved SO_2 emissions regulations. Violations of such regulations can result in the shutdown of the generating unit involved and/or civil or criminal penalties of up to $37,500 for each day the unit is in violation. The EPA has an interim enforcement policy for SO_2 regulations in Ohio that allows for compliance based on a 30-day averaging period. FirstEnergy believes it is currently in compliance with this policy, but cannot predict what action the EPA may take in the future with respect to the interim enforcement policy.

FirstEnergy complies with SO_2 reduction requirements under the Clean Air Act Amendments of 1990 by burning lower-sulfur fuel, generating more electricity from lower-emitting plants, and/or using emission allowances. NO_X reductions required by the 1990 Amendments are being achieved through combustion controls, the generation of more electricity at lower-emitting plants, and/or using emission allowances. In September 1998, the EPA finalized regulations requiring additional NO_X reductions at FirstEnergy's facilities. The EPA's NO_X Transport Rule imposes uniform reductions of NO_X emissions (an approximate 85% reduction in utility plant NO_X emissions from projected 2007 emissions) across a region of nineteen states (including Michigan, New Jersey, Ohio and Pennsylvania) and the District of Columbia based on a conclusion that such NO_X emissions are contributing significantly to ozone levels in the eastern United States. FirstEnergy believes its facilities are also complying with the NO_X budgets established under SIPs through combustion controls and post-combustion controls, including Selective Catalytic Reduction and SNCR systems, and/or using emission allowances.

In 1999 and 2000, the EPA issued an NOV and the DOJ filed a civil complaint against OE and Penn based on operation and maintenance of the W. H. Sammis Plant (Sammis NSR Litigation) and filed similar complaints involving 44 other U.S. power plants. This case and seven other similar cases are referred to as the NSR cases. OE’s and Penn’s settlement with the EPA, the DOJ and three states (Connecticut, New Jersey and New York) that resolved all issues related to the Sammis NSR litigation was approved by the Court on July 11, 2005. This settlement agreement, in the form of a consent decree, requires reductions of NO_X and SO_2 emissions at the Sammis, Burger, Eastlake and Mansfield coal-fired plants through the installation of pollution control devices or repowering and provides for stipulated penalties for failure to install and operate such pollution controls or complete repowering in accordance with that agreement. Capital expenditures necessary to complete requirements of the Sammis NSR Litigation consent decree, including repowering Burger Units 4 and 5 for biomass fuel consumption, are currently estimated to be $399 million for 2010-2012.

In October 2007, PennFuture and three of its members filed a citizen suit under the federal CAA, alleging violations of air pollution laws at the Bruce Mansfield Plant, including opacity limitations, in the United States District Court for the Western District of Pennsylvania. In July 2008, three additional complaints were filed against FGCO in the U.S. District Court for the Western District of Pennsylvania seeking damages based on Bruce Mansfield Plant air emissions. In addition to seeking damages, two of the three complaints seek to enjoin the Bruce Mansfield Plant from operating except in a “safe, responsible, prudent and proper manner”, one being a complaint filed on behalf of twenty-one individuals and the other being a class action complaint, seeking certification as a class action with the eight named plaintiffs as the class representatives. On October 16, 2009, a settlement reached with PennFuture and one of the three individual complainants was approved by the Court, which dismissed the claims of PennFuture and of the settling individual. The other two non-settling individuals are now represented by counsel handling the three cases filed in July 2008. FGCO believes those claims are without merit and intends to defend itself against the allegations made in those three complaints. The Pennsylvania Department of Health, under a Cooperative Agreement with the Agency for Toxic Substances and Disease Registry, completed a Health Consultation regarding the Mansfield Plant and issued a report dated March 31, 2009, which concluded there is insufficient sampling data to determine if any public health threat exists for area residents due to emissions from the Mansfield Plant. The report recommended additional air monitoring and sample analysis in the vicinity of the Mansfield Plant, which the Pennsylvania Department of Environmental Protection has completed.

In December 2007, the state of New Jersey filed a CAA citizen suit alleging NSR violations at the Portland Generation Station against Reliant (the current owner and operator), Sithe Energy (the purchaser of the Portland Station from Met-Ed in 1999), GPU and Met-Ed. On October 30, 2008, the state of Connecticut filed a Motion to Intervene, which the Court granted on March 24, 2009. Specifically, Connecticut and New Jersey allege that "modifications" at Portland Units 1 and 2 occurred between 1980 and 2005 without preconstruction NSR or permitting under the CAA's PSD program, and seek injunctive relief, penalties, attorney fees and mitigation of the harm caused by excess emissions. The scope of Met-Ed’s indemnity obligation to and from Sithe Energy is disputed. Met-Ed filed a Motion to Dismiss the claims in New Jersey’s Amended Complaint and Connecticut’s Complaint in February and September of 2009, respectively. The Court granted Met-Ed's motion to dismiss New Jersey’s and Connecticut’s claims for injunctive relief against Met-Ed, but denied Met-Ed’s motion to dismiss the claims for civil penalties on statute of limitations grounds in order to allow the states to prove either that the application of the discovery rule or the doctrine of equitable tolling bars application of the statute of limitations.

In January 2009, the EPA issued a NOV to Reliant alleging NSR violations at the Portland Generation Station based on “modifications” dating back to 1986. Met-Ed is unable to predict the outcome of this matter. The EPA’s January 2009, NOV also alleged NSR violations at the Keystone and Shawville Stations based on “modifications” dating back to 1984. JCP&L, as the former owner of 16.67% of the Keystone Station, and Penelec, as former owner and operator of the Shawville Station, are unable to predict the outcome of this matter.

In June 2008, the EPA issued a Notice and Finding of Violation to Mission Energy Westside, Inc. alleging that "modifications" at the Homer City Power Station occurred since 1988 to the present without preconstruction NSR or permitting under the CAA's PSD program. Mission Energy is seeking indemnification from Penelec, the co-owner (along with New York State Electric and Gas Company) and operator of the Homer City Power Station prior to its sale in 1999. The scope of Penelec's indemnity obligation to and from Mission Energy is disputed. Penelec is unable to predict the outcome of this matter.

In August 2009, the EPA issued a Finding of Violation and NOV alleging violations of the CAA and Ohio regulations, including the PSD, NNSR, and Title V regulations at the Eastlake, Lakeshore, Bay Shore, and Ashtabula generating plants. The EPA's NOV alleges equipment replacements occurring during maintenance outages dating back to 1990 triggered the pre-construction permitting requirements under the PSD and NNSR programs. In September 2009, FGCO received an information request pursuant to Section 114(a) of the CAA requesting certain operating and maintenance information and planning information regarding the Eastlake, Lake Shore, Bay Shore and Ashtabula generating plants. On November 3, 2009, FGCO received a letter providing notification that the EPA is evaluating whether certain scheduled maintenance at the Eastlake generating plant may constitute a major modification under the NSR provision of the CAA. On December 23, 2009, FGCO received another information request regarding emission projections for the Eastlake generating plant pursuant to Section 114(a) of the CAA. FGCO intends to comply with the CAA, including EPA's information requests, but, at this time, is unable to predict the outcome of this matter. A June 2006 finding of violation and NOV in which EPA alleged CAA violations at the Bay Shore Generating Plant remains unresolved and FGCO is unable to predict the outcome of such matter.

In August 2008, FirstEnergy received a request from the EPA for information pursuant to Section 114(a) of the CAA for certain operating and maintenance information regarding its formerly-owned Avon Lake and Niles generating plants, as well as a copy of a nearly identical request directed to the current owner, Reliant Energy, to allow the EPA to determine whether these generating sources are complying with the NSR provisions of the CAA. FirstEnergy intends to fully comply with the EPA's information request, but, at this time, is unable to predict the outcome of this matter.

National Ambient Air Quality Standards

In March 2005, the EPA finalized CAIR, covering a total of 28 states (including Michigan, New Jersey, Ohio and Pennsylvania) and the District of Columbia, based on proposed findings that air emissions from 28 eastern states and the District of Columbia significantly contribute to non-attainment of the NAAQS for fine particles and/or the "8-hour" ozone NAAQS in other states. CAIR requires reductions of NO_X and SO_2 emissions in two phases (Phase I in 2009 for NO_X, 2010 for SO_2 and Phase II in 2015 for both NO_X and SO_2), ultimately capping SO_2 emissions in affected states to 2.5 million tons annually and NO_X emissions to 1.3 million tons annually. CAIR was challenged in the U.S. Court of Appeals for the District of Columbia and on July 11, 2008, the Court vacated CAIR "in its entirety" and directed the EPA to "redo its analysis from the ground up." In September 2008, the EPA, utility, mining and certain environmental advocacy organizations petitioned the Court for a rehearing to reconsider its ruling vacating CAIR. In December 2008, the Court reconsidered its prior ruling and allowed CAIR to remain in effect to "temporarily preserve its environmental values" until the EPA replaces CAIR with a new rule consistent with the Court's July 11, 2008 opinion. On July 10, 2009, the U.S. Court of Appeals for the District of Columbia ruled in a different case that a cap-and-trade program similar to CAIR, called the "NO_X SIP Call," cannot be used to satisfy certain CAA requirements (known as reasonably available control technology) for areas in non-attainment under the "8-hour" ozone NAAQS. FGCO's future cost of compliance with these regulations may be substantial and will depend, in part, on the action taken by the EPA in response to the Court's ruling.

Mercury Emissions

In December 2000, the EPA announced it would proceed with the development of regulations regarding hazardous air pollutants from electric power plants, identifying mercury as the hazardous air pollutant of greatest concern. In March 2005, the EPA finalized the CAMR, which provides a cap-and-trade program to reduce mercury emissions from coal-fired power plants in two phases; initially, capping national mercury emissions at 38 tons by 2010 (as a "co-benefit" from implementation of SO_2 and NO_X emission caps under the EPA's CAIR program) and 15 tons per year by 2018. Several states and environmental groups appealed the CAMR to the U.S. Court of Appeals for the District of Columbia. On February 8, 2008, the Court vacated the CAMR, ruling that the EPA failed to take the necessary steps to "de-list" coal-fired power plants from its hazardous air pollutant program and, therefore, could not promulgate a cap-and-trade program. The EPA petitioned for rehearing by the entire Court, which denied the petition in May 2008. In October 2008, the EPA (and an industry group) petitioned the U.S. Supreme Court for review of the Court's ruling vacating CAMR. On February 6, 2009, the EPA moved to dismiss its petition for certiorari. On February 23, 2009, the Supreme Court dismissed the EPA's petition and denied the industry group's petition. On October 21, 2009, the EPA opened a 30-day comment period on a proposed consent decree that would obligate the EPA to propose MACT regulations for mercury and other hazardous air pollutants by March 16, 2011, and to finalize the regulations by November 16, 2011. FGCO's future cost of compliance with MACT regulations may be substantial and will depend on the action taken by the EPA and on how any future regulations are ultimately implemented.

Pennsylvania has submitted a new mercury rule for EPA approval that does not provide a cap-and-trade approach as in the CAMR, but rather follows a command-and-control approach imposing emission limits on individual sources. On December 23, 2009, the Supreme Court of Pennsylvania affirmed the Commonwealth Court of Pennsylvania ruling that Pennsylvania's mercury rule is "unlawful, invalid and unenforceable" and enjoined the Commonwealth from continued implementation or enforcement of that rule.

Climate Change

In December 1997, delegates to the United Nations' climate summit in Japan adopted an agreement, the Kyoto Protocol, to address global warming by reducing, by 2012, the amount of man-made GHG, including CO_2, emitted by developed countries. The United States signed the Kyoto Protocol in 1998 but it was never submitted for ratification by the United States Senate. The EPACT established a Committee on Climate Change Technology to coordinate federal climate change activities and promote the development and deployment of GHG reducing technologies. President Obama has announced his Administration's "New Energy for America Plan" that includes, among other provisions, ensuring that 10% of electricity used in the United States comes from renewable sources by 2012, increasing to 25% by 2025, and implementing an economy-wide cap-and-trade program to reduce GHG emissions by 80% by 2050.

There are a number of initiatives to reduce GHG emissions under consideration at the federal, state and international level. At the international level, the December 2009 U.N. Climate Change Conference in Copenhagen did not reach a consensus on a successor treaty to the Kyoto Protocol, but did take note of the Copenhagen Accord, a non-binding political agreement which recognized the scientific view that the increase in global temperature should be below two degrees Celsius, included a commitment by developed countries to provide funds, approaching $30 billion over the next three years with a goal of increasing to $100 billion by 2020, and established the "Copenhagen Green Climate Fund" to support mitigation, adaptation, and other climate-related activities in developing countries. Once they have become a party to the Copenhagen Accord, developed economies, such as the European Union, Japan, Russia, and the United States, would commit to quantified economy-wide emissions targets from 2020, while developing countries, including Brazil, China, and India, would agree to take mitigation actions, subject to their domestic measurement, reporting, and verification. At the federal level, members of Congress have introduced several bills seeking to reduce emissions of GHG in the United States, and the House of Representatives passed one such bill, the American Clean Energy and Security Act of 2009, on June 26, 2009. The Senate continues to consider a number of measures to regulate GHG emissions. State activities, primarily the northeastern states participating in the Regional Greenhouse Gas Initiative and western states, led by California, have coordinated efforts to develop regional strategies to control emissions of certain GHGs.

On April 2, 2007, the United States Supreme Court found that the EPA has the authority to regulate CO_2 emissions from automobiles as "air pollutants" under the CAA. Although this decision did not address CO_2 emissions from electric generating plants, the EPA has similar authority under the CAA to regulate "air pollutants" from those and other facilities. In December 2009, the EPA released its final "Endangerment and Cause or Contribute Findings for Greenhouse Gases under the Clean Air Act." The EPA's finding concludes that the atmospheric concentrations of several key GHG threaten the health and welfare of future generations and that the combined emissions of these gases by motor vehicles contribute to the atmospheric concentrations of these key GHG and hence to the threat of climate change. Although the EPA's finding does not establish emission requirements for motor vehicles, such requirements are expected to occur through further rulemakings. Additionally, while the EPA's endangerment findings do not specifically address stationary sources, including electric generating plants EPA's expected establishment of emission requirements for motor vehicles would be expected to support the establishment of future emission requirements by the EPA for stationary sources. In September 2009, the EPA finalized a national GHG emissions collection and reporting rule that will require FirstEnergy to measure GHG emissions commencing in 2010 and submit reports commencing in 2011. Also in September 2009, EPA proposed new thresholds for GHG emissions that define when CAA permits under the NSR and Title V operating permits programs would be required. EPA is proposing a major source emissions applicability threshold of 25,000 tons per year (tpy) of carbon dioxide equivalents (CO2e) for existing facilities under the Title V operating permits program and the Prevention of Significant Determination (PSD) portion of NSR. EPA is also proposing a significance level between 10,000 and 25,000 tpy CO2e to determine if existing major sources making modifications that result in an increase of emissions above the significance level would be required to obtain a PSD permit.

On September 21, 2009, the U.S. Court of Appeals for the Second Circuit and on October 16, 2009, the U.S. Court of Appeals for the Fifth Circuit, reversed and remanded lower court decisions that had dismissed complaints alleging damage from GHG emissions on jurisdictional grounds. These cases involve common law tort claims, including public and private nuisance, alleging that GHG emissions contribute to global warming and result in property damages. While FirstEnergy is not a party to either litigation, should the courts of appeals decisions be affirmed or not subjected to further review, FirstEnergy and/or one or more of its subsidiaries could be named in actions making similar allegations.

FirstEnergy cannot currently estimate the financial impact of climate change policies, although potential legislative or regulatory programs restricting CO_2 emissions, or litigation alleging damages from GHG emissions, could require significant capital and other expenditures or result in changes to its operations. The CO_2 emissions per KWH of electricity generated by FirstEnergy is lower than many regional competitors due to its diversified generation sources, which include low or non-CO_2 emitting gas-fired and nuclear generators.

Clean Water Act

Various water quality regulations, the majority of which are the result of the federal Clean Water Act and its amendments, apply to FirstEnergy's plants. In addition, Ohio, New Jersey and Pennsylvania have water quality standards applicable to FirstEnergy's operations. As provided in the Clean Water Act, authority to grant federal National Pollutant Discharge Elimination System water discharge permits can be assumed by a state. Ohio, New Jersey and Pennsylvania have assumed such authority.

On September 7, 2004, the EPA established new performance standards under Section 316(b) of the Clean Water Act for reducing impacts on fish and shellfish from cooling water intake structures at certain existing large electric generating plants. The regulations call for reductions in impingement mortality (when aquatic organisms are pinned against screens or other parts of a cooling water intake system) and entrainment (which occurs when aquatic life is drawn into a facility's cooling water system). On January 26, 2007, the United States Court of Appeals for the Second Circuit remanded portions of the rulemaking dealing with impingement mortality and entrainment back to the EPA for further rulemaking and eliminated the restoration option from the EPA’s regulations. On July 9, 2007, the EPA suspended this rule, noting that until further rulemaking occurs, permitting authorities should continue the existing practice of applying their best professional judgment to minimize impacts on fish and shellfish from cooling water intake structures. On April 1, 2009, the Supreme Court of the United States reversed one significant aspect of the Second Circuit Court’s opinion and decided that Section 316(b) of the Clean Water Act authorizes the EPA to compare costs with benefits in determining the best technology available for minimizing adverse environmental impact at cooling water intake structures. EPA is developing a new regulation under Section 316(b) of the Clean Water Act consistent with the opinions of the Supreme Court and the Court of Appeals which have created significant uncertainty about the specific nature, scope and timing of the final performance standard. FirstEnergy is studying various control options and their costs and effectiveness. Depending on the results of such studies and the EPA’s further rulemaking and any action taken by the states exercising best professional judgment, the future costs of compliance with these standards may require material capital expenditures.

The U.S. Attorney's Office in Cleveland, Ohio has advised FGCO that it is considering prosecution under the Clean Water Act and the Migratory Bird Treaty Act for three petroleum spills at the Edgewater, Lakeshore and Bay Shore plants which occurred on November 1, 2005, January 26, 2007 and February 27, 2007. FGCO is unable to predict the outcome of this matter.

Regulation of Waste Disposal

As a result of the Resource Conservation and Recovery Act of 1976, as amended, and the Toxic Substances Control Act of 1976, federal and state hazardous waste regulations have been promulgated. Certain fossil-fuel combustion waste products, such as coal ash, were exempted from hazardous waste disposal requirements pending the EPA's evaluation of the need for future regulation. In February 2009, the EPA requested comments from the states on options for regulating coal combustion wastes, including regulation as non-hazardous waste or regulation as a hazardous waste. In March and June 2009, the EPA requested information from FGCO’s Bruce Mansfield Plant regarding the management of coal combustion wastes. In December 2009, EPA provided to FGCO the findings of its review of the Bruce Mansfield Plant’s coal combustion waste management practices. EPA observed that the waste management structures and the Plant “appeared to be well maintained and in good working order” and recommended only that FGCO “seal and maintain all asphalt surfaces.” On December 30, 2009, in an advanced notice of public rulemaking, the EPA said that the large volumes of coal combustion residuals produced by electric utilities pose significant financial risk to the industry. Additional regulations of fossil-fuel combustion waste products could have a significant impact on our management, beneficial use, and disposal, of coal ash. FGCO's future cost of compliance with any coal combustion waste regulations which may be promulgated could be substantial and would depend, in part, on the regulatory action taken by the EPA and implementation by the states.

The Utilities have been named as potentially responsible parties at waste disposal sites, which may require cleanup under the Comprehensive Environmental Response, Compensation, and Liability Act of 1980. Allegations of disposal of hazardous substances at historical sites and the liability involved are often unsubstantiated and subject to dispute; however, federal law provides that all potentially responsible parties for a particular site may be liable on a joint and several basis. Environmental liabilities that are considered probable have been recognized on the consolidated balance sheet as of December 31, 2009, based on estimates of the total costs of cleanup, the Utilities' proportionate responsibility for such costs and the financial ability of other unaffiliated entities to pay. Total liabilities of approximately $101 million (JCP&L - $74 million, TE - $1 million, CEI - $1 million, FGCO - $1 million and FirstEnergy - $24 million) have been accrued through December 31, 2009. Included in the total are accrued liabilities of approximately $67 million for environmental remediation of former manufactured gas plants and gas holder facilities in New Jersey, which are being recovered by JCP&L through a non-bypassable SBC.

(D) OTHER LEGAL PROCEEDINGS

Power Outages and Related Litigation

In July 1999, the Mid-Atlantic States experienced a severe heat wave, which resulted in power outages throughout the service territories of many electric utilities, including JCP&L's territory. Two class action lawsuits (subsequently consolidated into a single proceeding) were filed in New Jersey Superior Court in July 1999 against JCP&L, GPU and other GPU companies, seeking compensatory and punitive damages due to the outages.

After various motions, rulings and appeals, the Plaintiffs' claims for consumer fraud, common law fraud, negligent misrepresentation, strict product liability, and punitive damages were dismissed, leaving only the negligence and breach of contract causes of actions. The class was decertified twice by the trial court, and appealed both times by the Plaintiffs, with the results being that: (1) the Appellate Division limited the class only to those customers directly impacted by the outages of JCP&L transformers in Red Bank, NJ, based on a common incident involving the failure of the bushings of two large transformers in the Red Bank substation which resulted in planned and unplanned outages in the area during a 2-3 day period, and (2) in March 2007, the Appellate Division remanded this matter back to the Trial Court to allow plaintiffs sufficient time to establish a damage model or individual proof of damages. On March 31, 2009, the trial court again granted JCP&L’s motion to decertify the class. On April 20, 2009, the Plaintiffs filed a motion for leave to take an interlocutory appeal to the trial court's decision to decertify the class, which was granted by the Appellate Division on June 15, 2009. Plaintiffs filed their appellate brief on August 25, 2009, and JCP&L filed an opposition brief on September 25, 2009. On or about October 13, 2009, Plaintiffs filed their reply brief in further support of their appeal of the trial court's decision decertifying the class. The Appellate Division heard oral argument on January 5, 2010, before a three-judge panel. JCP&L is awaiting the Court’s decision.

Nuclear Plant Matters

In August 2007, FENOC submitted an application to the NRC to renew the operating licenses for the Beaver Valley Power Station (Units 1 and 2) for an additional 20 years. On November 5, 2009, the NRC issued a renewed operating license for Beaver Valley Power Station, Units 1 and 2. The operating licenses for these facilities were extended until 2036 and 2047 for Units 1 and 2, respectively.

Under NRC regulations, FirstEnergy must ensure that adequate funds will be available to decommission its nuclear facilities. As of December 31, 2009, FirstEnergy had approximately $1.9 billion invested in external trusts to be used for the decommissioning and environmental remediation of Davis-Besse, Beaver Valley, Perry and TMI-2. As part of the application to the NRC to transfer the ownership of Davis-Besse, Beaver Valley and Perry to NGC in 2005, FirstEnergy provided an additional $80 million parental guarantee associated with the funding of decommissioning costs for these units and indicated that it planned to contribute an additional $80 million to these trusts by 2010. As required by the NRC, FirstEnergy annually recalculates and adjusts the amount of its parental guarantee, as appropriate. The values of FirstEnergy’s nuclear decommissioning trusts fluctuate based on market conditions. If the value of the trusts decline by a material amount, FirstEnergy’s obligation to fund the trusts may increase. Disruptions in the capital markets and its effects on particular businesses and the economy in general also affects the values of the nuclear decommissioning trusts. On June 18, 2009, the NRC informed FENOC that its review tentatively concluded that a shortfall existed in the decommissioning trust fund for Beaver Valley Unit 1. On November 24, 2009, FENOC submitted a revised decommissioning funding calculation using the NRC formula method based on the renewed license for Beaver Valley Unit 1, which extended operations until 2036. FENOC’s submittal demonstrated that there was a de minimis shortfall. On December 11, 2009, the NRC’s review of FirstEnergy’s methodology for the funding of decommissioning of this facility concluded that there was reasonable assurance of adequate decommissioning funding at the time permanent termination of operations is expected. FirstEnergy continues to evaluate the status of its funding obligations for the decommissioning of these nuclear facilities.

Other Legal Matters

There are various lawsuits, claims (including claims for asbestos exposure) and proceedings related to FirstEnergy's normal business operations pending against FirstEnergy and its subsidiaries. The other potentially material items not otherwise discussed above are described below.

JCP&L's bargaining unit employees filed a grievance challenging JCP&L's 2002 call-out procedure that required bargaining unit employees to respond to emergency power outages. On May 20, 2004, an arbitration panel concluded that the call-out procedure violated the parties' collective bargaining agreement. On September 9, 2005, the arbitration panel issued an opinion to award approximately $16 million to the bargaining unit employees. A final order identifying the individual damage amounts was issued on October 31, 2007 and the award appeal process was initiated. The union filed a motion with the federal Court to confirm the award and JCP&L filed its answer and counterclaim to vacate the award on December 31, 2007. JCP&L and the union filed briefs in June and July of 2008 and oral arguments were held in the fall. On February 25, 2009, the federal district court denied JCP&L’s motion to vacate the arbitration decision and granted the union’s motion to confirm the award. JCP&L filed a Notice of Appeal to the Third Circuit and a Motion to Stay Enforcement of the Judgment on March 6, 2009. The appeal process could take as long as 24 months. The parties are participating in the federal court's mediation programs and have held private settlement discussions. JCP&L recognized a liability for the potential $16 million award in 2005. Post-judgment interest began to accrue as of February 25, 2009, and the liability will be adjusted accordingly.

FirstEnergy accrues legal liabilities only when it concludes that it is probable that it has an obligation for such costs and can reasonably estimate the amount of such costs. If it were ultimately determined that FirstEnergy or its subsidiaries have legal liability or are otherwise made subject to liability based on the above matters, it could have a material adverse effect on FirstEnergy's or its subsidiaries' financial condition, results of operations and cash flows.

16. SEGMENT INFORMATION

Financial information for each of FirstEnergy’s reportable segments is presented in the following table. FES and the Utilities do not have separate reportable operating segments. With the completion of transition to a fully competitive generation market in Ohio in 2009, the former Ohio Transitional Generation Services segment was combined with the Energy Delivery Services segment, consistent with how management views the business. Disclosures for FirstEnergy’s operating segments for 2008 and 2007 have been reclassified to conform to the 2009 presentation.

The energy delivery services segment transmits and distributes electricity through our eight utility operating companies, serving 4.5 million customers within 36,100 square miles of Ohio, Pennsylvania and New Jersey and purchases power for its PLR and default service requirements in Ohio, Pennsylvania and New Jersey. Its revenues are primarily derived from the delivery of electricity within our service areas, cost recovery of regulatory assets and the sale of electric generation service to retail customers who have not selected an alternative supplier (default service) in its Ohio, Pennsylvania and New Jersey franchise areas. Its results reflect the commodity costs of securing electric generation from FES and from non-affiliated power suppliers, the net PJM and MISO transmission expenses related to the delivery of the respective generation loads, and the deferral and amortization of certain fuel costs.

The competitive energy services segment supplies electric power to end-use customers through retail and wholesale arrangements, including associated company power sales to meet all or a portion of the PLR and default service requirements of FirstEnergy's Ohio and Pennsylvania utility subsidiaries and competitive retail sales to customers primarily in Ohio, Pennsylvania, Maryland and Michigan. This business segment owns or leases and operates 19 generating facilities with a net demonstrated capacity of 13,710 MWs and also purchases electricity to meet sales obligations. The segment's net income is primarily derived from affiliated and non-affiliated electric generation sales revenues less the related costs of electricity generation, including purchased power and net transmission (including congestion) and ancillary costs charged by PJM and MISO to deliver energy to the segment’s customers.

The other segment contains corporate items and other businesses that are below the quantifiable threshold for separate disclosure as a reportable segment.

Segment Financial Information	Energy Delivery Services	Competitive Energy Services	Other	Reconciling Adjustments	Consolidated
			(In millions)		
2009					
External revenues	$ 11,144	$ 1,888	$ 37	$ (119)	$ 12,950
Internal revenues*	-	2,843	-	(2,826)	17
Total revenues	11,144	4,731	37	(2,945)	12,967
Depreciation and amortization	1,464	270	10	11	1,755
Investment income	139	121	-	(56)	204
Net interest charges	469	106	8	265	848
Income taxes	290	345	(265)	(125)	245
Net income	435	517	257	(219)	990
Total assets	22,978	10,584	607	135	34,304
Total goodwill	5,551	24	-	-	5,575
Property additions	750	1,262	149	42	2,203
2008					
External revenues	$ 12,068	$ 1,571	$ 72	$ (84)	$ 13,627
Internal revenues	-	2,968	-	(2,968)	-
Total revenues	12,068	4,539	72	(3,052)	13,627
Depreciation and amortization	1,154	243	4	13	1,414
Investment income	171	(34)	6	(84)	59
Net interest charges	408	108	2	184	702
Income taxes	611	314	(53)	(95)	777
Net income	916	472	116	(165)	1,339
Total assets	23,025	9,559	539	398	33,521
Total goodwill	5,551	24	-	-	5,575
Property additions	839	1,835	176	38	2,888
2007					
External revenues	$ 11,322	$ 1,468	$ 39	$ (27)	$ 12,802
Internal revenues	-	2,901	-	(2,901)	-
Total revenues	11,322	4,369	39	(2,928)	12,802
Depreciation and amortization	899	204	4	26	1,133
Investment income	241	16	1	(138)	120
Net interest charges	446	152	4	141	743
Income taxes	643	330	4	(94)	883
Net income	965	495	12	(160)	1,312
Total assets	23,826	7,669	303	513	32,311
Total goodwill	5,583	24	-	-	5,607
Property additions	814	740	21	58	1,633

* Under the accounting standard for the effects of certain types of regulation, internal revenues are not fully offset for sales of RECs by FES to the Ohio Companies that are retained in inventory.

Reconciling adjustments to segment operating results from internal management reporting to consolidated external financial reporting primarily consist of interest expense related to holding company debt, corporate support services revenues and expenses and elimination of intersegment transactions.

Products and Services

Year	Electricity Sales
	(In millions)
2009	$ 12,032
2008	12,693
2007	11,944

17. NEW ACCOUNTING STANDARDS AND INTERPRETATIONS

In 2009, the FASB amended the derecognition guidance in the Transfers and Servicing Topic of the FASB Accounting Standards Codification and eliminated the concept of a QSPE. The amended guidance requires an evaluation of all existing QSPEs to determine whether they must be consolidated. This standard is effective for financial asset transfers that occur in fiscal years beginning after November 15, 2009. FirstEnergy does not expect this standard to have a material effect upon its financial statements.

In 2009, the FASB amended the consolidation guidance applied to VIEs. This standard replaces the quantitative approach previously required to determine which entity has a controlling financial interest in a VIE with a qualitative approach. Under the new approach, the primary beneficiary of a VIE is the entity that has both (a) the power to direct the activities of the VIE that most significantly impact the entity's economic performance, and (b) the obligation to absorb losses of the entity, or the right to receive benefits from the entity, that could be significant to the VIE. This standard also requires ongoing reassessments of whether an entity is the primary beneficiary of a VIE and enhanced disclosures about an entity's involvement in VIEs. The standard is effective for fiscal years beginning after November 15, 2009. FirstEnergy is currently evaluating the impact of adopting this standard on its financial statements.

In 2010, the FASB amended the Fair Value Measurements and Disclosures Topic of the FASB Accounting Standards Codification to require additional disclosures about 1) transfers of Level 1 and Level 2 fair value measurements, including the reason for transfers, 2) purchases, sales, issuances and settlements in the roll forward of activity in Level 3 fair value measurements, 3) additional disaggregation to include fair value measurement disclosures for each class of assets and liabilities and 4) disclosure of inputs and valuation techniques used to measure fair value for both recurring and nonrecurring fair value measurements. The amendment is effective for fiscal years beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances and settlements in the roll forward of activity in Level 3 fair value measurements, which is effective for fiscal years beginning after December 15, 2010. FirstEnergy does not expect this standard to have a material effect upon its financial statements.

18. TRANSACTIONS WITH AFFILIATED COMPANIES

FES' and the Utilities' operating revenues, operating expenses, investment income and interest expense include transactions with affiliated companies. These affiliated company transactions include PSAs between FES and the Utilities, support service billings from FESC and FENOC, interest on associated company notes and other transactions (see Note 7).

The Ohio Companies had a PSA with FES through December 31, 2009 to meet their PLR and default service obligations. Met-Ed and Penelec have a partial requirement PSA with FES to meet a portion of their PLR and default service obligations (see Note 9). FES is incurring interest expense through FGCO and NGC on associated company notes payable to the Ohio Companies and Penn related to the 2005 intra-system generation asset transfers. The primary affiliated company transactions for FES and the Utilities for the three years ended December 31, 2009 are as follows:

Affiliated Company Transactions - 2009	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)			
Revenues:							
Electric sales to affiliates	$ 2,826	$ 187	$ -	$ 35	$ -	$ -	$ -
Ground lease with ATSI	-	12	7	2	-	-	-
Other*	17	-	-	-	-	-	-
Expenses:							
Purchased power from affiliates	222	991	735	393	-	365	342
Support services	563	140	60	55	85	52	53
Investment Income:							
Interest income from affiliates	-	15	-	17	-	-	-
Interest income from FirstEnergy	4	1	-	-	-	-	-
Interest Expense:							
Interest expense to affiliates	6	5	17	-	4	3	2
Interest expense to FirstEnergy	4	-	1	1	-	-	1

* Under the accounting standard for the effects of certain types of regulation, internal revenues are not fully offset for sales of RECs by FES to the Ohio Companies that are retained in inventory.

Affiliated Company Transactions - 2008	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
				(In millions)			
Revenues:							
Electric sales to affiliates	$ 2,968	$ 70	$ -	$ 30	$ -	$ -	$ -
Ground lease with ATSI	-	12	7	2	-	-	-
Expenses:							
Purchased power from affiliates	101	1,203	766	411	-	304	284
Support services	552	145	67	62	90	57	56
Investment Income:							
Interest income from affiliates	-	15	1	20	1	-	1
Interest income from FirstEnergy	13	13	-	-	-	-	-
Interest Expense:							
Interest expense to affiliates	4	3	19	1	3	2	2
Interest expense to FirstEnergy	26	-	7	2	5	4	5

Affiliated Company Transactions - 2007	FES	OE	CEI	TE	JCP&L	Met-Ed	Penelec
Revenues:							
Electric sales to affiliates	$ 2,901	$ 73	$ 92	$ 167	$ -	$ -	$ -
Ground lease with ATSI	-	12	7	2	-	-	-
Expenses:							
Purchased power from affiliates	234	1,261	770	392	-	290	285
Support services	560	146	70	55	100	54	58
Investment Income:							
Interest income from affiliates	-	30	17	18	1	1	1
Interest income from FirstEnergy	28	29	2	-	-	-	-
Interest Expense:							
Interest expense to affiliates	31	1	1	-	1	1	1
Interest expense to FirstEnergy	34	-	1	10	11	10	11

FirstEnergy does not bill directly or allocate any of its costs to any subsidiary company. Costs are allocated to FES and the Utilities from FESC and FENOC. The majority of costs are directly billed or assigned at no more than cost. The remaining costs are for services that are provided on behalf of more than one company, or costs that cannot be precisely identified and are allocated using formulas developed by FESC and FENOC. The current allocation or assignment formulas used and their bases include multiple factor formulas: each company's proportionate amount of FirstEnergy's aggregate direct payroll, number of employees, asset balances, revenues, number of customers, other factors and specific departmental charge ratios. Management believes that these allocation methods are reasonable. Intercompany transactions with FirstEnergy and its other subsidiaries are generally settled under commercial terms within thirty days.

19. SUPPLEMENTAL GUARANTOR INFORMATION

As discussed, in Note 7, FES has fully and unconditionally guaranteed all of FGCO's obligations under each of the leases associated with Bruce Mansfield Unit 1. The consolidating statements of income for the three years ended December 31, 2009, consolidating balance sheets as of December 31, 2009, and December 31, 2008, and condensed consolidating statements of cash flows for the three years ended December 31, 2009, for FES (parent and guarantor), FGCO and NGC (non-guarantor) are presented below. Investments in wholly owned subsidiaries are accounted for by FES using the equity method. Results of operations for FGCO and NGC are, therefore, reflected in FES' investment accounts and earnings as if operating lease treatment was achieved (see Note 7). The principal elimination entries eliminate investments in subsidiaries and intercompany balances and transactions and the entries required to reflect operating lease treatment associated with the 2007 Bruce Mansfield Unit 1 sale and leaseback transaction.

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF INCOME

For the Year Ended December 31, 2009	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
REVENUES	$ 4,390,111	$ 2,216,237	$ 1,360,522	$ (3,238,533)	$ 4,728,337
EXPENSES:					
Fuel	18,416	971,021	138,026	-	1,127,463
Purchased power from affiliates	3,220,197	18,336	222,406	(3,238,533)	222,406
Purchased power from non-affiliates	996,383	-	-	-	996,383
Other operating expenses	220,660	395,330	518,473	48,762	1,183,225
Provision for depreciation	4,147	121,007	139,488	(5,249)	259,393
General taxes	18,214	44,075	24,626	-	86,915
Total expenses	4,478,017	1,549,769	1,043,019	(3,195,020)	3,875,785
OPERATING INCOME	(87,906)	666,468	317,503	(43,513)	852,552
OTHER INCOME (EXPENSE):					
Investment income	5,297	683	119,246	-	125,226
Miscellaneous income (expense), including net income from equity investees	656,451	(3,931)	61	(645,911)	6,670
Interest expense to affiliates	(135)	(5,619)	(4,352)	-	(10,106)
Interest expense - other	(44,837)	(99,802)	(62,034)	64,553	(142,120)
Capitalized interest	212	49,577	10,363	-	60,152
Total other income (expense)	616,988	(59,092)	63,284	(581,358)	39,822
INCOME BEFORE INCOME TAXES	529,082	607,376	380,787	(624,871)	892,374
INCOME TAXES	(48,002)	207,171	135,785	20,336	315,290
NET INCOME	$ 577,084	$ 400,205	$ 245,002	$ (645,207)	$ 577,084

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF INCOME

For the Year Ended December 31, 2008	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
REVENUES	$ 4,470,112	$ 2,275,451	$ 1,204,534	$ (3,431,744)	$ 4,518,353
EXPENSES:					
Fuel	16,322	1,171,993	126,978	-	1,315,293
Purchased power from non-affiliates	778,882	-	-	-	778,882
Purchased power from affiliates	3,417,126	14,618	101,409	(3,431,744)	101,409
Other operating expenses	116,972	416,723	502,096	48,757	1,084,548
Provision for depreciation	5,986	119,763	111,529	(5,379)	231,899
General taxes	19,260	46,153	22,591	-	88,004
Total expenses	4,354,548	1,769,250	864,603	(3,388,366)	3,600,035
OPERATING INCOME	115,564	506,201	339,931	(43,378)	918,318
OTHER INCOME (EXPENSE):					
Investment income (loss)	10,953	2,034	(35,665)	-	(22,678)
Miscellaneous income (expense), including net income from equity investees	438,214	(5,400)	-	(431,116)	1,698
Interest expense to affiliates	(314)	(20,342)	(9,173)	-	(29,829)
Interest expense - other	(24,674)	(95,926)	(56,486)	65,404	(111,682)
Capitalized interest	142	39,934	3,688	-	43,764
Total other income (expense)	424,321	(79,700)	(97,636)	(365,712)	(118,727)
INCOME BEFORE INCOME TAXES	539,885	426,501	242,295	(409,090)	799,591
INCOME TAXES	33,475	155,100	90,247	14,359	293,181
NET INCOME	$ 506,410	$ 271,401	$ 152,048	$ (423,449)	$ 506,410

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF INCOME

For the Year Ended December 31, 2007	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
REVENUES	$ 4,345,790	$ 1,982,166	$ 1,062,026	$ (3,064,955)	$ 4,325,027
EXPENSES:					
Fuel	26,169	942,946	117,895	-	1,087,010
Purchased power from non-affiliates	764,090	-	-	-	764,090
Purchased power from affiliates	3,038,786	186,415	73,844	(3,064,955)	234,090
Other operating expenses	161,797	352,856	514,389	11,997	1,041,039
Provision for depreciation	2,269	99,741	92,239	(1,337)	192,912
General taxes	20,953	41,456	24,689	-	87,098
Total expenses	4,014,064	1,623,414	823,056	(3,054,295)	3,406,239
OPERATING INCOME	331,726	358,752	238,970	(10,660)	918,788
OTHER INCOME (EXPENSE):					
Investment income	22,845	2,799	15,793	-	41,437
Miscellaneous income (expense), including net income from equity investees	319,133	1,411	(913)	(308,192)	11,439
Interest expense to affiliates	(1,320)	(48,536)	(15,645)	-	(65,501)
Interest expense - other	(9,503)	(59,412)	(39,458)	16,174	(92,199)
Capitalized interest	35	14,369	5,104	-	19,508
Total other income (expense)	331,190	(89,369)	(35,119)	(292,018)	(85,316)
INCOME BEFORE INCOME TAXES	662,916	269,383	203,851	(302,678)	833,472
INCOME TAXES	134,052	90,801	77,467	2,288	304,608
NET INCOME	$ 528,864	$ 178,582	$ 126,384	$ (304,966)	$ 528,864

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING BALANCE SHEETS

As of December 31, 2009	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	$ -	$ 3	$ 9	$ -	$ 12
Receivables-					
Customers	195,107	-	-	-	195,107
Associated companies	305,298	175,730	134,841	(297,308)	318,561
Other	28,394	10,960	12,518	-	51,872
Notes receivable from associated companies	416,404	240,836	147,863	-	805,103
Materials and supplies, at average cost	17,265	307,079	215,197	-	539,541
Prepayments and other	80,025	18,356	9,401	-	107,782
	1,042,493	752,964	519,829	(297,308)	2,017,978
PROPERTY, PLANT AND EQUIPMENT:					
In service	90,474	5,478,346	5,174,835	(386,023)	10,357,632
Less - Accumulated provision for depreciation	13,649	2,778,320	1,910,701	(171,512)	4,531,158
	76,825	2,700,026	3,264,134	(214,511)	5,826,474
Construction work in progress	6,032	2,049,078	368,336	-	2,423,446
	82,857	4,749,104	3,632,470	(214,511)	8,249,920
INVESTMENTS:					
Nuclear plant decommissioning trusts	-	-	1,088,641	-	1,088,641
Investment in associated companies	4,477,602	-	-	(4,477,602)	-
Other	1,137	21,127	202	-	22,466
	4,478,739	21,127	1,088,843	(4,477,602)	1,111,107
DEFERRED CHARGES AND OTHER ASSETS:					
Accumulated deferred income taxes	93,379	381,849	-	(388,602)	86,626
Goodwill	24,248	-	-	-	24,248
Property taxes	-	27,811	22,314	-	50,125
Unamortized sale and leaseback costs	-	16,454	-	56,099	72,553
Other	99,411	71,179	18,755	(51,114)	138,231
	217,038	497,293	41,069	(383,617)	371,783
	$ 5,821,127	$ 6,020,488	$ 5,282,211	$ (5,373,038)	$ 11,750,788
LIABILITIES AND CAPITALIZATION					
CURRENT LIABILITIES:					
Currently payable long-term debt	$ 736	$ 646,402	$ 922,429	$ (18,640)	$ 1,550,927
Short-term borrowings-					
Associated companies	-	9,237	-	-	9,237
Other	100,000	-	-	-	100,000
Accounts payable-					
Associated companies	261,788	170,446	295,045	(261,201)	466,078
Other	51,722	193,641	-	-	245,363
Accrued taxes	44,213	61,055	22,777	(44,887)	83,158
Other	173,015	132,314	16,734	36,994	359,057
	631,474	1,213,095	1,256,985	(287,734)	2,813,820
CAPITALIZATION:					
Common stockholder's equity	3,514,571	2,346,515	2,119,488	(4,466,003)	3,514,571
Long-term debt and other long-term obligations	1,519,339	1,906,818	554,825	(1,269,330)	2,711,652
	5,033,910	4,253,333	2,674,313	(5,735,333)	6,226,223
NONCURRENT LIABILITIES:					
Deferred gain on sale and leaseback transaction	-	-	-	992,869	992,869
Accumulated deferred income taxes	-	-	342,840	(342,840)	-
Accumulated deferred investment tax credits	-	36,359	22,037	-	58,396
Asset retirement obligations	-	25,714	895,734	-	921,448
Retirement benefits	33,144	170,891	-	-	204,035
Property taxes	-	27,811	22,314	-	50,125
Lease market valuation liability	-	262,200	-	-	262,200
Other	122,599	31,085	67,988	-	221,672
	155,743	554,060	1,350,913	650,029	2,710,745

$ 5,821,127	$ 6,020,488	$ 5,282,211	$ (5,373,038)	$ 11,750,788

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING BALANCE SHEETS

As of December 31, 2008	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	$ -	$ 39	$ -	$ -	$ 39
Receivables-					
Customers	86,123	-	-	-	86,123
Associated companies	363,226	225,622	113,067	(323,815)	378,100
Other	991	11,379	12,256	-	24,626
Notes receivable from associated companies	107,229	21,946	-	-	129,175
Materials and supplies, at average cost	5,750	303,474	212,537	-	521,761
Prepayments and other	76,773	35,102	660	-	112,535
	640,092	597,562	338,520	(323,815)	1,252,359
PROPERTY, PLANT AND EQUIPMENT:					
In service	134,905	5,420,789	4,705,735	(389,525)	9,871,904
Less - Accumulated provision for depreciation	13,090	2,702,110	1,709,286	(169,765)	4,254,721
	121,815	2,718,679	2,996,449	(219,760)	5,617,183
Construction work in progress	4,470	1,441,403	301,562	-	1,747,435
	126,285	4,160,082	3,298,011	(219,760)	7,364,618
INVESTMENTS:					
Nuclear plant decommissioning trusts	-	-	1,033,717	-	1,033,717
Long-term notes receivable from associated companies	-	-	62,900	-	62,900
Investment in associated companies	3,596,152	-	-	(3,596,152)	-
Other	1,913	59,476	202	-	61,591
	3,598,065	59,476	1,096,819	(3,596,152)	1,158,208
DEFERRED CHARGES AND OTHER ASSETS:					
Accumulated deferred income taxes	24,703	476,611	-	(233,552)	267,762
Lease assignment receivable from associated companies	-	71,356	-	-	71,356
Goodwill	24,248	-	-	-	24,248
Property taxes	-	27,494	22,610	-	50,104
Unamortized sale and leaseback costs	-	20,286	-	49,646	69,932
Other	59,642	59,674	21,743	(44,625)	96,434
	108,593	655,421	44,353	(228,531)	579,836
	$ 4,473,035	$ 5,472,541	$ 4,777,703	$ (4,368,258)	$ 10,355,021
LIABILITIES AND CAPITALIZATION					
CURRENT LIABILITIES:					
Currently payable long-term debt	$ 5,377	$ 925,234	$ 1,111,183	$ (16,896)	$ 2,024,898
Short-term borrowings-					
Associated companies	1,119	257,357	6,347	-	264,823
Other	1,000,000	-	-	-	1,000,000
Accounts payable-					
Associated companies	314,887	221,266	250,318	(314,133)	472,338
Other	35,367	119,226	-	-	154,593
Accrued taxes	8,272	60,385	30,790	(19,681)	79,766
Other	61,034	136,867	13,685	36,853	248,439
	1,426,056	1,720,335	1,412,323	(313,857)	4,244,857
CAPITALIZATION:					
Common stockholder's equity	2,944,423	1,832,678	1,752,580	(3,585,258)	2,944,423
Long-term debt and other long-term obligations	61,508	1,328,921	469,839	(1,288,820)	571,448
	3,005,931	3,161,599	2,222,419	(4,874,078)	3,515,871
NONCURRENT LIABILITIES:					
Deferred gain on sale and leaseback transaction	-	-	-	1,026,584	1,026,584
Accumulated deferred income taxes	-	-	206,907	(206,907)	-
Accumulated deferred investment tax credits	-	39,439	23,289	-	62,728
Asset retirement obligations	-	24,134	838,951	-	863,085
Retirement benefits	22,558	171,619	-	-	194,177
Property taxes	-	27,494	22,610	-	50,104
Lease market valuation liability	-	307,705	-	-	307,705
Other	18,490	20,216	51,204	-	89,910

	41,048	590,607	1,142,961	819,677	2,594,293
	$ 4,473,035	$ 5,472,541	$ 4,777,703	$ (4,368,258)	$ 10,355,021

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

For the Year Ended December 31, 2009	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
NET CASH PROVIDED FROM (USED FOR) OPERATING ACTIVITIES	$ (20,027)	$ 790,411	$ 621,649	$ (17,744)	$ 1,374,289
CASH FLOWS FROM FINANCING ACTIVITIES:					
New financing-					
Long-term debt	1,498,087	576,800	363,515	-	2,438,402
Equity contributions from parent	-	100,000	150,000	(250,000)	-
Redemptions and repayments-					
Long-term debt	(1,766)	(320,754)	(404,383)	17,747	(709,156)
Short-term borrowings, net	(901,119)	(248,120)	(6,347)	-	(1,155,586)
Other	(12,054)	(6,157)	(3,576)	(3)	(21,790)
Net cash provided from financing activities	583,148	101,769	99,209	(232,256)	551,870
CASH FLOWS FROM INVESTING ACTIVITIES:					
Property additions	(4,372)	(671,691)	(546,869)	-	(1,222,932)
Proceeds from asset sales	-	18,371	-	-	18,371
Sales of investment securities held in trusts	-	-	1,379,154	-	1,379,154
Purchases of investment securities held in trusts	-	-	(1,405,996)	-	(1,405,996)
Loans to associated companies, net	(309,175)	(218,890)	(147,863)	-	(675,928)
Investment in subsidiaries	(250,000)	-	-	250,000	-
Other	426	(20,006)	725	-	(18,855)
Net cash used for investing activities	(563,121)	(892,216)	(720,849)	250,000	(1,926,186)
Net change in cash and cash equivalents	-	(36)	9	-	(27)
Cash and cash equivalents at beginning of year	-	39	-	-	39
Cash and cash equivalents at end of year	$ -	$ 3	$ 9	$ -	$ 12

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

For the Year Ended December 31, 2008	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
NET CASH PROVIDED FROM OPERATING ACTIVITIES	$ 40,791	$ 350,986	$ 478,047	$ (16,896)	$ 852,928
CASH FLOWS FROM FINANCING ACTIVITIES:					
New financing-					
Long-term debt	-	353,325	265,050	-	618,375
Equity contributions from parent	280,000	675,000	175,000	(850,000)	280,000
Short-term borrowings, net	701,119	18,571	-	(18,931)	700,759
Redemptions and repayments-					
Long-term debt	(2,955)	(293,349)	(183,132)	16,896	(462,540)
Short-term borrowings, net	-	-	(18,931)	18,931	-
Common stock dividend payment	(43,000)	-	-	-	(43,000)
Other	-	(3,107)	(2,040)	-	(5,147)
Net cash provided from financing activities	935,164	750,440	235,947	(833,104)	1,088,447
CASH FLOWS FROM INVESTING ACTIVITIES:					
Property additions	(43,244)	(1,047,917)	(744,468)	-	(1,835,629)
Proceeds from asset sales	-	23,077	-	-	23,077
Sales of investment securities held in trusts	-	-	950,688	-	950,688
Purchases of investment securities held in trusts	-	-	(987,304)	-	(987,304)
Loans repayments from (loans to) associated companies	(83,457)	(21,946)	69,012	-	(36,391)
Investment in subsidiary	(850,000)	-	-	850,000	-
Other	744	(54,601)	(1,922)	-	(55,779)
Net cash used for investing activities	(975,957)	(1,101,387)	(713,994)	850,000	(1,941,338)
Net change in cash and cash equivalents	(2)	39	-	-	37
Cash and cash equivalents at beginning of year	2	-	-	-	2
Cash and cash equivalents at end of year	$ -	$ 39	$ -	$ -	$ 39

FIRSTENERGY SOLUTIONS CORP.

CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

For the Year Ended December 31, 2007	FES	FGCO	NGC	Eliminations	Consolidated
			(In thousands)		
NET CASH PROVIDED FROM (USED FOR) OPERATING ACTIVITIES	$ (18,017)	$ 55,172	$ 263,468	$ (6,306)	$ 294,317
CASH FLOWS FROM FINANCING ACTIVITIES:					
New financing-					
Long-term debt	-	1,576,629	179,500	(1,328,919)	427,210
Equity contributions from parent	700,000	700,000	-	(700,000)	700,000
Short-term borrowings, net	300,000	-	25,278	(325,278)	-
Redemptions and repayments-					
Common stock	(600,000)	-	-	-	(600,000)
Long-term debt	-	(1,048,647)	(494,070)	6,306	(1,536,411)
Short-term borrowings, net	-	(783,599)	-	325,278	(458,321)
Common stock dividend payment	(117,000)	-	-	-	(117,000)
Other	-	(3,474)	(1,725)	-	(5,199)
Net cash provided from (used for) financing activities	283,000	440,909	(291,017)	(2,022,613)	(1,589,721)
CASH FLOWS FROM INVESTING ACTIVITIES:					
Property additions	(10,603)	(502,311)	(225,795)	-	(738,709)
Proceeds from asset sales	-	12,990	-	-	12,990
Proceeds from sale and leaseback transaction	-	-	-	1,328,919	1,328,919
Sales of investment securities held in trusts	-	-	655,541	-	655,541
Purchases of investment securities held in trusts	-	-	(697,763)	-	(697,763)
Loans repayments from associated companies	441,966	-	292,896	-	734,862
Investment in subsidiary	(700,000)	-	-	700,000	-
Other	3,654	(6,760)	2,670	-	(436)
Net cash provided from (used for) investing activities	(264,983)	(496,081)	27,549	2,028,919	1,295,404
Net change in cash and cash equivalents	-	-	-	-	-
Cash and cash equivalents at beginning of year	2	-	-	-	2
Cash and cash equivalents at end of year	$ 2	$ -	$ -	$ -	$ 2

20. SUMMARY OF QUARTERLY FINANCIAL DATA (UNAUDITED)

The following summarizes certain consolidated operating results by quarter for 2009 and 2008.

Three Months Ended	Revenues	Operating Income (Loss)	Income (Loss) Before Income Taxes	Income Taxes (Benefit)	Earnings Available To FirstEnergy
			(In millions)		
FE					
March 31, 2009	$ 3,334.0	$ 346.0	$ 169.0	$ 54.0	$ 119.0
March 31, 2008	3,277.0	618.0	464.0	187.0	276.0
June 30, 2009	3,271.0	802.0	656.0	248.0	414.0
June 30, 2008	3,245.0	582.0	423.0	160.0	263.0
September 30,2009	3,408.0	487.0	358.0	128.0	234.0
September 30,2008	3,904.0	846.0	709.0	238.0	471.0
December 31, 2009	2,954.0	244.0	52.0	(185.0)	239.0
December 31, 2008	3,201.0	713.0	520.0	192.0	332.0
FES					
March 31, 2009	$ 1,226.1	$ 304.3	$ 262.5	$ 91.8	$ 170.7
March 31, 2008	1,099.1	175.7	147.8	57.8	90.0
June 30, 2009	1,341.2	468.9	466.6	169.2	297.4
June 30, 2008	1,071.3	142.2	115.4	47.3	68.1
September 30,2009	1,104.6	175.7	310.8	111.2	199.7
September 30,2008	1,241.6	288.8	278.9	93.2	185.7
December 31, 2009	1,056.4	(96.3)	(147.5)	(56.9)	(90.7)
December 31, 2008	1,106.4	311.6	257.5	94.9	162.6
OE					
March 31, 2009	$ 749.0	$ 30.2	$ 15.7	$ 4.0	$ 11.5
March 31, 2008	652.6	77.1	70.9	26.9	43.9
June 30, 2009	672.2	58.8	50.5	16.9	33.5
June 30, 2008	609.6	76.1	70.7	21.7	48.8
September 30,2009	602.5	52.8	50.6	15.9	34.6
September 30,2008	702.3	100.0	101.1	28.5	72.5
December 31, 2009 *	493.2	87.1	71.8	29.4	42.3
December 31, 2008	637.3	80.8	68.2	21.5	46.5
CEI					
March 31, 2009	$ 449.7	$ (144.1)	$ (166.9)	$ (61.5)	$ (105.9)
March 31, 2008	437.3	110.8	88.8	30.3	57.9
June 30, 2009	475.1	98.5	74.2	26.5	47.3
June 30, 2008	434.4	123.4	100.8	33.8	66.6
September 30,2009	435.5	61.6	35.1	9.8	25.0
September 30,2008	524.1	159.9	136.8	43.0	93.4
December 31, 2009	315.8	64.7	36.4	15.0	20.9
December 31, 2008	420.1	120.5	96.9	29.7	66.6

* Includes a $4.8 million adjustment that increased net income in the fourth quarter of 2009 related to prior periods. (See Note 10 for description of adjustment).

Three Months Ended	Revenues	Operating Income (Loss)	Income (Loss) Before Income Taxes	Income Taxes (Benefit)	Earnings Available To FirstEnergy
			(In millions)		
TE					
March 31, 2009	$ 244.8	$ 2.2	$ 0.9	$ (0.1)	$ 1.0
March 31, 2008	211.7	26.1	25.1	8.1	17.0
June 30, 2009	226.2	10.1	9.8	3.4	6.4
June 30, 2008	221.5	30.9	28.7	7.4	21.3
September 30,2009	213.5	10.2	7.0	(0.1)	7.1
September 30,2008	251.1	45.1	43.4	12.2	31.2
December 31, 2009 **	149.4	23.8	14.2	4.7	9.5
December 31, 2008	211.2	10.8	7.6	2.1	5.4
Met-Ed					
March 31, 2009	$ 429.7	$ 37.7	$ 28.4	$ 11.7	$ 16.6
March 31, 2008	400.3	45.6	38.9	16.7	22.2
June 30, 2009	377.6	27.8	17.0	7.0	10.0
June 30, 2008	392.0	37.8	32.7	12.9	19.8
September 30,2009	445.5	24.2	13.1	2.3	10.7
September 30,2008	455.5	45.1	38.3	16.3	22.0
December 31, 2009	436.2	37.2	25.6	7.6	18.2
December 31, 2008	405.2	46.1	39.0	15.0	24.0
Penelec					
March 31, 2009	$ 388.6	$ 44.2	$ 31.8	$ 13.1	$ 18.7
March 31, 2008	395.5	56.0	39.7	18.3	21.4
June 30, 2009	331.7	36.0	25.1	10.2	14.8
June 30, 2008	351.4	44.2	30.4	12.0	18.4
September 30,2009	355.5	32.3	21.8	6.0	15.8
September 30,2008	389.8	46.6	31.7	9.1	22.6
December 31, 2009	373.1	49.4	32.4	16.4	16.1
December 31, 2008	376.9	57.7	44.0	18.2	25.8
JCP&L					
March 31, 2009	$ 773.7	$ 77.1	$ 50.1	$ 22.6	$ 27.6
March 31, 2008	794.2	86.9	62.4	28.4	34.0
June 30, 2009	708.1	95.4	67.9	29.8	38.1
June 30, 2008	834.7	97.4	74.4	31.5	42.9
September 30,2009	868.2	133.7	105.6	43.4	62.2
September 30,2008	1,102.6	157.7	131.7	55.8	75.9
December 31, 2009	642.7	84.1	55.7	13.0	42.6
December 31, 2008	740.8	92.5	66.7	32.5	34.2

** Includes a $2.5 million adjustment that increased net income in the fourth quarter of 2009 related to prior periods. (See Note 10 for description of adjustment).

21. SUBSEQUENT EVENTS

On February 11, 2010, FirstEnergy and Allegheny Energy, Inc. (Allegheny) announced that both companies' boards of directors unanimously approved a definitive agreement in which the companies would combine in a stock-for-stock transaction.

Under the terms of the agreement, Allegheny shareholders would receive 0.667 of a share of FirstEnergy common stock in exchange for each share of Allegheny they own. Based on the closing stock prices for both companies on February 10, 2010, Allegheny shareholders would receive a value of $27.65 per share, or $4.7 billion in the aggregate. FirstEnergy would also assume approximately $3.8 billion of Allegheny net debt.

The merger is conditioned upon, among other things, the approval of the shareholders of both companies, as well as expiration or termination of any applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 and approval by the FERC, the Maryland Public Service Commission, the PPUC, the Virginia State Corporation Commission and the West Virginia Public Service Commission. The merger is also conditioned on effectiveness at the SEC of FirstEnergy’s registration statement with respect to the shares to be issued in the transaction. The companies anticipate that the necessary approvals may be obtained within 12-14 months.

On February 11, 2010, S&P issued a report lowering FirstEnergy’s and its subsidiaries’ credit ratings by one notch, while maintaining its stable outlook. As a result, FirstEnergy may be required to post up to $48 million of collateral (see Note 15(B)). Moody's and Fitch affirmed the ratings and stable outlook of FirstEnergy and its subsidiaries on February 11, 2010. These rating agency actions were taken in response to the announcement of the proposed merger with Allegheny.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES -- FIRSTENERGY

Evaluation of Disclosure Controls and Procedures

FirstEnergy's Chief Executive Officer and Chief Financial Officer have reviewed and evaluated such registrant's disclosure controls and procedures, as defined in the Securities Exchange Act of 1934 Rules 13a-15(e) and 15d-15(e), as of the end date covered by this report. Based upon this evaluation, the Chief Executive Officer and Chief Financial Officer concluded that FirstEnergy's disclosure controls and procedures were effective as of December 31, 2009.

Management's Report on Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting as defined in Rule 13a-15(f) of the Securities Exchange Act of 1934. Using the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control – Integrated Framework, management conducted an evaluation of the effectiveness of FirstEnergy's internal control over financial reporting under the supervision of FirstEnergy's Chief Executive Officer and Chief Financial Officer. Based on that evaluation, management concluded that FirstEnergy's internal control over financial reporting was effective as of December 31, 2009. The effectiveness of FirstEnergy's internal control over financial reporting, as of December 31, 2009, has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report included herein.

Changes in Internal Control over Financial Reporting

There were no changes in FirstEnergy's internal control over financial reporting during the fourth quarter of 2009 that have materially affected, or are reasonably likely to materially affect, FirstEnergy's internal control over financial reporting.

ITEM 9A(T). CONTROLS AND PROCEDURES --FES, OE, CEI, TE, JCP&L, Met-Ed and Penelec

Evaluation of Disclosure Controls and Procedures

Each registrant's Chief Executive Officer and Chief Financial Officer have reviewed and evaluated such registrant's disclosure controls and procedures, as defined in the Securities Exchange Act of 1934 rules 13a-15(e) and 15d-15(e), as of the end date covered by this report. Based upon this evaluation, the respective Chief Executive Officer and Chief Financial Officer concluded that such registrant's disclosure controls and procedures were effective as of December 31, 2009.

Management's Report on Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting as defined in Rule 13a-15(f) of the Securities Exchange Act of 1934. Using the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control – Integrated Framework, management conducted an evaluation of the effectiveness of each registrant's internal control over financial reporting under the supervision of such registrant's Chief Executive Officer and Chief Financial Officer. Based on that evaluation, management concluded that each registrant's internal control over financial reporting was effective as of December 31, 2009. The effectiveness of each registrant's internal control over financial reporting, as of December 31, 2009, has not been audited by such registrant's independent registered public accounting firm.

Changes in Internal Control over Financial Reporting

There were no changes in internal control over financial reporting during the fourth quarter of 2009 that have materially affected, or are reasonably likely to materially affect, internal control over financial reporting for each registrant.

ITEM 9B. OTHER INFORMATION

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

The information required by Item 10, with respect to identification of FirstEnergy's directors and with respect to reports required to be filed under Section 16 of the Securities Exchange Act of 1934, is incorporated herein by reference to FirstEnergy's 2010 Proxy Statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934 and, with respect to identification of executive officers, to "Part I, Item 1. Business – Executive Officers" herein.

The Board of Directors, upon recommendation of the Corporate Governance and Audit Committees, has determined that Ernest J. Novak, Jr., an independent director, is the audit committee financial expert.

FirstEnergy makes available on its Web site at http://www.firstenergycorp.com/ir its Corporate Governance Policies and the charters for each of the following committees of the Board of Directors: Audit; Corporate Governance; Compensation; Finance; and Nuclear.

FirstEnergy has adopted a Code of Business Conduct, which applies to all employees, including the Chief Executive Officer, the Chief Financial Officer and the Chief Accounting Officer. In addition, the Board of Directors has its own Code of Business Conduct. These Codes can be found on the Web site provided in the previous paragraph.

ITEM 11. EXECUTIVE COMPENSATION

The information required by Item 11 is incorporated herein by reference to FirstEnergy's 2010 Proxy Statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

The information required by Item 12 is incorporated herein by reference to FirstEnergy's 2010 Proxy Statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by Item 13 is incorporated herein by reference to FirstEnergy's 2010 Proxy Statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

A summary of the audit and audit-related fees rendered by PricewaterhouseCoopers LLP for the years ended December 31, 2009 and 2008 are as follows:

	Audit Fees [1]		Audit-Related Fees	
Company	**2009**	**2008**	**2009**	**2008**
		(In thousands)		
FES	$ 991	$ 835	$ -	$ -
OE	1,019	1,155	-	-
CEI	734	764	-	-
TE	626	598	-	-
JCP&L	715	682	-	-
Met-Ed	607	583	-	-
Penelec	613	595	-	-
Other subsidiaries	690	607	-	-
Total FirstEnergy	$ 5,995	$ 5,819	$ -	$ -

(1) Professional services rendered for the audits of FirstEnergy's annual financial statements and reviews of financial statements included in FirstEnergy's Quarterly Reports on Form 10-Q and for services in connection with statutory and regulatory filings or engagements, including comfort letters and consents for financings and filings made with the SEC.

Tax and Other Fees

There were no other fees billed to FirstEnergy for tax or other services for the years ended December 31, 2009 and 2008.

Additional information required by this item is incorporated herein by reference to FirstEnergy's 2010 Proxy Statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934.

PART IV

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

(a) The following documents are filed as a part of this report on Form 10-K:

1. Financial Statements:

Management's Report on Internal Control Over Financial Reporting for FirstEnergy Corp., FES, OE, CEI, TE, JCP&L, Met-Ed, and Penelec is listed under Item 8 herein.

Reports of Independent Registered Public Accounting Firm for FirstEnergy Corp., FES, OE, CEI, TE, JCP&L, Met-Ed, and Penelec are listed under Item 8 herein.

The financial statements filed as a part of this report for FirstEnergy Corp., FES, OE, CEI, TE, JCP&L, Met-Ed, and Penelec are listed under Item 8 herein.

2. Financial Statement Schedules:

Reports of Independent Registered Public Accounting Firm as to Schedules for FirstEnergy Corp., FES, OE, CEI, TE, JCP&L, Met-Ed, and Penelec are included herein on pages 140, 141, 142, 143, 144, 145, 146 and 147.

Schedule II – Consolidated Valuation and Qualifying Accounts for FirstEnergy Corp., FES, OE, CEI, TE, JCP&L, Met-Ed, and Penelec are included herein on pages 302, 303, 304, 305, 306, 307, 308 and 309.

3. Exhibits – FirstEnergy

Exhibit Number	
2-1	Agreement and Plan of Merger, dated as of February 10, 2010, by and among FirstEnergy Corp., Element Merger Sub, Inc. and Allegheny Energy, Inc. (incorporated by reference to FE’s Form 8-K filed February 11, 2010, Exhibit 2.1, File No. 333-21011)
(A) 3-1	Amended Articles of Incorporation of FirstEnergy Corp.
3-2	FirstEnergy Corp. Amended Code of Regulations. (incorporated by reference to FE’s Form 10-K filed February 25, 2009, Exhibit 3.1, File No. 333-21011)
4-1	Indenture, dated November 15, 2001, between FirstEnergy Corp. and The Bank of New York Mellon, as Trustee. (incorporated by reference to FE’s Form S-3 filed September 21, 2001, Exhibit 4(a), File No. 333-69856)
(B) 10-1	FirstEnergy Corp. 2007 Incentive Plan, effective May 15, 2007. (incorporated by reference to FE’s Form 10-K filed February 25, 2009, Exhibit 10.1, File No. 333-21011)
(B) 10-2	Amended FirstEnergy Corp. Deferred Compensation Plan for Outside Directors, amended and restated as of January 1, 2005 and ratified as of September 18, 2007. (incorporated by reference to FE’s Form 10-K filed February 25, 2009, Exhibit 10.2, File No. 333-21011)
(B) 10-3	FirstEnergy Corp. Supplemental Executive Retirement Plan, amended January 1, 1999. (incorporated by reference to FE’s Form 10-K filed March 20, 2000, Exhibit 10-4, File No. 333-21011)
(B) 10-4	Stock Option Agreement between FirstEnergy Corp. and officers dated November 22, 2000. (incorporated by reference to FE’s Form 10-K filed March 28, 2001, Exhibit 10-3, File No. 333-21011)
(B) 10-5	Stock Option Agreement between FirstEnergy Corp. and officers dated March 1, 2000. (incorporated by reference to FE’s Form 10-K filed March 28, 2001, Exhibit 10-4, File No. 333-21011)
(B) 10-6	Stock Option Agreement between FirstEnergy Corp. and director dated January 1, 2000. (incorporated by reference to FE’s Form 10-K filed March 28, 2001, Exhibit 10-5, File No. 333-21011)

(B) 10-7	Stock Option Agreement between FirstEnergy Corp. and two directors dated January 1, 2001. (incorporated by reference to FE's Form 10-K filed March 28, 2001, Exhibit 10-6, File No. 333-21011)
(B) 10-8	Stock Option Agreements between FirstEnergy Corp. and One Director dated January 1, 2002. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-5, File No. 333-21011)
(B) 10-9	FirstEnergy Corp. Executive Deferred Compensation Plan, amended and restated as of January 1, 2005 and ratified as of September 18, 2007. (incorporated by reference to FE's 10-Q filed October 31, 2007, Exhibit 10.2, File No. 333-21011)
(B) 10-10	Executive Incentive Compensation Plan-Tier 2. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-7, File No. 333-21011)
(B) 10-11	Executive Incentive Compensation Plan-Tier 3. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-8, File No. 333-21011)
(B) 10-12	Executive Incentive Compensation Plan-Tier 4. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-9, File No. 333-21011)
(B) 10-13	Executive Incentive Compensation Plan-Tier 5. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-10, File No. 333-21011)
(B) 10-14	Amendment to GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries, effective April 5, 2001. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-11, File No. 333-21011)
(B) 10-15	Form of Amendment, effective November 7, 2001, to GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries, Deferred Remuneration Plan for Outside Directors of GPU, Inc., and Retirement Plan for Outside Directors of GPU, Inc. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-12, File No. 333-21011)
(B) 10-16	GPU, Inc. Stock Option and Restricted Stock Plan for MYR Group, Inc. Employees. (incorporated by reference to FE's Form 10-K filed April 1, 2002, Exhibit 10-13, File No. 333-21011, File No. 333-21011)
(B) 10-17	Executive and Director Stock Option Agreement dated June 11, 2002. (incorporated by reference to FE's Form 10-K, Exhibit 10-1, File No. 333-21011)
(B) 10-18	Director Stock Option Agreement. (incorporated by reference to FE's Form 10-K filed March 26, 2003, Exhibit 10-2, File No. 333-21011)
(B) 10-19	Executive Incentive Compensation Plan 2002. (incorporated by reference to FE's Form 10-K filed March 26, 2003, Exhibit 10-28, File No. 333-21011)
(B) 10-20	GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries as amended and restated to reflect amendments through June 3, 1999. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-V, File No. 001-06047)
(B) 10-21	Form of 1998 Stock Option Agreement under the GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-Q, File No. 001-06047)
(B) 10-22	Form of 1999 Stock Option Agreement under the GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-W, File No. 001-06047)
(B) 10-23	Form of 2000 Stock Option Agreement under the GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-W, File No. 001-06047)

(B) 10-24	Deferred Remuneration Plan for Outside Directors of GPU, Inc. as amended and restated effective August 8, 2000. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-O, File No. 001-06047)
(B) 10-25	Retirement Plan for Outside Directors of GPU, Inc. as amended and restated as of August 8, 2000. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-N, File No. 001-06047)
(B) 10-26	Forms of Estate Enhancement Program Agreements entered into by certain former GPU directors. (incorporated by reference to GPU, Inc. Form 10-K filed March 20, 2000, Exhibit 10-JJ, File No. 001-06047)
(A)(B) 10-27	Employment Agreement for Richard R. Grigg dated February 26, 2008, (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10.5, File No. 333-21011), as amended on January 29, 2010.
(B) 10-28	Stock Option Agreement between FirstEnergy Corp. and an officer dated August 20, 2004. (incorporated by reference to FE's Form 10-Q filed November 4, 2004, Exhibit 10-42, File No. 333-21011)
(B) 10-29	Executive Bonus Plan between FirstEnergy Corp. and Officers effective November 3, 2004. (incorporated by reference to FE's Form 10-Q filed November 4, 2004, Exhibit 10-44, File No. 333-21011)
10-30	Consent Decree dated March 18, 2005. (incorporated by reference to FE's Form 8-K filed March 18, 2005, Exhibit 10-1, File No. 333-21011)
(C) 10-31	Form of Guaranty Agreement dated as of December 16, 2005 between FirstEnergy Corp. and FirstEnergy Solutions Corp. in Favor of Barclays Bank PLC as Administrative Agent for the Banks. (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-1, File No. 333-21011)
(D) 10-32	Form of Guaranty Agreement dated as of April 3, 2006 by FirstEnergy Corp. in favor of the Participating Banks, Barclays Bank PLC, as administrative agent and fronting bank, and KeyBank National Association, as syndication agent, under the related Letter of Credit and Reimbursement Agreement. (incorporated by reference to FE's Form 10-Q filed May 9, 2006, Exhibit 10-1, File No. 333-21011)
(B) 10-33	Form of Restricted Stock Agreement between FirstEnergy Corp. and A. J. Alexander, dated February 27, 2006. (incorporated by reference to FE's Form 10-Q filed May 9, 2006, Exhibit 10-6, File No. 333-21011)
(B) 10-34	Form of Restricted Stock Unit Agreement (Performance Adjusted) between FirstEnergy Corp. and A. J. Alexander, dated March 1, 2006. (incorporated by reference to FE's Form 10-Q filed May 9, 2006, Exhibit 10-7, File No. 333-21011)
(B) 10-35	Form of Restricted Stock Unit Agreement (Performance Adjusted) between FirstEnergy Corp. and named executive officers, dated March 1, 2006. (incorporated by reference to FE's Form 10-Q filed May 9, 2006, Exhibit 10-8, File No. 333-21011)
(B) 10-36	Form of Restricted Stock Unit Agreement (Performance Adjusted) between FirstEnergy Corp. and R. H. Marsh, dated March 1, 2006. (incorporated by reference to FE's Form 10-Q filed May 9, 2006, Exhibit 10-9, File No. 333-21011)
10-37	Confirmation dated March 1, 2007 between FirstEnergy Corp. and Morgan Stanley and Co., International Limited. (incorporated by reference to FE's Form 10-Q filed May 9, 2007, Exhibit 10.1, File No. 333-21011)
(B) 10-38	FirstEnergy Corp. Supplemental Executive Retirement Plan as amended September 18, 2007. (incorporated by reference to FE's Form 10-Q filed October 31, 2007, Exhibit 10.2, File No. 333-21011)

(A)(B) 10-39	Employment Agreement between FirstEnergy Corp. and Gary R. Leidich, dated February 26, 2008 (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-88, File No. 333-21011), as amended on January 29, 2010.
(B) 10-40	Form of Restricted Stock Unit Agreement for Gary R. Leidich (per Employment Agreement dated February 26, 2008). (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-90, File No. 333-21011)
(B) 10-41	Form of Restricted Stock Agreement Amendment for Gary R. Leidich dated February 26, 2008. (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-91, File No. 333-21011)
(B) 10-42	Form of Restricted Stock Unit Agreement for Richard R. Grigg (per Employment Agreement dated February 26, 2008). (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-92, File No. 333-21011)
(B) 10-43	Form of Performance-Adjusted Restricted Stock Unit Award Agreement as of March 3, 2008. (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-93, File No. 333-21011)
(B) 10-44	Form of 2008-2010 Performance Share Award Agreement effective January 1, 2008. (incorporated by reference to FE's Form 10-K filed February 29, 2008, Exhibit 10-94, File No. 333-21011)
10-45	U.S. $300,000,000 Credit Agreement, dated as of October 8, 2008, among FirstEnergy Generation Corp., as Borrower, FirstEnergy Corp. and FirstEnergy Solutions Corp., as Guarantors, Credit Suisse and the other Banks parties thereto from time to time, as Banks and Credit Suisse, as Administrative Agent. (incorporated by reference to FE's Form 10-Q filed November 7, 2008, Exhibit 10.1, File No. 333-21011)
(B) 10-46	Form of 2009-2011 Performance Share Award Agreement effective January 1, 2009 (incorporated by reference to FE's Form 10-K filed February 25, 2009, Exhibit 10-48, File No. 333-21011)
(B) 10-47	Form of Performance-Adjusted Restricted Stock Unit Award Agreement as of March 2, 2009 (incororaetd by reference to FE's Form 10-K filed February 25, 2009, Exhibit 10-49, File No. 333-21011)
(A)(B) 10-48	Form of 2010-2012 Performance Share Award Agreement effective January 1, 2010
(A)(B) 10-49	Form of Performance-Adjusted Restricted Stock Unit Award Agreement as of March 8, 2010
(B) 10-50	Form of Director Indemnification Agreement (incorporated by reference to FE's 10-Q filed May 7, 2009, Exhibit 10.1, File No. 333-21011)
(B) 10-51	Form of Management Director Indemnification Agreement (incorporated by reference to FE's 10-Q filed May 7, 2009, Exhibit 10.2, File No. 333-21011)
(A) 12-1	Consolidated ratios of earnings to fixed charges.
(A) 21	List of Subsidiaries of the Registrant at December 31, 2009.
(A) 23-1	Consent of Independent Registered Public Accounting Firm.
(A) 31-1	Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 31-2	Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 32	Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.

(A) Provided herein in electronic format as an exhibit.

(B) Management contract or compensatory plan contract or arrangement filed pursuant to Item 601 of Regulation S-K

(C) Four substantially similar agreements, each dated as of the same date, were executed and delivered by the registrant and its affiliates with respect to four other series of pollution control revenue refunding bonds issued by the Ohio Water Development Authority, the Ohio Air Quality Authority and Beaver County Industrial Development Authority, Pennsylvania, relating to pollution control notes of FirstEnergy Nuclear Generation Corp.

(D) Three substantially similar agreements, each dated as of the same date, were executed and delivered by the registrant and its affiliates with respect to three other series of pollution control revenue refunding bonds issued by the Ohio Water Development Authority and the Beaver County Industrial Development Authority relating to pollution control notes of FirstEnergy Generation Corp. and FirstEnergy Nuclear Generation Corp.

3. Exhibits – FES

3-1 Articles of Incorporation of FirstEnergy Solutions Corp., as amended August 31, 2001. (i ncorporated by reference to FES' Form S-4 filed August 6, 2007, Exhibit 3.1, File No. 333-145140-01)

3-2 Amended and Restated Code of Regulations of FirstEnergy Solutions Corp. effective as of August 26, 2009 (i ncorporated by reference to FES' Form 8-K filed August 7, 2009, Exhibit 3.4, File N o. 000-53742)

4-1 Open-End Mortgage, General Mortgage Indenture and Deed of Trust, dated as of June 19, 2008, of FirstEnergy Generation Corp. to The Bank of New York Trust Company, N.A., as Trustee (i ncorporated by reference to FES' 10-Q filed May 7, 2009, Exhibit 4.1, File No. 333-145140-01)

4-1(a) First Supplemental Indenture dated as of June 25, 2008 (including Form of First Mortgage Bonds, Guarantee Series A of 2008 due 2009 and Form First Mortgage Bonds, Guarantee Series B of 2008 due 2009). (i ncorporated by reference to FES' 10-Q filed May 7, 2009, Exhibit 4.1(a), File No. 333-145140-01)

4-1(b) Second Supplemental Indenture dated as of March 1, 2009 (including Form of First Mortgage Bonds, Guarantee Series A of 2009 due 2014 and Form of First Mortgage Bonds, Guarantee Series B of 2009 due 2023). (i ncorporated by reference to FES' 10-Q filed May 7, 2009, Exhibit 4.1(b), File No. 333-145140-01)

4-1(c) Third Supplemental Indenture dated as of March 31, 2009 (including Form of First Mortgage Bonds, Collateral Series A of 2009 due 2011). (i ncorporated by reference to FES' 10-Q filed May 7, 2009, Exhibit 4.1(c), File No. 333-145140-01)

4-1(d) Fourth Supplemental Indenture, dated as of June 1, 2009 (including Form of First Mortgage Bonds, Guarantee Series C of 2009 due 2018, Form of First Mortgage Bonds, Guarantee Series D of 2009 due 2029, Form of First Mortgage Bonds, Guarantee Series E of 2009 due 2029, Form of First Mortgage Bonds, Collateral Series B of 2009 due 2011 and Form of First Mortgage Bonds, Collateral Series C of 2009 due 2011). (incorporated by reference to FES' Form 8-K filed June 19, 2009, Exhibit 4.3, File No. 333-145140-01)

4-1(e) Fifth Supplemental Indenture, dated as of June 30, 2009 (including Form of First Mortgage Bonds, Guarantee Series F of 2009 due 2047, Form of First Mortgage Bonds, Guarantee Series G of 2009 due 2018 and Form of First Mortgage Bonds, Guarantee Series H of 2009 due 2018). (incorporated by reference to FES' Form 8-K filed July 6, 2009, Exhibit 4.2, File No. 333-145140-01)

4-1(f) Sixth Supplemental Indenture, dated as of December 1, 2009 (including Form of First Mortgage Bonds, Collateral Series D of 2009 due 2012 (incorporated by reference to FES' Form 8-K filed December 4, 2009, Exhibit 4.2, File No. 000-53742)

4-2	Open-End Mortgage, General Mortgage Indenture and Deed of Trust, dated as of June 1, 2009, by and between FirstEnergy Nuclear Generation Corp. and The Bank of New York Mellon Trust Company, N.A., as trustee (incorporated by reference to FES' Form 8-K filed June 19, 2009, Exhibit 4.1, File No. 333-145140-01)
4-2(a)	First Supplemental Indenture, dated as of June 15, 2009 (including Form of First Mortgage Bonds, Guarantee Series A of 2009 due 2033, Form of First Mortgage Bonds, Guarantee Series B of 2009 due 2011, Form of First Mortgage Bonds, Collateral Series A of 2009 due 2010, Form of First Mortgage Bonds, Collateral Series B of 2009 due 2010, Form of First Mortgage Bonds, Collateral Series C of 2009 due 2010, Form of First Mortgage Bonds, Collateral Series D of 2009 due 2010, Form of First Mortgage Bonds, Collateral Series E of 2009 due 2010, Form of First Mortgage Bonds, Collateral Series F of 2009 due 2011 and Form of First Mortgage Bonds, Collateral Series G of 2009 due 2011). (incorporated by reference to FES' Form 8-K filed June 19, 2009, Exhibit 4.2(i), File No. 333-145140-01)
4-2(b)	Second Supplemental Indenture, dated as of June 30, 2009 (including Form of First Mortgage Bonds, Guarantee Series C of 2009 due 2033, Form of First Mortgage Bonds, Guarantee Series D of 2009 due 2033, Form of First Mortgage Bonds, Guarantee Series E of 2009 due 2033, Form of First Mortgage Bonds, Collateral Series H of 2009 due 2011, Form of First Mortgage Bonds, Collateral Series I of 2009 due 2011 and Form of First Mortgage Bonds, Collateral Series J of 2009 due 2010). (incorporated by reference to FES' Form 8-K filed July 6, 2009, Exhibit 4.1(f), File No. 333-145140-01)
4-2(c)	Third Supplemental Indenture, dated as of December 1, 2009 (including Form of First Mortgage Bonds, Collateral Series K of 2009 due 2012). (incorporated by reference to FES' Form 8-K filed December 4, 2009, Exhibit 4.1, File No. 000-53742)
4-3	Indenture, dated as of August 1, 2009, between FirstEnergy Solutions Corp. and The Bank of New York Mellon Trust Company, N.A. (incorporated by reference to FES' Form 8-K filed August 7, 2009, Exhibit 4.1, File No. 000-53742)
4-3(a)	First Supplemental Indenture, dated as of August 1, 2009 (including Form of 4.80% Senior Notes due 2015, Form of 6.05% Senior Notes due 2021 and Form of 6.80% Senior Notes due 2039). (incorporated by reference to FES' Form 8-K filed August 7, 2009, Exhibit 4.2, File No. 000-53742)
10-1	Form of 6.85% Exchange Certificate due 2034. (i ncorporated by reference to FES' Form S-4 filed August 6, 2007, Exhibit 4.1, File No. 333-145140-01)
10-2	Guaranty of FirstEnergy Solutions Corp., dated as of July 1, 2007. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-9, File No. 333-21011)
10-3	Indenture of Trust, Open-End Mortgage and Security Agreement, dated as of July 1, 2007, between the applicable Lessor and The Bank of New York Trust Company, N.A., as Indenture Trustee. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-3, File No. 333-21011)
10-4	6.85% Lessor Note due 2034. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-3, File No. 333-21011)
10-5	Registration Rights Agreement, dated as of July 13, 2007, among FirstEnergy Generation Corp., FirstEnergy Solutions Corp., The Bank of New York Trust Company, N.A., as Pass Through Trustee, Morgan Stanley & Co. Incorporated, and Credit Suisse Securities (USA) LLC, as representatives of the several initial purchasers named in the Purchase Agreement. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-14, File No. 333-21011)

10-6	Participation Agreement, dated as of June 26, 2007, among FirstEnergy Generation Corp., as Lessee, FirstEnergy Solutions Corp., as Guarantor, the applicable Lessor, U.S. Bank Trust National Association, as Trust Company, the applicable Owner Participant, The Bank of New York Trust Company, N.A., as Indenture Trustee, and The Bank of New York Trust Company, N.A., as Pass Through Trustee. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-1, File No. 333-21011)
10-7	Trust Agreement, dated as of June 26, 2007, between the applicable Owner Participant and U.S. Bank Trust National Association, as Owner Trustee. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-2, File No. 333-21011)
10-8	Pass Through Trust Agreement, dated as of June 26, 2007, among FirstEnergy Generation Corp., FirstEnergy Solutions Corp., and The Bank of New York Trust Company, N.A., as Pass Through Trustee. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-12, File No. 333-21011)
10-9	Bill of Sale and Transfer, dated as of July 1, 2007, between FirstEnergy Generation Corp. and the applicable Lessor. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-5, File No. 333-21011)
10-10	Facility Lease Agreement, dated as of July 1, 2007, between FirstEnergy Generation Corp. and the applicable Lessor. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-6, File No. 333-21011)
10-11	Site Lease, dated as of July 1, 2007, between FirstEnergy Generation Corp. and the applicable Lessor. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-7, File No. 333-21011)
10-12	Site Sublease, dated as of July 1, 2007, between FirstEnergy Generation Corp. and the applicable Lessor. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-8, File No. 333-21011)
10-13	Support Agreement, dated as of July 1, 2007, between FirstEnergy Generation Corp. and the applicable Lessor. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-10, File No. 333-21011)
10-14	Second Amendment to the Bruce Mansfield Units 1, 2, and 3 Operating Agreement, dated as of July 1, 2007, between FirstEnergy Generation Corp., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-11, File No. 333-21011)
10-15	OE Fossil Purchase and Sale Agreement by and between Ohio Edison Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to FE’s Form 10-Q filed August 1, 2005, Exhibit 10.2, File No. 333-21011)
10-16	CEI Fossil Purchase and Sale Agreement by and between The Cleveland Electric Illuminating Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to FE’s Form 10-Q filed August 1, 2005, Exhibit 10.6, File No. 333-21011)
10-17	TE Fossil Purchase and Sale Agreement by and between The Toledo Edison Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to FE’s Form 10-Q filed August 1, 2005, Exhibit 10.2, File No. 333-21011)
10-18	Agreement, dated August 26, 2005, by and between FirstEnergy Generation Corp. and Bechtel Power Corporation. (incorporated by reference to FE’s Form 10-Q filed November 2, 2005, Exhibit 10-2, File No. 333-21011)
10-19	CEI Fossil Note, dated October 24, 2005, of FirstEnergy Generation Corp. (incorporated by reference to FES’ Form S-4/A filed August 20, 2007, Exhibit 10.15, File N o. 333-145140-01)
10-20	CEI Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and The Cleveland Electric Illuminating Company. (incorporated by reference to FES’ Form S-4/A filed August 20, 2007, Exhibit 10.16, File N o. 333-145140-01)

10-21	OE Fossil Note, dated October 24, 2005, of FirstEnergy Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.17, File N o. 333-145140-01)
10-22	OE Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and Ohio Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.18, File N o. 333-145140-01)
10-23	Amendment No. 1 to OE Fossil Security Agreement, dated as of June 30, 2007, between FirstEnergy Generation Corp. and Ohio Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.19, File N o. 333-145140-01)
10-24	PP Fossil Note, dated October 24, 2005, of FirstEnergy Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.20, File N o. 333-145140-01)
10-25	PP Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and Pennsylvania Power Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.21, File N o. 333-145140-01)
10-26	Amendment No. 1 to PP Fossil Security Agreement, dated as of June 30, 2007, between FirstEnergy Generation Corp. and Pennsylvania Power Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.22, File N o. 333-145140-01)
10-27	TE Fossil Note, dated October 24, 2005, of FirstEnergy Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.23, File N o. 333-145140-01)
10-28	TE Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and The Toledo Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.24, File N o. 333-145140-01)
10-29	CEI Nuclear Note, dated December 16, 2005, of FirstEnergy Nuclear Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.25, File N o. 333-145140-01)
10-30	CEI Nuclear Security Agreement, dated December 16, 2005, by and between FirstEnergy Nuclear Generation Corp. and The Cleveland Electric Illuminating Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.26, File N o. 333-145140-01)
10-31	OE Nuclear Note, dated December 16, 2005, of FirstEnergy Nuclear Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.27 , File N o. 333-145140-01)
10-32	PP Nuclear Note, dated December 16, 2005, of FirstEnergy Nuclear Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.28, File N o. 333-145140-01)
10-33	TE Nuclear Note, dated December 16, 2005, of FirstEnergy Nuclear Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.29, File N o. 333-145140-01)
10-34	TE Nuclear Security Agreement, dated December 16, 2005, by and between FirstEnergy Nuclear Generation Corp. and The Toledo Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.30, File N o. 333-145140-01)
10-35	Mansfield Power Supply Agreement, dated August 10, 2006, among The Cleveland Electric Illuminating Company, The Toledo Edison Company and FirstEnergy Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.31, File N o. 333-145140-01)
10-36	Nuclear Power Supply Agreement, dated August 10, 2006, between FirstEnergy Nuclear Generation Corp. and FirstEnergy Solutions Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.32, File N o. 333-145140-01)

10-37	Revised Power Supply Agreement, dated December 8, 2006, among FirstEnergy Solutions Corp., Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.34, File N o. 333-145140-01)
10-38	GENCO Power Supply Agreement, dated January 1, 2007, between FirstEnergy Generation Corp. and FirstEnergy Solutions Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.36, File N o. 333-145140-01)
10-39	Form of Guaranty dated as of March 2, 2007, between FirstEnergy Corp., as Guarantor, and Morgan Stanley Senior Funding, Inc., as Lender under the U.S. $250,000,000 Credit Agreement, dated as of March 2, 2007, with FirstEnergy Solutions Corp., as Borrower. (incorporated by reference to FE's Form 10-Q filed May 9, 2007, Exhibit 10-23, File N o. 333-145140-01)
10-40	Guaranty, dated as of March 26, 2007, by FirstEnergy Generation Corp. on behalf of FirstEnergy Solutions Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.39, File N o. 333-145140-01)
10-41	Guaranty, dated as of March 26, 2007, by FirstEnergy Solutions Corp. on behalf of FirstEnergy Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.40, File N o. 333-145140-01)
10-42	Guaranty, dated as of March 26, 2007, by FirstEnergy Solutions Corp. on behalf of FirstEnergy Nuclear Generation Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.41, File N o. 333-145140-01)
10-43	Guaranty, dated as of March 26, 2007, by FirstEnergy Nuclear Generation Corp. on behalf of FirstEnergy Solutions Corp. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.42, File N o. 333-145140-01)
(B) 10-44	Form of Guaranty Agreement dated as of December 16, 2005 between FirstEnergy Corp. and FirstEnergy Solutions Corp. in Favor of Barclays Bank PLC as Administrative Agent for the Banks. (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-58 , File No. 333-21011)
(B) 10-45	Form of Trust Indenture dated as of December 1, 2005 between Ohio Water Development Authority and JP Morgan Trust Company related to issuance of FirstEnergy Nuclear Generation Corp. pollution control revenue refunding bonds. (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-59 , File No. 333-21011)
10-46	GENCO Power Supply Agreement dated as of October 14, 2005 between FirstEnergy Generation Corp. (Seller) and FirstEnergy Solutions Corp. (Buyer). (incorporated by reference to FE's Form 10-K filed March 3, 2006 , Exhibit 10-60, File No. 333-21011)
10-47	Nuclear Power Supply Agreement dated as of October 14, 2005 between FirstEnergy Nuclear Generation Corp. (Seller) and FirstEnergy Solutions Corp. (Buyer). (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-61 , File No. 333-21011)
(B) 10-48	Form of Letter of Credit and Reimbursement Agreement Dated as of December 16, 2005 among FirstEnergy Nuclear Generation Corp., and the Participating Banks and Barclays Bank PLC. (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-62 , File No. 333-21011)
(B) 10-49	Form of Waste Water Facilities and Solid Waste Facilities Loan Agreement between Ohio Water Development Authority and FirstEnergy Nuclear Generation Corp., dated as of December 1, 2005. (incorporated by reference to FE's Form 10-K filed March 3, 2006, Exhibit 10-63 , File No. 333-21011)

10-50	Nuclear Sale/Leaseback Power Supply Agreement dated as of October 14, 2005 between Ohio Edison Company and the Toledo Edison Company (Sellers) and FirstEnergy Nuclear Generation Corp. (Buyer). (incorporated by reference to FE’s Form 10-K filed March 3, 2006, Exhibit 10-64 , File No. 333-21011)
10-51	Mansfield Power Supply Agreement dated as of October 14, 2005 between Cleveland Electric Illuminating Company and The Toledo Edison Company (Sellers) and FirstEnergy Generation Corp. (Buyer). (incorporated by reference to FE’s Form 10-K filed March 3, 2006, Exhibit 10-65 , File No. 333-21011)
10-52	Power Supply Agreement dated as of October 31, 2005 between FirstEnergy Solutions Corp. (Seller) and the FirstEnergy Operating Companies – Ohio Edison Company, The Cleveland Electric Illuminating Company, and The Toledo Edison Company (Buyers). (incorporated by reference to FE’s Form 10-K filed March 3, 2006, Exhibit 10-66 , File No. 333-21011)
10-53	Electric Power Supply Agreement dated as of October 3, 2005 between FirstEnergy Solutions Corp. (Seller) and Pennsylvania Power Company (Buyer). (incorporated by reference to FE’s Form 10-K filed March 3, 2006, Exhibit 10-67 , File No. 333-21011)
(C) 10-54	Form of Letter of Credit and Reimbursement Agreement dated as of April 3, 2006 among FirstEnergy Generation Corp., the Participating Banks, Barclays Bank PLC, as administrative agent and fronting bank, and KeyBank National Association, as syndication agent. (incorporated by reference to FE’s Form 10-Q filed May 9, 2006, Exhibit 10-2 , File No. 333-21011)
(C) 10-54(a)	Form of Amendment No. 2 to Letter of Credit and Reimbursement Agreement, dated as of June 12, 2009, by and among FirstEnergy Generation Corp., FirstEnergy Corp. and FirstEnergy Solutions Corp., as guarantors, the banks party thereto, Barclays Bank PLC, as fronting Bank and administrative agent and KeyBank National Association, as syndication agent, to Letter of Credit and Reimbursement Agreement dated as of April 3, 2006 (incorporated by reference to FES’ Form 8-K filed June 19, 2009, Exhibit 10.2, File No. 333-145140-01)
(C) 10-55	Form of Trust Indenture dated as of April 1, 2006 between the Ohio Water Development Authority and The Bank of New York Trust Company, N.A. as Trustee securing pollution control revenue refunding bonds issued on behalf of FirstEnergy Generation Corp. (incorporated by reference to FE’s Form 10-Q filed May 9, 2006, Exhibit 10-3 , File No. 333-21011)
(C) 10-56	Form of Waste Water Facilities Loan Agreement between the Ohio Water Development Authority and FirstEnergy Generation Corp. dated as of April 1, 2006. (incorporated by reference to FE’s Form 10-Q filed May 9, 2006, Exhibit 10-4 , File No. 333-21011)
(D) 10-57	Form of Trust Indenture dated as of December 1, 2006 between the Ohio Water Development Authority and The Bank of New York Trust Company, N.A. as Trustee securing State of Ohio Pollution Control Revenue Refunding Bonds (FirstEnergy Nuclear Generation Corp. Project). (incorporated by reference to FE’s Form 10-K filed February 28, 2007, Exhibit 10-77 , File No. 333-21011)
(D) 10-58	Form of Waste Water Facilities and Solid Waste Facilities Loan Agreement between the Ohio Water Development Authority and FirstEnergy Nuclear Generation Corp. dated as of December 1, 2006. (incorporated by reference to FE’s Form 10-K filed February 28, 2007, Exhibit 10-80 , File No. 333-21011)
10-59	Consent Decree dated March 18, 2005. (incorporated by reference to FE’s Form 8-K filed March 18, 2005, Exhibit 10.1, File No. 333-21011)
10-61	Amendment to Agreement for Engineering, Procurement and Construction of Air Quality Control Systems by and between FirstEnergy Generation Corp. and Bechtel Power Corporation dated September 14, 2007. (incorporated by reference to FE’s Form 10-Q filed October 31, 2007, Exhibit 10.1 , File No. 333-21011)
10-61	Asset Purchase Agreement by and between Calpine Corporation, as Seller, and FirstEnergy Generation Corp., as Buyer, dated as of January 28, 2008. (incorporated by reference to FE’s Form 10-K filed February 29, 2008, Exhibit 10-48 , File No. 333-21011)

10-62 U.S. $300,000,000 Credit Agreement, dated as of October 8, 2008, among FirstEnergy Generation Corp., as Borrower, FirstEnergy Corp. and FirstEnergy Solutions Corp., as Guarantors, Credit Suisse and the other Banks parties thereto from time to time, as Banks and Credit Suisse, as Administrative Agent. (incorporated by reference to FE's Form 10-Q filed November 7, 2008, Exhibit 10.1 , File No. 333-21011)

10-63 Master SSO Supply Agreement, entered into May 18, 2009, by and between The Cleveland Electric Illuminating Company, the Toledo Edison Company and Ohio Edison Company and FirstEnergy Solutions Corp. (incorporated by reference to FE's Form 10-Q filed August 3, 2009, Exhibit 10.2 , File No. 333-21011)

10-64 Surplus Margin Guaranty, dated as of June 16, 2009, made by FirstEnergy Nuclear Generation Corp. in favor of The Cleveland Electric Illuminating Company, The Toledo Edison Company and Ohio Edison Company (incorporated by reference to FES' Form 8-K filed June 19, 2009, Exhibit 10.3, File No. 333-145140-01)

10-65 Registration Rights Agreement, dated August 7, 2009, among FirstEnergy Solutions Corp., and Morgan Stanley & Co. Incorporated, Barclays Capital Inc., Credit Suisse Securities (USA) LLC and RBS Securities Inc., as representatives of the initial purchasers (incorporated by reference to FES' Form 8-K filed August 7, 2009, Exhibit 10.1, File No. 000-53742)

(A) 12-2 Consolidated ratios of earnings to fixed charges.

(A) 31-1 Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 31-2 Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 32 Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.

(A) Provided herein in electronic format as an exhibit.

(B) Four substantially similar agreements, each dated as of the same date, were executed and delivered by the registrant and its affiliates with respect to four other series of pollution control revenue refunding bonds issued by the Ohio Water Development Authority, the Ohio Air Quality Authority and Beaver County Industrial Development Authority, Pennsylvania, relating to pollution control notes of FirstEnergy Nuclear Generation Corp.

(C) Three substantially similar agreements, each dated as of the same date, were executed and delivered by the registrant and its affiliates with respect to three other series of pollution control revenue refunding bonds issued by the Ohio Water Development Authority and the Beaver County Industrial Development Authority relating to pollution control notes of FirstEnergy Generation Corp. and FirstEnergy Nuclear Generation Corp.

(D) Seven substantially similar agreements, each dated as of the same date, were executed and delivered by the registrant and its affiliates with respect to one other series of pollution control revenue refunding bonds issued by the Ohio Water Development Authority, three other series of pollution control bonds issued by the Ohio Air Quality Development Authority and the three other series of pollution control bonds issued by the Beaver County Industrial Development Authority, relating to pollution control notes of FirstEnergy Generation Corp. and FirstEnergy Nuclear Generation Corp.

3. Exhibits – OE

2-1 Agreement and Plan of Merger, dated as of September 13, 1996, between Ohio Edison Company and Centerior Energy Corporation. (incorporated by reference to OE's Form 8–K filed September 17, 1996, Exhibit 2–1, File No. 001-02578)

3-1	Amended and Restated Articles of Incorporation of Ohio Edison Company, Effective December 18, 2007. (incorporated by reference to OE's Form 10-K filed February 29, 2008, Exhibit 3-4 , File No. 001-02578)
3-2	Amended and Restated Code of Regulations of Ohio Edison Company, dated December 14, 2007. (incorporated by reference to OE's Form 10-K filed February 29, 2008, Exhibit 3-5 , File No. 001-02578)
4-1	General Mortgage Indenture and Deed of Trust dated as of January 1, 1998 between Ohio Edison Company and the Bank of New York, as Trustee, as amended and supplemented by Supplemental Indentures: (incorporated by reference to OE's Form S-3 filed June 5, 1996, Exhibit 4(b), File No. 333-05277)
4-1(a)	February 1, 2003 (incorporated by reference to OE's Form10-K filed March 15, 2004, Exhibit 4-4, File No. 001-02578)
4-1(b)	March 1, 2003 (incorporated by reference to OE's Form10-K filed March 15, 2004, Exhibit 4-5 , File No. 001-02578)
4-1(c)	August 1, 2003 (incorporated by reference to OE's Form10-K filed March 15, 2004, Exhibit 4-6, File No. 001-02578)
4-1(d)	June 1, 2004 (incorporated by reference to OE's Form10-K filed March 10, 2005, Exhibit 4-4, File No. 001-02578)
4-1(e)	December 1, 2004 (incorporated by reference to OE's Form10-K filed March 10, 2005, Exhibit 4-4, File No. 001-02578)
4-1(f)	April 1, 2005 (incorporated by reference to OE's Form 10-Q filed August 1, 2005, Exhibit 4-4 , File No. 001-02578)
4-1(g)	April 15, 2005 (incorporated by reference to OE's Form 10-Q filed August 1, 2005, Exhibit 4-5 , File No. 001-02578)
4-1(h)	June 1, 2005 (incorporated by reference to OE's Form 10-Q filed August 1, 2005, Exhibit 4-6 , File No. 001-02578)
4-1(i)	October 1, 2008 (incorporated by reference to OE's Form 8-K filed October 22, 2008, Exhibit 4.1 , File No. 001-02578)
4-2	Indenture dated as of April 1, 2003 between Ohio Edison Company and The Bank of New York, as Trustee. (incorporated by reference to OE's Form10-K filed March 15, 2004, Exhibit 4-3 , File No. 001-02578)
4-2(a)	Officer's Certificate (including the forms of the 6.40% Senior Notes due 2016 and the 6.875% Senior Notes due 2036), dated June 21, 2006. (incorporated by reference to OE's Form 8-K filed June 27, 2006, Exhibit 4, File No. 001-02578)
10-1	Amendment No. 4 dated as of July 1, 1985 to the Bond Guaranty dated as of October 1, 1973, as amended, by the CAPCO Companies to National City Bank as Bond Trustee. (incorporated by reference to 1985 Form 10-K, Exhibit 10-30)
10-2	Amendment No. 5 dated as of May 1, 1986, to the Bond Guaranty by the CAPCO Companies to National City Bank as Bond Trustee. (incorporated by reference to 1986 Form 10-K, Exhibit 10-33)
10-3	Amendment No. 6A dated as of December 1, 1991, to the Bond Guaranty dated as of October 1, 1973, by The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company, The Toledo Edison Company to National City Bank, as Bond Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-33)
10-4	Amendment No. 6B dated as of December 30, 1991, to the Bond Guaranty dated as of October 1, 1973 by The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company, The Toledo Edison Company to National City Bank, as Bond Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-34)
(B) 10-5	Ohio Edison System Executive Supplemental Life Insurance Plan. (incorporated by reference to OE's Form 10-K filed March 19, 1996, Exhibit 10-44, File No. 001-02578)

(B) 10-6	Ohio Edison System Executive Incentive Compensation Plan. (incorporated by reference to OE's Form 10-K filed March 19, 1996, Exhibit 10-45, File No. 001-02578)
(B) 10-7	Ohio Edison System Restated and Amended Supplemental Executive Retirement Plan. (incorporated by reference to OE's Form 10-K filed March 19, 1996, Exhibit 10-47, File No. 001-02578)
(B) 10-8	Form of Amendment, effective November 7, 2001, to GPU, Inc. 1990 Stock Plan for Employees of GPU, Inc. and Subsidiaries, Deferred Remuneration Plan for Outside Directors of GPU, Inc., and Retirement Plan for Outside Directors of GPU, Inc. (incorporated by reference to OE's Form 10-K filed April 1, 2002, Exhibit 10-26, File No. 001-02578)
(B) 10-9	GPU, Inc. Stock Option and Restricted Stock Plan for MYR Group, Inc. Employees. (incorporated by reference to OE's Form 10-K filed April 1, 2002, Exhibit 10-27, File No. 001-02578))
(B) 10-10	Severance pay agreement between Ohio Edison Company and A. J. Alexander. (incorporated by reference to OE's Form 10-K filed March 19, 1996, Exhibit 10-50, File No. 001-02578)
(C) 10-11	Participation Agreement dated as of March 16, 1987 among Perry One Alpha Limited Partnership, as Owner Participant, the Original Loan Participants listed in Schedule 1 Hereto, as Original Loan Participants, PNPP Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-1)
(C) 10-12	Amendment No. 1 dated as of September 1, 1987 to Participation Agreement dated as of March 16, 1987 among Perry One Alpha Limited Partnership, as Owner Participant, the Original Loan Participants listed in Schedule 1 thereto, as Original Loan Participants, PNPP Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company (now The Bank of New York), as Indenture Trustee, and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-46)
(C) 10-13	Amendment No. 3 dated as of May 16, 1988 to Participation Agreement dated as of March 16, 1987, as amended among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-47)
(C) 10-14	Amendment No. 4 dated as of November 1, 1991 to Participation Agreement dated as of March 16, 1987 among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-47)
(C) 10-15	Amendment No. 5 dated as of November 24, 1992 to Participation Agreement dated as of March 16, 1987, as amended, among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-49)
(C) 10-16	Amendment No. 6 dated as of January 12, 1993 to Participation Agreement dated as of March 16, 1987 among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-50)

(C) 10-17 Amendment No. 7 dated as of October 12, 1994 to Participation Agreement dated as of March 16, 1987 as amended, among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-54, File No. 001-02578))

(C) 10-18 Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee, with Perry One Alpha Limited Partnership, Lessor, and Ohio Edison Company, Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-2)

(C) 10-19 Amendment No. 1 dated as of September 1, 1987 to Facility Lease dated as of March 16, 1997 between The First National Bank of Boston, as Owner Trustee, Lessor and Ohio Edison Company, Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-49)

(C) 10-20 Amendment No. 2 dated as of November 1, 1991, to Facility Lease dated as of March 16, 1987, between The First National Bank of Boston, as Owner Trustee, Lessor and Ohio Edison Company, Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-50)

(C) 10-21 Amendment No. 3 dated as of November 24, 1992 to Facility Lease dated as March 16, 1987 as amended, between The First National Bank of Boston, as Owner Trustee, with Perry One Alpha Limited partnership, as Owner Participant and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-54)

(C) 10-22 Amendment No. 4 dated as of January 12, 1993 to Facility Lease dated as of March 16, 1987 as amended, between, The First National Bank of Boston, as Owner Trustee, with Perry One Alpha Limited Partnership, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-59, File No. 001-02578))

(C) 10-23 Amendment No. 5 dated as of October 12, 1994 to Facility Lease dated as of March 16, 1987 as amended, between, The First National Bank of Boston, as Owner Trustee, with Perry One Alpha Limited Partnership, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-60, File No. 001-02578)

(C) 10-24 Letter Agreement dated as of March 19, 1987 between Ohio Edison Company, Lessee, and The First National Bank of Boston, Owner Trustee under a Trust dated March 16, 1987 with Chase Manhattan Realty Leasing Corporation, required by Section 3(d) of the Facility Lease. (incorporated by reference to 1986 Form 10-K, Exhibit 28-3)

(C) 10-25 Ground Lease dated as of March 16, 1987 between Ohio Edison Company, Ground Lessor, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with the Owner Participant, Tenant. (incorporated by reference to 1986 Form 10-K, Exhibit 28-4)

(C) 10-26 Trust Agreement dated as of March 16, 1987 between Perry One Alpha Limited Partnership, as Owner Participant, and The First National Bank of Boston. (incorporated by reference to 1986 Form 10-K, Exhibit 28-5)

(C) 10-27 Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of March 16, 1987 with Perry One Alpha Limited Partnership, and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-6)

(C) 10-28 Supplemental Indenture No. 1 dated as of September 1, 1987 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston as Owner Trustee and Irving Trust Company (now The Bank of New York), as Indenture Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-55)

(C) 10-29 Supplemental Indenture No. 2 dated as of November 1, 1991 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee and The Bank of New York, as Indenture Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-56)

(C) 10-30	Tax Indemnification Agreement dated as of March 16, 1987 between Perry One, Inc. and PARock Limited Partnership as General Partners and Ohio Edison Company, as Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-7)
(C) 10-31	Amendment No. 1 dated as of November 1, 1991 to Tax Indemnification Agreement dated as of March 16, 1987 between Perry One, Inc. and PARock Limited Partnership and Ohio Edison Company. (incorporated by reference to 1991 Form 10-K, Exhibit 10-58)
(C) 10-32	Amendment No. 2 dated as of January 12, 1993 to Tax Indemnification Agreement dated as of March 16, 1987 between Perry One, Inc. and PARock Limited Partnership and Ohio Edison Company. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-69, File No. 001-02578)
(C) 10-33	Amendment No. 3 dated as of October 12, 1994 to Tax Indemnification Agreement dated as of March 16, 1987 between Perry One, Inc. and PARock Limited Partnership and Ohio Edison Company. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-70, File No. 001-02578)
(C) 10-34	Partial Mortgage Release dated as of March 19, 1987 under the Indenture between Ohio Edison Company and Bankers Trust Company, as Trustee, dated as of the 1st day of August 1930. (incorporated by reference to 1986 Form 10-K, Exhibit 28-8)
(C) 10-35	Assignment, Assumption and Further Agreement dated as of March 16, 1987 among The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Perry One Alpha Limited Partnership, The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company and Toledo Edison Company. (incorporated by reference to 1986 Form 10-K, Exhibit 28-9)
(C) 10-36	Additional Support Agreement dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Perry One Alpha Limited Partnership, and Ohio Edison Company. (incorporated by reference to 1986 Form 10-K, Exhibit 28-10)
(C) 10-37	Bill of Sale, Instrument of Transfer and Severance Agreement dated as of March 19, 1987 between Ohio Edison Company, Seller, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Perry One Alpha Limited Partnership. (incorporated by reference to 1986 Form 10-K, Exhibit 28-11)
(C) 10-38	Easement dated as of March 16, 1987 from Ohio Edison Company, Grantor, to The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Perry One Alpha Limited Partnership, Grantee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-12)
10-39	Participation Agreement dated as of March 16, 1987 among Security Pacific Capital Leasing Corporation, as Owner Participant, the Original Loan Participants listed in Schedule 1 Hereto, as Original Loan Participants, PNPP Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-13)
10-40	Amendment No. 1 dated as of September 1, 1987 to Participation Agreement dated as of March 16, 1987 among Security Pacific Capital Leasing Corporation, as Owner Participant, The Original Loan Participants Listed in Schedule 1 thereto, as Original Loan Participants, PNPP Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-65)

10-41	Amendment No. 4 dated as of November 1, 1991, to Participation Agreement dated as of March 16, 1987 among Security Pacific Capital Leasing Corporation, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-66)
10-42	Amendment No. 5 dated as of November 24, 1992 to Participation Agreement dated as of March 16, 1987 as amended among Security Pacific Capital Leasing Corporation, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-71)
10-43	Amendment No. 6 dated as of January 12, 1993 to Participation Agreement dated as of March 16, 1987 as amended among Security Pacific Capital Leasing Corporation, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, Exhibit 10-80, File No. 001-02578)
10-44	Amendment No. 7 dated as of October 12, 1994 to Participation Agreement dated as of March 16, 1987 as amended among Security Pacific Capital Leasing Corporation, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, File No. 001-02578)
10-45	Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee, with Security Pacific Capital Leasing Corporation, Lessor, and Ohio Edison Company, as Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-14)
10-46	Amendment No. 1 dated as of September 1, 1987 to Facility Lease dated as of March 16, 1987 between The First National Bank of Boston as Owner Trustee, Lessor and Ohio Edison Company, Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-68)
10-47	Amendment No. 2 dated as of November 1, 1991 to Facility Lease dated as of March 16, 1987 between The First National Bank of Boston as Owner Trustee, Lessor and Ohio Edison Company, Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-69)
10-48	Amendment No. 3 dated as of November 24, 1992 to Facility Lease dated as of March 16, 1987, as amended, between, The First National Bank of Boston, as Owner Trustee, with Security Pacific Capital Leasing Corporation, as Owner Participant and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-75)
10-49	Amendment No. 4 dated as of January 12, 1993 to Facility Lease dated as of March 16, 1987 as amended between, The First National Bank of Boston, as Owner Trustee, with Security Pacific Capital Leasing Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-76)
10-50	Amendment No. 5 dated as of October 12, 1994 to Facility Lease dated as of March 16, 1987 as amended between, The First National Bank of Boston, as Owner Trustee, with Security Pacific Capital Leasing Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, Exhibit 10-87, File No. 001-02578)
10-51	Letter Agreement dated as of March 19, 1987 between Ohio Edison Company, as Lessee, and The First National Bank of Boston, as Owner Trustee under a Trust, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, required by Section 3(d) of the Facility Lease. (incorporated by reference to 1986 Form 10-K, Exhibit 28-15)

10-52 Ground Lease dated as of March 16, 1987 between Ohio Edison Company, Ground Lessor, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Perry One Alpha Limited Partnership, Tenant. (incorporated by reference to 1986 Form 10-K, Exhibit 28-16)

10-53 Trust Agreement dated as of March 16, 1987 between Security Pacific Capital Leasing Corporation, as Owner Participant, and The First National Bank of Boston. (incorporated by reference to 1986 Form 10-K, Exhibit 28-17)

10-54 Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-18)

10-55 Supplemental Indenture No. 1 dated as of September 1, 1987 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee and Irving Trust Company (now The Bank of New York), as Indenture Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-74)

10-56 Supplemental Indenture No. 2 dated as of November 1, 1991 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee and The Bank of New York, as Indenture Trustee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-75)

10-57 Tax Indemnification Agreement dated as of March 16, 1987 between Security Pacific Capital Leasing Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-19)

10-58 Amendment No. 1 dated as of November 1, 1991 to Tax Indemnification Agreement dated as of March 16, 1987 between Security Pacific Capital Leasing Corporation and Ohio Edison Company. (incorporated by reference to 1991 Form 10-K, Exhibit 10-77)

10-59 Amendment No. 2 dated as of January 12, 1993 to Tax Indemnification Agreement dated as of March 16, 1987 between Security Pacific Capital Leasing Corporation and Ohio Edison Company. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-96, File No. 001-02578)

10-60 Amendment No. 3 dated as of October 12, 1994 to Tax Indemnification Agreement dated as of March 16, 1987 between Security Pacific Capital Leasing Corporation and Ohio Edison Company. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-97, File No. 001-02578)

10-61 Assignment, Assumption and Further Agreement dated as of March 16, 1987 among The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company and Toledo Edison Company. (incorporated by reference to 1986 Form 10-K, Exhibit 28-20)

10-62 Additional Support Agreement dated as of March 16, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, and Ohio Edison Company. (incorporated by reference to 1986 Form 10-K, Exhibit 28-21)

10-63 Bill of Sale, Instrument of Transfer and Severance Agreement dated as of March 19, 1987 between Ohio Edison Company, Seller, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, Buyer. (incorporated by reference to 1986 Form 10-K, Exhibit 28-22)

10-64 Easement dated as of March 16, 1987 from Ohio Edison Company, Grantor, to The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of March 16, 1987, with Security Pacific Capital Leasing Corporation, Grantee. (incorporated by reference to 1986 Form 10-K, Exhibit 28-23)

10-65 Refinancing Agreement dated as of November 1, 1991 among Perry One Alpha Limited Partnership, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee, The Bank of New York, as Collateral Trust Trustee, The Bank of New York, as New Collateral Trust Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-82)

10-66 Refinancing Agreement dated as of November 1, 1991 among Security Pacific Leasing Corporation, as Owner Participant, PNPP Funding Corporation, as Funding Corporation, PNPP II Funding Corporation, as New Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee, The Bank of New York, as Collateral Trust Trustee, The Bank of New York as New Collateral Trust Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1991 Form 10-K, Exhibit 10-83)

10-67 Ohio Edison Company Master Decommissioning Trust Agreement for Perry Nuclear Power Plant Unit One, Perry Nuclear Power Plant Unit Two, Beaver Valley Power Station Unit One and Beaver Valley Power Station Unit Two dated July 1, 1993. (1993 Form 10-K, Exhibit 10-94)

(D) 10-68 Participation Agreement dated as of September 15, 1987, among Beaver Valley Two Pi Limited Partnership, as Owner Participant, the Original Loan Participants listed in Schedule 1 Thereto, as Original Loan Participants, BVPS Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-1)

(D) 10-69 Amendment No. 1 dated as of February 1, 1988, to Participation Agreement dated as of September 15, 1987, among Beaver Valley Two Pi Limited Partnership, as Owner Participant, the Original Loan Participants listed in Schedule 1 Thereto, as Original Loan Participants, BVPS Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-2)

(D) 10-70 Amendment No. 3 dated as of March 16, 1988 to Participation Agreement dated as of September 15, 1987, as amended, among Beaver Valley Two Pi Limited Partnership, as Owner Participant, BVPS Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-99)

(D) 10-71 Amendment No. 4 dated as of November 5, 1992 to Participation Agreement dated as of September 15, 1987, as amended, among Beaver Valley Two Pi Limited Partnership, as Owner Participant, BVPS Funding Corporation, BVPS II Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-100)

(D) 10-72 Amendment No. 5 dated as of September 30, 1994 to Participation Agreement dated as of September 15, 1987, as amended, among Beaver Valley Two Pi Limited Partnership, as Owner Participant, BVPS Funding Corporation, BVPS II Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, Exhibit 10-118, File No. 001-02578)

(D) 10-73 Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee, with Beaver Valley Two Pi Limited Partnership, Lessor, and Ohio Edison Company, Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-3)

(D) 10-74 Amendment No. 1 dated as of February 1, 1988, to Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee, with Beaver Valley Two Pi Limited Partnership, Lessor, and Ohio Edison Company, Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-4)

(D) 10-75 Amendment No. 2 dated as of November 5, 1992, to Facility Lease dated as of September 15, 1987, as amended, between The First National Bank of Boston, as Owner Trustee, with Beaver Valley Two Pi Limited Partnership, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-103)

(D) 10-76 Amendment No. 3 dated as of September 30, 1994 to Facility Lease dated as of September 15, 1987, as amended, between The First National Bank of Boston, as Owner Trustee, with Beaver Valley Two Pi Limited Partnership, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-122, File No. 001-02578)

(D) 10-77 Ground Lease and Easement Agreement dated as of September 15, 1987, between Ohio Edison Company, Ground Lessor, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Beaver Valley Two Pi Limited Partnership, Tenant. (incorporated by reference to 1987 Form 10-K, Exhibit 28-5)

(D) 10-78 Trust Agreement dated as of September 15, 1987, between Beaver Valley Two Pi Limited Partnership, as Owner Participant, and The First National Bank of Boston. (incorporated by reference to 1987 Form 10-K, Exhibit 28-6)

(D) 10-79 Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987, with Beaver Valley Two Pi Limited Partnership, and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-7)

(D) 10-80 Supplemental Indenture No. 1 dated as of February 1, 1988 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of September 15, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with Beaver Valley Two Pi Limited Partnership and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-8)

(D) 10-81 Tax Indemnification Agreement dated as of September 15, 1987, between Beaver Valley Two Pi Inc. and PARock Limited Partnership as General Partners and Ohio Edison Company, as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-9)

(D) 10-82 Amendment No. 1 dated as of November 5, 1992 to Tax Indemnification Agreement dated as of September 15, 1987, between Beaver Valley Two Pi Inc. and PARock Limited Partnership as General Partners and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-128, File No. 001-02578)

(D) 10-83 Amendment No. 2 dated as of September 30, 1994 to Tax Indemnification Agreement dated as of September 15, 1987, between Beaver Valley Two Pi Inc. and PARock Limited Partnership as General Partners and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-129, File No. 001-02578)

(D) 10-84 Tax Indemnification Agreement dated as of September 15, 1987, between HG Power Plant, Inc., as Limited Partner and Ohio Edison Company, as Lessee. (1987 Form 10-K, Exhibit 28-10)

(D) 10-85 Amendment No. 1 dated as of November 5, 1992 to Tax Indemnification Agreement dated as of September 15, 1987, between HG Power Plant, Inc., as Limited Partner and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-131, File No. 001-02578)

(D) 10-86 Amendment No. 2 dated as of September 30, 1994 to Tax Indemnification Agreement dated as of September 15, 1987, between HG Power Plant, Inc., as Limited Partner and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-132, File No. 001-02578)

(D) 10-87 Assignment, Assumption and Further Agreement dated as of September 15, 1987, among The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Beaver Valley Two Pi Limited Partnership, The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company and Toledo Edison Company. (incorporated by reference to 1987 Form 10-K, Exhibit 28-11)

(D) 10-88 Additional Support Agreement dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Beaver Valley Two Pi Limited Partnership, and Ohio Edison Company. (incorporated by reference to 1987 Form 10-K, Exhibit 28-12)

(E) 10-89 Participation Agreement dated as of September 15, 1987, among Chrysler Consortium Corporation, as Owner Participant, the Original Loan Participants listed in Schedule 1 Thereto, as Original Loan Participants, BVPS Funding Corporation as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-13)

(E) 10-90 Amendment No. 1 dated as of February 1, 1988, to Participation Agreement dated as of September 15, 1987, among Chrysler Consortium Corporation, as Owner Participant, the Original Loan Participants listed in Schedule 1 Thereto, as Original Loan Participants, BVPS Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee, and Ohio Edison Company, as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-14)

(E) 10-91 Amendment No. 3 dated as of March 16, 1988 to Participation Agreement dated as of September 15, 1987, as amended, among Chrysler Consortium Corporation, as Owner Participant, BVPS Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-114)

(E) 10-92 Amendment No. 4 dated as of November 5, 1992 to Participation Agreement dated as of September 15, 1987, as amended, among Chrysler Consortium Corporation, as Owner Participant, BVPS Funding Corporation, BVPS II Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-115)

(E) 10-93 Amendment No. 5 dated as of January 12, 1993 to Participation Agreement dated as of September 15, 1987, as amended, among Chrysler Consortium Corporation, as Owner Participant, BVPS Funding Corporation, BVPS II Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, Exhibit 10-139, File No. 001-02578)

(E) 10 -94 Amendment No. 6 dated as of September 30, 1994 to Participation Agreement dated as of September 15, 1987, as amended, among Chrysler Consortium Corporation, as Owner Participant, BVPS Funding Corporation, BVPS II Funding Corporation, The First National Bank of Boston, as Owner Trustee, The Bank of New York, as Indenture Trustee and Ohio Edison Company, as Lessee. (incorporated by reference to OE’s Form 10-K filed March 21, 1995, Exhibit 10-140, File No. 001-02578)

(E) 10-95 Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee, with Chrysler Consortium Corporation, Lessor, and Ohio Edison Company, as Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-15)

(E) 10-96 Amendment No. 1 dated as of February 1, 1988, to Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee, with Chrysler Consortium Corporation, Lessor, and Ohio Edison Company, Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-16)

(E) 10-97	Amendment No. 2 dated as of November 5, 1992 to Facility Lease dated as of September 15, 1987, as amended, between The First National Bank of Boston, as Owner Trustee, with Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-118)
(E) 10-98	Amendment No. 3 dated as of January 12, 1993 to Facility Lease dated as of September 15, 1987, as amended, between The First National Bank of Boston, as Owner Trustee, with Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to 1992 Form 10-K, Exhibit 10-119)
(E) 10-99	Amendment No. 4 dated as of September 30, 1994 to Facility Lease dated as of September 15, 1987, as amended, between The First National Bank of Boston, as Owner Trustee, with Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-145, File No. 001-02578)
(E) 10-100	Ground Lease and Easement Agreement dated as of September 15, 1987, between Ohio Edison Company, Ground Lessor, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Chrysler Consortium Corporation, Tenant. (incorporated by reference to 1987 Form 10-K, Exhibit 28-17)
(E) 10-101	Trust Agreement dated as of September 15, 1987, between Chrysler Consortium Corporation, as Owner Participant, and The First National Bank of Boston. (incorporated by reference to 1987 Form 10-K, Exhibit 28-18)
(E) 10-102	Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Chrysler Consortium Corporation and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-19)
(E) 10-103	Supplemental Indenture No. 1 dated as of February 1, 1988 to Trust Indenture, Mortgage, Security Agreement and Assignment of Facility Lease dated as of September 15, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with Chrysler Consortium Corporation and Irving Trust Company, as Indenture Trustee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-20)
(E) 10-104	Tax Indemnification Agreement dated as of September 15, 1987, between Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, Lessee. (incorporated by reference to 1987 Form 10-K, Exhibit 28-21)
(E) 10-105	Amendment No. 1 dated as of November 5, 1992 to Tax Indemnification Agreement dated as of September 15, 1987, between Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-151, File No. 001-02578)
(E) 10-106	Amendment No. 2 dated as of January 12, 1993 to Tax Indemnification Agreement dated as of September 15, 1987, between Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-152, File No. 001-02578)
(E) 10-107	Amendment No. 3 dated as of September 30, 1994 to Tax Indemnification Agreement dated as of September 15, 1987, between Chrysler Consortium Corporation, as Owner Participant, and Ohio Edison Company, as Lessee. (incorporated by reference to OE's Form 10-K filed March 21, 1995, Exhibit 10-153, File No. 001-02578)
(E) 10-108	Assignment, Assumption and Further Agreement dated as of September 15, 1987, among The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Chrysler Consortium Corporation, The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company, and Toledo Edison Company. (incorporated by reference to 1987 Form 10-K, Exhibit 28-22)

(E) 10-109	Additional Support Agreement dated as of September 15, 1987, between The First National Bank of Boston, as Owner Trustee under a Trust Agreement, dated as of September 15, 1987, with Chrysler Consortium Corporation, and Ohio Edison Company. (incorporated by reference to 1987 Form 10-K, Exhibit 28-23)
10-110	Operating Agreement for Bruce Mansfield Units Nos. 1, 2 and 3 dated as of June 1, 1976, and executed on September 15, 1987, by and between the CAPCO Companies. (incorporated by reference to 1987 Form 10-K, Exhibit 28-25)
10-111	OE Nuclear Capital Contribution Agreement by and between Ohio Edison Company and FirstEnergy Nuclear Generation Corp. (incorporated by reference to OE's Form 10-Q filed August 1, 2005, Exhibit 10.1, File No. 001-02578)
10-112	OE Fossil Purchase and Sale Agreement by and between Ohio Edison Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to OE's Form 10-Q filed August 1, 2005, Exhibit 10.2, File No. 001-02578)
10-113	OE Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and Ohio Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.18, File No. 333-145140-01)
10-114	Consent Decree dated March 18, 2005. (incorporated by reference to FE's Form 8-K filed March 18, 2005, Exhibit 10.1, File No. 333-21011)
10-115	Nuclear Sale/Leaseback Power Supply Agreement dated as of October 14, 2005 between Ohio Edison Company and The Toledo Edison Company (Sellers) and FirstEnergy Nuclear Generation Corp. (Buyer). (incorporated by reference to OE's Form 10-K filed March 2, 2006, Exhibit 10-64, File No. 001-02578)
10-116	Power Supply Agreement dated as of October 31, 2005 between FirstEnergy Solutions Corp. (Seller) and the FirstEnergy Operating Companies – Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company (Buyers). (incorporated by reference to OE's Form 10-K filed March 2, 2006, Exhibit 10-65, File No. 001-02578)
10-117	Revised Power Supply Agreement, dated December 8, 2006, among FirstEnergy Solutions Corp., Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007 , Exhibit 10.34 , File No. 333-145140-01)
10-118	Master SSO Supply Agreement, entered into May 18, 2009, by and between The Cleveland Electric Illuminating Company, the Toledo Edison Company and Ohio Edison Company and FirstEnergy Solutions Corp. (incorporated by reference to OE's Form 10-Q filed August 3, 2009, Exhibit 10.2, File No. 001-02578)
(A) 12-3	Consolidated ratios of earnings to fixed charges.
(A) 23-2	Consent of Independent Registered Public Accounting Firm.
(A) 31-1	Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 31-2	Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 32	Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.
(A)	Provided herein in electronic format as an exhibit.
(B)	Management contract or compensatory plan contract or arrangement filed pursuant to Item 601 of Regulation S-K.

(C) Substantially similar documents have been entered into relating to three additional Owner Participants.

(D) Substantially similar documents have been entered into relating to five additional Owner Participants.

(E) Substantially similar documents have been entered into relating to two additional Owner Participants.

3. Exhibits – Common Exhibits for CEI and TE

Exhibit
Number

2-1 Agreement and Plan of Merger between Ohio Edison Company and Centerior Energy dated as of September 13, 1996. (incorporated by reference to FE's Form S-4 filed February 3, 1997, Exhibit (2)-1, File No. 333-21011)

2-2 Merger Agreement by and among Centerior Acquisition Corp., FirstEnergy Corp and Centerior Energy Corp . (incorporated by reference to FE's Form S-4 filed February 3, 1997, Exhibit (2)-3, File No. 333-21011)

10-1 CAPCO Administration Agreement dated November 1, 1971, as of September 14, 1967, among the CAPCO Group members regarding the organization and procedures for implementing the objectives of the CAPCO Group. (incorporated by reference to Amendment No. 1, Exhibit 5(p), File No. 2-42230)

10-2 Amendment No. 1, dated January 4, 1974, to CAPCO Administration Agreement among the CAPCO Group members. (incorporated by reference to OE's File No. 2-68906, Exhibit 5(c)(3))

10-3 Agreement for the Termination or Construction of Certain Agreement By and Among the CAPCO Group members, dated December 23, 1993 and effective as of September 1, 1980. (incorporated by reference to CEI's Form 10-K filed on March 31, 1994, Exhibit 10b(4), File No. 001-02323)

10-4 Second Amendment to the Bruce Ma nsfield Units 1, 2, and 3 Operating Agreement, dated as of July 1, 2007, between FirstEnergy Generation Corp., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to FE's Form 8-K/A filed August 2, 2007, Exhibit 10-11, File. No. 333-21011)

10-5 Amendment No. 6A dated as of December 1, 1991, to the Bond Guaranty dated as of October 1, 1973, by The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company, The Toledo Edison Company to National City Bank, as Bond Trustee. (incorporated by reference to OE's 1991 Form 10-K , Exhibit 10-33)

10-6 Amendment No. 6B dated as of December 30, 1991, to the Bond Guaranty dated as of October 1, 1973 by The Cleveland Electric Illuminating Company, Duquesne Light Company, Ohio Edison Company, Pennsylvania Power Company, The Toledo Edison Company to National City Bank, as Bond Trustee. (incorporated by reference to OE's 1991 Form 10-K, Exhibit 10-34)

10-7 Form of Collateral Trust Indenture among CTC Beaver Valley Funding Corporation, The Cleveland Electric Illuminating Company, The Toledo Edison Company and Irving Trust Company, as Trustee. (incorporated by reference to File No. 33-18755, Exhibit 4(a))

10-8 Form of Supplemental Indenture to Collateral Trust Indenture constituting Exhibit 10-10 above, including form of Secured Lease Obligation bond. (incorporated by reference to File No. 33-18755, Exhibit 4(b))

10-9 Form of Collateral Trust Indenture among Beaver Valley II Funding Corporation, The Cleveland Electric Illuminating Company and The Toledo Edison Company and The Bank of New York, as Trustee. (incorporated by reference to File No. 33-46665, Exhibit (4)(a))

10-10 Form of Supplemental Indenture to Collateral Trust Indenture constituting Exhibit 10-12 above, including form of Secured Lease Obligation Bond. (incorporated by reference to File No. 33-46665, Exhibit (4)(b))

10-11 Form of Collateral Trust Indenture among CTC Mansfield Funding Corporation, Cleveland Electric, Toledo Edison and IBJ Schroder Bank & Trust Company, as Trustee. (incorporated by reference to File No. 33-20128, Exhibit 4(a))

10-12 Form of Supplemental Indenture to Collateral Trust Indenture constituting Exhibit 10-14 above, including forms of Secured Lease Obligation bonds. (incorporated by reference to File No. 33-20128, Exhibit 4(b))

10-13 Form of Facility Lease dated as of September 15, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the limited partnership Owner Participant named therein, Lessor, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, Lessee. (incorporated by reference to File No. 33-18755, Exhibit 4(c))

10-14 Form of Amendment No. 1 to Facility Lease constituting Exhibit 10-16 above. (incorporated by reference to File No. 33-18755, Exhibit 4(e))

10-15 Form of Facility Lease dated as of September 15, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the corporate Owner Participant named therein, Lessor, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, Lessees. (incorporated by reference to File No. 33-18755, Exhibit 4(d))

10-16 Form of Amendment No. 1 to Facility Lease constituting Exhibit 10-18 above. (incorporated by reference to File No. 33-18755, Exhibit 4(f))

10-17 Form of Facility Lease dated as of September 30, 1987 between Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, Lessor, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, Lessees. (incorporated by reference to File No. 33-20128, Exhibit 4(c))

10-18 Form of Amendment No. 1 to the Facility Lease constituting Exhibit 10-20 above. (incorporated by reference to File No. 33-20128, Exhibit 4(f))

10-19 Form of Participation Agreement dated as of September 15, 1987 among the limited partnership Owner Participant named therein, the Original Loan Participants listed in Schedule 1 thereto, as Original Loan Participants, CTC Beaver Valley Fund Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, as Lessees. (incorporated by reference to File No. 33-18755, Exhibit 28(a))

10-20 Form of Amendment No. 1 to Participation Agreement constituting Exhibit 10-22 above (incorporated by reference to File No. 33-18755, Exhibit 28(c))

10-21 Form of Participation Agreement dated as of September 15, 1987 among the corporate Owner Participant named therein, the Original Loan Participants listed in Schedule 1 thereto, as Owner Loan Participants, CTC Beaver Valley Funding Corporation, as Funding Corporation, The First National Bank of Boston, as Owner Trustee, Irving Trust Company, as Indenture Trustee, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, as Lessees. (incorporated by reference to File No. 33-18755, Exhibit 28(b))

10-22 Form of Amendment No. 1 to Participation Agreement constituting Exhibit 10-24 above (incorporated by reference to File No. 33-18755, Exhibit 28(d))

10-23	Form of Participation Agreement dated as of September 30, 1987 among the Owner Participant named therein, the Original Loan Participants listed in Schedule II thereto, as Owner Loan Participants, CTC Mansfield Funding Corporation, Meridian Trust Company, as Owner Trustee, IBJ Schroder Bank & Trust Company, as Indenture Trustee, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, as Lessees. (incorporated by reference to File No. 33-0128, Exhibit 28(a))
10-24	Form of Amendment No. 1 to the Participation Agreement constituting Exhibit 10-26 above (incorporated by reference to File No. 33-20128, Exhibit 28(b))
10-25	Form of Ground Lease dated as of September 15, 1987 between Toledo Edison, Ground Lessor, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the Owner Participant named therein, Tenant. (incorporated by reference to File No. 33-18755, Exhibit 28(e))
10-26	Form of Site Lease dated as of September 30, 1987 between Toledo Edison, Lessor, and Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, Tenant. (incorporated by reference to File No. 33-20128, Exhibit 28(c))
10-27	Form of Site Lease dated as of September 30, 1987 between The Cleveland Electric Illuminating Company, Lessor, and Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, Tenant. (incorporated by reference to File No. 33-20128, Exhibit 28(d))
10-28	Form of Amendment No. 1 to the Site Leases constituting Exhibits 10-29 and 10-30 above (incorporated by reference to File No. 33-20128, Exhibit 4(f))
10-29	Form of Assignment, Assumption and Further Agreement dated as of September 15, 1987 among The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the Owner Participant named therein, The Cleveland Electric Illuminating Company, Duquesne, Ohio Edison Company, Pennsylvania Power Company and The Toledo Edison Company. (incorporated by reference to File No. 33-18755, Exhibit 28(f))
10-30	Form of Additional Support Agreement dated as of September 15, 1987 between The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the Owner Participant named therein and The Toledo Edison Company. (incorporated by reference to File No. 33-18755, Exhibit 28(g))
10-31	Form of Support Agreement dated as of September 30, 1987 between Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, The Toledo Edison Company, The Cleveland Electric Illuminating Company, Duquesne, Ohio Edison Company and Pennsylvania Power Company. (incorporated by reference to File No. 33-20128, Exhibit 28(e))
10-32	Form of Indenture, Bill of Sale, Instrument of Transfer and Severance Agreement dated as of September 30, 1987 between The Toledo Edison Company, Seller, and The First National Bank of Boston, as Owner Trustee under a Trust Agreement dated as of September 15, 1987 with the Owner Participant named therein, Buyer. (incorporated by reference to File No. 33-18755, Exhibit 28(h))
10-33	Form of Bill of Sale, Instrument of Transfer and Severance Agreement dated as of September 30, 1987 between The Toledo Edison Company, Seller, and Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, Buyer. (incorporated by reference to File No. 33-20128, Exhibit 28(f))
10-34	Form of Bill of Sale, Instrument of Transfer and Severance Agreement dated as of September 30, 1987 between The Cleveland Electric Illuminating Company, Seller, and Meridian Trust Company, as Owner Trustee under a Trust Agreement dated as of September 30, 1987 with the Owner Participant named therein, Buyer. (incorporated by reference to File No. 33-20128, Exhibit 28(g))

10-35 Forms of Refinancing Agreement, including exhibits thereto, among the Owner Participant named therein, as Owner Participant, CTC Beaver Valley Funding Corporation, as Funding Corporation, Beaver Valley II Funding Corporation, as New Funding Corporation, The Bank of New York, as Indenture Trustee, The Bank of New York, as New Collateral Trust Trustee, and The Cleveland Electric Illuminating Company and The Toledo Edison Company, as Lessees. (incorporated by reference to File No. 33-46665, Exhibit (28)(e)(i))

10-36 Form of Amendment No. 2 to Facility Lease among Citicorp Lescaman, Inc., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 10(a), File No. 333-47651)

10-37 Form of Amendment No. 3 to Facility Lease among Citicorp Lescaman, Inc., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 10(b), File No. 333-47651)

10-38 Form of Amendment No. 2 to Facility Lease among US West Financial Services, Inc., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 10 (c), File No. 333-47651)

10-39 Form of Amendment No. 3 to Facility Lease among US West Financial Services, Inc., The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 10 (d), File No. 333-47651)

10-40 Form of Amendment No. 2 to Facility Lease among Midwest Power Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to CEI's Form S-4 filed March 10, 1998 , Exhibit 10(e), File No. 333-47651)

10-41 Centerior Energy Corporation Equity Compensation Plan. (incorporated by reference to Centerior Energy Corporation's Form S-8 filed May 26, 1995, Exhibit 99, File No. 33-59635)

10-42 Revised Power Supply Agreement, dated December 8, 2006, among FirstEnergy Solutions Corp., Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company. (incorporated by reference to FES' Form S-4/A filed August 20, 2007, Exhibit 10.34, File No. 333-145140-01)

3. Exhibits – CEI

3-1 Amended and Restated Articles of Incorporation of The Cleveland Electric Illuminating Company, Effective December 21, 2007. (incorporated by reference to CEI's Form 10-K filed February 29, 2008, Exhibit 3.3, File No. 001-02323)

3-2 Amended and Restated Code of Regulations of The Cleveland Electric Illuminating Company, dated December 14, 2007. (incorporated by reference to CEI's Form 10-K filed February 29, 2008, Exhibit 3.4, File No. 001-02323)

(B) 4-1 Mortgage and Deed of Trust between The Cleveland Electric Illuminating Company and Guaranty Trust Company of New York (now The Chase Manhattan Bank (National Association)), as Trustee, dated July 1, 1940. (incorporated by reference to File No. 2-4450, Exhibit 7(a))

Supplemental Indentures between The Cleveland Electric Illuminating Company and the Trustee, supplemental to Exhibit 4-1, dated as follows:

4-1(a) July 1, 1940 (incorporated by reference to File No. 2-4450, Exhibit 7(b))
4-1(b) August 18, 1944 (incorporated by reference to File No. 2-9887, Exhibit 4(c))
4-1(c) December 1, 1947 (incorporated by reference to File No. 2-7306, Exhibit 7(d))
4-1(d) September 1, 1950 (incorporated by reference to File No. 2-8587, Exhibit 7(c))
4-1(e) June 1, 1951 (incorporated by reference to File No. 2-8994, Exhibit 7(f))
4-1(f) May 1, 1954 (incorporated by reference to File No. 2-10830, Exhibit 4(d))
4-1(g) March 1, 1958 (incorporated by reference to File No. 2-13839, Exhibit 2(a)(4))
4-1(h) April 1, 1959 (incorporated by reference to File No. 2-14753, Exhibit 2(a)(4))
4-1(i) December 20, 1967 (incorporated by reference to File No. 2-30759, Exhibit 2(a)(4))
4-1(j) January 15, 1969 (incorporated by reference to File No. 2-30759, Exhibit 2(a)(5))
4-1(k) November 1, 1969 (incorporated by reference to File No. 2-35008, Exhibit 2(a)(4))
4-1(l) June 1, 1970 (incorporated by reference to File No. 2-37235, Exhibit 2(a)(4))

4-1(m)	November 15, 1970 (incorporated by reference to File No. 2-38460, Exhibit 2(a)(4))
4-1(n)	May 1, 1974 (incorporated by reference to File No. 2-50537, Exhibit 2(a)(4))
4-1(o)	April 15, 1975 (incorporated by reference to File No. 2-52995, Exhibit 2(a)(4))
4-1(p)	April 16, 1975 (incorporated by reference to File No. 2-53309, Exhibit 2(a)(4))
4-1(q)	May 28, 1975 (incorporated by reference to Form 8-A filed June 5, 1975, Exhibit 2(c), File No. 1-2323)
4-1(r)	February 1, 1976 (incorporated by reference to 1975 Form 10-K, Exhibit 3(d)(6), File No. 1-2323)
4-1(s)	November 23, 1976 (incorporated by reference to File No. 2-57375, Exhibit 2(a)(4))
4-1(t)	July 26, 1977 (incorporated by reference to File No. 2-59401, Exhibit 2(a)(4))
4-1(u)	September 7, 1977 (incorporated by reference to File No. 2-67221, Exhibit 2(a)(5))
4-1(v)	May 1, 1978 (incorporated by reference to June 1978 Form 10-Q, Exhibit 2(b), File No. 1-2323)
4-1(w)	September 1, 1979 (incorporated by reference to September 1979 Form 10-Q, Exhibit 2(a), File No. 1-2323)
4-1(x)	April 1, 1980 (incorporated by reference to September 1980 Form 10-Q, Exhibit 4(a)(2), File No. 1-2323)
4-1(y)	April 15, 1980 (incorporated by reference to September 1980 Form 10-Q, Exhibit 4(b), File No. 1-2323)
4-1(z)	May 28, 1980 (incorporated by reference to Amendment No. 1, Exhibit 2(a)(4), File No. 2-67221)
4-1(aa)	June 9, 1980 (incorporated by reference to September 1980 Form 10-Q, Exhibit 4(d), File No. 1-2323)
4-1(bb)	December 1, 1980 (incorporated by reference to 1980 Form 10-K, Exhibit 4(b)(29), File No. 1-2323)
4-1(cc)	July 28, 1981 (incorporated by reference to September 1981 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(dd)	August 1, 1981 (incorporated by reference to September 1981 Form 10-Q, Exhibit 4(b), File No. 1-2323)
4-1(ee)	March 1, 1982 (incorporated by reference to Amendment No. 1, Exhibit 4(b)(3), File No. 2-76029)
4-1(ff)	July 15, 1982 (incorporated by reference to September 1982 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(gg)	September 1, 1982 (incorporated by reference to September 1982 Form 10-Q, Exhibit 4(a)(1), File No. 1-2323)
4-1(hh)	November 1, 1982 (incorporated by reference to September 1982 Form 10-Q, Exhibit (a)(2), File No. 1-2323)
4-1(ii)	November 15, 1982 (incorporated by reference to 1982 Form 10-K, Exhibit 4(b)(36), File No. 1-2323)
4-1(jj)	May 24, 1983 (incorporated by reference to June 1983 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(kk)	May 1, 1984 (incorporated by reference to June 1984 Form 10-Q, Exhibit 4, File No. 1-2323)
4-1(ll)	May 23, 1984 (incorporated by reference to Form 8-K dated May 22, 1984, Exhibit 4, File No. 1-2323)
4-1(mm)	June 27, 1984 (incorporated by reference to Form 8-K dated June 11, 1984, Exhibit 4, File No. 1-2323)
4-1(nn)	September 4, 1984 (incorporated by reference to 1984 Form 10-K, Exhibit 4b(41), File No. 1-2323)
4-1(oo)	November 14, 1984 (incorporated by reference to 1984 Form 10 K, Exhibit 4b(42), File No. 1-2323)
4-1(pp)	November 15, 1984 (incorporated by reference to 1984 Form 10-K, Exhibit 4b(43), File No. 1-2323)
4-1(qq)	April 15, 1985 incorporated by reference to (Form 8-K dated May 8, 1985, Exhibit 4(a), File No. 1-2323)
4-1(rr)	May 28, 1985 (incorporated by reference to Form 8-K dated May 8, 1985, Exhibit 4(b), File No. 1-2323)
4-1(ss)	August 1, 1985 (incorporated by reference to September 1985 Form 10-Q, Exhibit 4, File No. 1-2323)
4-1(tt)	September 1, 1985 (incorporated by reference to Form 8-K dated September 30, 1985, Exhibit 4, File No. 1-2323)
4-1(uu)	November 1, 1985 (incorporated by reference to Form 8-K dated January 31, 1986, Exhibit 4, File No. 1-2323)
4-1(vv)	April 15, 1986 (incorporated by reference to March 1986 Form 10-Q, Exhibit 4, File No. 1-2323)
4-1(ww)	May 14, 1986 (incorporated by reference to June 1986 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(xx)	May 15, 1986 (incorporated by reference to June 1986 Form 10-Q, Exhibit 4(b), File No. 1-2323)
4-1(yy)	February 25, 1987 (incorporated by reference to 1986 Form 10-K, Exhibit 4b(52), File No. 1-2323)

4-1(zz)	October 15, 1987 (incorporated by reference to September 1987 Form 10-Q, Exhibit 4, File No. 1-2323)
4-1(aaa)	February 24, 1988 (incorporated by reference to 1987 Form 10-K, Exhibit 4b(54), File No. 1-2323)
4-1(bbb)	September 15, 1988 (incorporated by reference to 1988 Form 10-K, Exhibit 4b(55), File No. 1-2323)
4-1(ccc)	May 15, 1989 (incorporated by reference to File No. 33-32724, Exhibit 4(a)(2)(i))
4-1(ddd)	June 13, 1989 (incorporated by reference to File No. 33-32724, Exhibit 4(a)(2)(ii))
4-1(eee)	October 15, 1989 (incorporated by reference to File No. 33-32724, Exhibit 4(a)(2)(iii))
4-1(fff)	January 1, 1990 (incorporated by reference to 1989 Form 10-K, Exhibit 4b(59), File No. 1-2323)
4-1(ggg)	June 1, 1990 (incorporated by reference to September 1990 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(hhh)	August 1, 1990 (incorporated by reference to September 1990 Form 10-Q, Exhibit 4(b), File No. 1-2323)
4-1(iii)	May 1, 1991 (incorporated by reference to June 1991 Form 10-Q, Exhibit 4(a), File No. 1-2323)
4-1(jjj)	May 1, 1992 (incorporated by reference to File No. 33-48845, Exhibit 4(a)(3))
4-1(kkk)	July 31, 1992 (incorporated by reference to File No. 33-57292, Exhibit 4(a)(3))
4-1(lll)	January 1, 1993 (incorporated by reference to 1992 Form 10-K, Exhibit 4b(65), File No. 1-2323)
4-1(mmm)	February 1, 1993 (incorporated by reference to 1992 Form 10-K, Exhibit 4b(66), File No. 1-2323)
4-1(nnn)	May 20, 1993 (incorporated by reference to Form 8-K dated July 14, 1993, Exhibit 4(a), File No. 1-2323)
4-1(ooo)	June 1, 1993 (incorporated by reference to Form 8-K dated July 14, 1993, Exhibit 4(b), File No. 1-2323)
4-1(ppp)	September 15, 1994 (incorporated by reference to CEI’s Form 10-Q filed November 14, 1994, Exhibit 4(a), File No. 001-02323)
4-1(qqq)	May 1, 1995 (incorporated by reference to CEI’s Form 10-Q filed November 13, 1995, Exhibit 4(a), File No. 001-02323)
4-1(rrr)	May 2, 1995 (incorporated by reference to CEI’s Form 10-Q filed November 13, 1995, Exhibit 4(b) , File No. 001-02323)
4-1(sss)	June 1, 1995 (incorporated by reference to CEI’s Form 10-Q filed November 13, 1995, Exhibit 4(c) , File No. 001-02323)
4-1(ttt)	July 15, 1995 (i ncorporated by reference to CEI’s Form 10-K filed March 29, 1996, Exhibit 4b(73) , File No. 001-02323)
4-1(uuu)	August 1, 1995 (i ncorporated by reference to CEI’s Form 10-K filed March 29, 1996, Exhibit 4b(74) , File No. 001-02323)
4-1(vvv)	June 15, 1997 (incorporated by reference to CEI’s Form S-4 filed September 18, 2007, Exhibit 4(a), File No. 333-35931)
4-1(www)	October 15, 1997 (incorporated by reference to CEI’s Form S-4 filed March 10, 1998, Exhibit 4(a), File No. 333-47651)
4-1(xxx)	June 1, 1998 (incorporated by reference to CEI’s Form S-4, Exhibit 4b(77), File No. 333-72891)
4-1(yyy)	October 1, 1998 (incorporated by reference to CEI’s Form S-4 filed February 24, 1999, Exhibit 4b(78), File No. 333-72891)
4-1(zzz)	October 1, 1998 (incorporated by reference to CEI’s Form S-4 filed February 24, 1999, Exhibit 4b(79), File No. 333-72891)
4-1(aaaa)	February 24, 1999 (incorporated by reference to CEI’s Form S-4 filed February 24, 1999, Exhibit 4b(80), File No. 333-72891)
4-1(bbbb)	September 29, 1999 (i ncorporated by reference to CEI’s Form 10-K filed March 29, 2000, Exhibit 4b(81) , File No. 001-02323)
4-1(cccc)	January 15, 2000 (i ncorporated by reference to CEI’s Form 10-K filed March 29, 2000, Exhibit 4b(82) , File No. 001-02323)
4-1(dddd)	May 15, 2002 (i ncorporated by reference to CEI’s Form 10-K filed March 26, 2003, Exhibit 4b(83) , File No. 001-02323)
4-1(eeee)	October 1, 2002 (i ncorporated by reference to CEI’s Form 10-K filed March 26, 2003, Exhibit 4b(84) , File No. 001-02323)
4-1(ffff)	Supplemental Indenture dated as of September 1, 2004 (i ncorporated by reference to CEI’s Form 10-Q filed November 4, 2004, Exhibit 4-1(85) , File No. 001-02323)
4-1(gggg)	Supplemental Indenture dated as of October 1, 2004 (i ncorporated by reference to CEI’s Form 10-Q filed November 4, 2004, Exhibit 4-1(86) , File No. 001-02323)
4-1(hhhh)	Supplemental Indenture dated as of April 1, 2005 (i ncorporated by reference to CEI’s Form 10-Q filed August 1, 2005, Exhibit 4.1, File No. 001-02323)
4-1(iiii)	Supplemental Indenture dated as of July 1, 2005 (i ncorporated by reference to CEI’s Form 10-Q filed August 1, 2005, Exhibit 4.2, File No. 001-02323)

4-1(jjjj)	Eighty-Ninth Supplemental Indenture, dated as of November 1, 2008 (relating to First Mortgage Bonds, 8.875% Series due 2018). (i ncorporated by reference to CEI's Form 8-K filed November 19, 2008, Exhibit 4.1, File No. 001-02323)
4-1(kkk)	Ninetieth Supplemental Indenture, dated as of August 1, 2009 (including Form of First Mortgage Bonds, 5.50% Series due 2024). (incorporated by reference to CEI's Form 8-K filed on August 18, 2009, Exhibit 4.1, File No. 001-02323)
4-2	Form of Note Indenture between The Cleveland Electric Illuminating Company and The Chase Manhattan Bank, as Trustee dated as of October 24, 1997. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 4(b) , File No. 333-47651)
4-2(a)	Form of Supplemental Note Indenture between The Cleveland Electric Illuminating Company and The Chase Manhattan Bank, as Trustee dated as of October 24, 1997. (incorporated by reference to CEI's Form S-4 filed March 10, 1998, Exhibit 4(c), File No. 333-47651)
4-3	Indenture dated as of December 1, 2003 between The Cleveland Electric Illuminating Company and JPMorgan Chase Bank, as Trustee. (incorporated by reference to CEI's Form 10-K filed March 15, 2004, Exhibit 4-1, File No. 001-02323)
4-3(a)	Officer's Certificate (including the form of 5.95% Senior Notes due 2036), dated as of December 11, 2006. (incorporated by reference to CEI's Form 8-K filed December 12, 2006, Exhibit 4, File No. 001-02323)
4-3(b)	Officer's Certificate (including the form of 5.70% Senior Notes due 2017), dated as of March 27, 2007. (incorporated by reference to CEI's Form 8-K filed March 28, 2007, Exhibit 4, File No. 001-02323)
10-1	CEI Nuclear Purchase and Sale Agreement by and between The Cleveland Electric Illuminating Company and FirstEnergy Nuclear Generation Corp. (incorporated by reference to CEI's Form 10-Q filed August 1, 2005, Exhibit 10.1, File No. 001-02323)
10-2	CEI Fossil Purchase and Sale Agreement by and between The Cleveland Electric Illuminating Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to CEI's Form 10-Q filed August 1, 2005, Exhibit 10.2, File No. 001-02323)
10-3	CEI Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and The Cleveland Electric Illuminating Company. (Form S-4/A filed August 20, 2007, Exhibit 10.16, File No. 333-145140-01)
10-4	CEI Nuclear Security Agreement, dated December 16, 2005, by and between FirstEnergy Nuclear Generation Corp. and The Cleveland Electric Illuminating Company. (incorporated by reference to FE's Form S-4/A filed August 20, 2007, Exhibit 10.26 , File No. 333-145140-01)
10-5	Nuclear Sale/Leaseback Power Supply Agreement dated as of October 14, 2005 between Ohio Edison Company and The Toledo Edison Company (Sellers) and FirstEnergy Nuclear Generation Corp. (Buyer). (incorporated by reference to CEI's Form 10-K filed March 2, 2006, Exhibit 10-64, File No. 001-02323)
10-6	Power Supply Agreement dated as of October 31, 2005 between FirstEnergy Solutions Corp. (Seller) and the FirstEnergy Operating Companies – Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company (Buyers). (incorporated by reference to CEI's Form 10-K filed March 2, 2006, Exhibit 10-66, File No. 001-02323)
10-7	Mansfield Power Supply Agreement dated as of October 14, 2005 between The Cleveland Electric Illuminating Company and The Toledo Edison Company (Sellers) and FirstEnergy Generation Corp. (Buyer). (incorporated by reference to CEI's Form 10-K filed March 2, 2006, Exhibit 10-65, File No. 001-02323)
10-8	Master SSO Supply Agreement, entered into May 18, 2009, by and between The Cleveland Electric Illuminating Company, the Toledo Edison Company and Ohio Edison Company and FirstEnergy Solutions Corp. (incorporated by reference to CEI's Form 10-Q filed August 3, 2009, Exhibit 10.2, File No. 001-02323)

(A) 12-4	Consolidated ratios of earnings to fixed charges.
(A) 31-1	Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 23-3	Consent of Independent Registered Public Accounting Firm
(A) 31-2	Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 32	Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.
(A)	Provided herein in electronic format as an exhibit.
(B)	Pursuant to paragraph (b)(4)(iii)(A) of Item 601 of Regulation S-K, CEI has not filed as an exhibit to this Form 10-K any instrument with respect to long-term debt if the total amount of securities authorized thereunder does not exceed 10% of the total assets of CEI, but hereby agrees to furnish to the Commission on request any such instruments.

3. Exhibits – TE

3-1	Amended and Restated Articles of Incorporation of The Toledo Edison Company, effective December 18, 2007. (incorporated by reference to TE's Form 10-K filed February 29, 2008, Exhibit 3c, File No. 001-03583)
3-2	Amended and Restated Code of Regulations of The Toledo Edison Company, dated December 14, 2007. (incorporated by reference to TE's Form 10-K filed February 29, 2008, Exhibit 3d, File No. 001-03583)
(B) 4-1	Indenture, dated as of April 1, 1947, between The Toledo Edison Company and The Chase National Bank of the City of New York (now The Chase Manhattan Bank (National Association)), as Trustee. (incorporated by reference to File No. 2-26908, Exhibit 2(b))
	Supplemental Indentures between The Toledo Edison Company and the Trustee, supplemental to Exhibit 4-1, dated as follows:
4-1(a)	September 1, 1948 (incorporated by reference to File No. 2-26908, Exhibit 2(d))
4-1(b)	April 1, 1949 (incorporated by reference to File No. 2-26908, Exhibit 2(e))
4-1(c)	December 1, 1950 (incorporated by reference to File No. 2-26908, Exhibit 2(f))
4-1(d)	March 1, 1954 (incorporated by reference to File No. 2-26908, Exhibit 2(g))
4-1(e)	February 1, 1956 (incorporated by reference to File No. 2-26908, Exhibit 2(h))
4-1(f)	May 1, 1958 (incorporated by reference to File No. 2-59794, Exhibit 5(g))
4-1(g)	August 1, 1967 (incorporated by reference to File No. 2-26908, Exhibit 2(c))
4-1(h)	November 1, 1970 (incorporated by reference to File No. 2-38569, Exhibit 2(c))
4-1(i)	August 1, 1972 (incorporated by reference to File No. 2-44873, Exhibit 2(c))
4-1(j)	November 1, 1973 (incorporated by reference to File No. 2-49428, Exhibit 2(c))
4-1(k)	July 1, 1974 (incorporated by reference to File No. 2-51429, Exhibit 2(c))
4-1(l)	October 1, 1975 (incorporated by reference to File No. 2-54627, Exhibit 2(c))
4-1(m)	June 1, 1976 (incorporated by reference to File No. 2-56396, Exhibit 2(c))
4-1(n)	October 1, 1978 (incorporated by reference to File No. 2-62568, Exhibit 2(c))
4-1(o)	September 1, 1979 (incorporated by reference to File No. 2-65350, Exhibit 2(c))
4-1(p)	September 1, 1980 (incorporated by reference to File No. 2-69190, Exhibit 4(s))
4-1(q)	October 1, 1980 (incorporated by reference to File No. 2-69190, Exhibit 4(c))
4-1(r)	April 1, 1981 (incorporated by reference to File No. 2-71580, Exhibit 4(c))
4-1(s)	November 1, 1981 (incorporated by reference to File No. 2-74485, Exhibit 4(c))
4-1(t)	June 1, 1982 (incorporated by reference to File No. 2-77763, Exhibit 4(c))
4-1(u)	September 1, 1982 (incorporated by reference to File No. 2-87323, Exhibit 4(x))
4-1(v)	April 1, 1983 (incorporated by reference to March 1983 Form 10-Q, Exhibit 4(c), File No. 1-3583)
4-1(w)	December 1, 1983 (incorporated by reference to 1983 Form 10-K, Exhibit 4(x), File No. 1-3583)
4-1(x)	April 1, 1984 (incorporated by reference to File No. 2-90059, Exhibit 4(c))
4-1(y)	October 15, 1984 (incorporated by reference to 1984 Form 10-K, Exhibit 4(z), File No. 1-3583)
4-1(z)	October 15, 1984 (incorporated by reference to 1984 Form 10-K, Exhibit 4(aa), File No. 1-3583)
4-1(aa)	August 1, 1985 (incorporated by reference to File No. 33-1689, Exhibit 4(dd))
4-1(bb)	August 1, 1985 (incorporated by reference to File No. 33-1689, Exhibit 4(ee))

4-1(cc)	December 1, 1985 (incorporated by reference to File No. 33-1689, Exhibit 4(c))
4-1(dd)	March 1, 1986 (incorporated by reference to 1 986 Form 10-K, Exhibit 4b(31), File No. 1-3583)
4-1(ee)	October 15, 1987 (incorporated by reference to September 30, 1 987 Form 10-Q, Exhibit 4, File No. 1-3583)
4-1(ff)	September 15, 1988 (incorporated by reference to 1 988 Form 10-K, Exhibit 4b(33), File No. 1-3583)
4-1(gg)	June 15, 1989 (incorporated by reference to 1 989 Form 10-K, Exhibit 4b(34), File No. 1-3583)
4-1(hh)	October 15, 1989 (incorporated by reference to 1 989 Form 10-K, Exhibit 4b(35), File No. 1-3583)
4-1(ii)	May 15, 1990 (incorporated by reference to June 30, 1 990 Form 10-Q, Exhibit 4, File No. 1-3583)
4-1(jj)	March 1, 1991 (incorporated by reference to June 30, 1 991 Form 10-Q, Exhibit 4(b), File No. 1-3583)
4-1(kk)	May 1, 1992 (incorporated by reference to File No. 33-48844, Exhibit 4(a)(3))
4-1(ll)	August 1, 1992 (incorporated by reference to 1 992 Form 10-K, Exhibit 4b(39), File No. 1-3583)
4-1(mm)	October 1, 1992 (incorporated by reference to 1 992 Form 10-K, Exhibit 4b(40), File No. 1-3583)
4-1(nn)	January 1, 1993 (incorporated by reference to 1 992 Form 10-K, Exhibit 4b(41), File No. 1-3583)
4-1(oo)	September 15, 1994 (incorporated by reference to TE's Form 10-Q filed November 14, 1994, Exhibit 4(b), File No. 001-03583)
4-1(pp)	May 1, 1995 (incorporated by reference to TE's Form 10-Q filed November 14, 1994, Exhibit 4(d), File No. 001-03583)
4-1(qq)	June 1, 1995 (incorporated by reference to TE's Form 10-Q filed November 14, 1994, Exhibit 4(e), File No. 001-03583)
4-1(rr)	July 14, 1995 (incorporated by reference to TE's Form 10-Q filed November 14, 1994, Exhibit 4(f), File No. 001-03583)
4-1(ss)	July 15, 1995 (incorporated by reference to TE's Form 10-Q filed November 14, 1994, Exhibit 4(g), File No. 1-3583)
4-1(tt)	August 1, 1997 (incorporated by reference to TE's Form 10-K filed March 29, 1999, Exhibit 4b(47), File No. 001-03583)
4-1(uu)	June 1, 1998 (incorporated by reference to TE's Form 10-K filed March 29, 1999, Exhibit 4b(48), File No. 001-03583)
4-1(vv)	January 15, 2000 (incorporated by reference to TE's Form 10-K filed March 29, 1999, Exhibit 4b(49), File No. 001-03583)
4-1(ww)	May 1, 2000 (incorporated by reference to TE's Form 10-K filed April 16, 2000, Exhibit 4b(50), File No. 001-03583)
4-1(xx)	September 1, 2000 (incorporated by reference to TE's Form 10-K filed April 16, 2001, Exhibit 4b(51), File No. 001-03583)
4-1(yy)	October 1, 2002 (incorporated by reference to TE's Form 10-K filed March 26, 2003, Exhibit 4b(52), File No. 001-03583)
4-1(zz)	April 1, 2003 (incorporated by reference to TE's Form 10-K filed March 15, 2004, Exhibit 4b(53), File No. 001-03583)
4-1(aaa)	September 1, 2004 (incorporated by reference to TE's 10-Q filed November 4, 2004, Exhibit 4.2.56, File No. 001-03583)
4-1(bbb)	April 1, 2005 (incorporated by reference to TE's June 2005 10-Q, Exhibit 4.1, File No. 001-03583)
4-1(ccc)	April 23, 2009 (incorporated by reference to TE's Form 8-K filed April 24, 2009, Exhibit 4.3, File No. 001-03583)
4-1(ddd)	April 24, 2009 (incorporated by reference to TE's Form 8-K filed April 24, 2009, Exhibit 4.4, File No. 001-03583)
4-2	Indenture dated as of November 1, 2006, between The Toledo Edison Company and The Bank of New York Trust Company, N.A. (incorporated by reference to TE's Form 10-K filed February 28, 2007, Exhibit 4-2, File No. 001-03583)
4-2(a)	Officer's Certificate (including the form of 6.15% Senior Notes due 2037), dated November 16, 2006. (incorporated by reference to TE's Form 8-K filed November 17, 2006, Exhibit 4, File No. 001-03583)
4-2(b)	First Supplemental Indenture, dated as of April 24, 2009, between the Toledo Edison Company and The Bank of New York Mellon Trust Company, N.A., as trustee to the Indenture dated as of November 1, 2006 (incorporated by reference to TE's Form 8-K filed April 24, 2009, Exhibit 4.1, File No. 001-03583)

4-2(c) Officer’s Certificate (including the Form of the 7.25% Senior Secured Notes due 2020), dated April 24, 2009 (incorporated by reference to TE’s Form 8-K filed April 24, 2009, Exhibit 4.2, File No. 001-03583)

10-1 TE Nuclear Purchase and Sale Agreement by and between The Toledo Edison Company (Seller) and FirstEnergy Nuclear Generation Corp. (Purchaser). (incorporated by reference to TE’s Form 10-Q filed August 1, 2005, Exhibit 10.1, File No. 001-03583)

10-2 TE Fossil Purchase and Sale Agreement by and between The Toledo Edison Company (Seller) and FirstEnergy Generation Corp. (Purchaser). (incorporated by reference to TE’s Form 10-Q filed August 1, 2005, Exhibit 10.2, File No. 001-03583)

10-3 TE Fossil Security Agreement, dated October 24, 2005, by and between FirstEnergy Generation Corp. and The Toledo Edison Company. (incorporated by reference to FES’ Form S-4/A filed August 20, 2007, Exhibit 10.24, File No. 333-145140-01)

10-4 Nuclear Sale/Leaseback Power Supply Agreement dated as of October 14, 2005 between Ohio Edison Company and The Toledo Edison Company (Sellers) and FirstEnergy Nuclear Generation Corp. (Buyer). (incorporated by reference to TE’s Form 10-K filed March 2, 2006, Exhibit 10-64, File No. 001-03583)

10-5 Power Supply Agreement dated as of October 31, 2005 between FirstEnergy Solutions Corp. (Seller) and the FirstEnergy Operating Companies – Ohio Edison Company, The Cleveland Electric Illuminating Company and The Toledo Edison Company (Buyers). (incorporated by reference to TE’s Form 10-K, Exhibit 10-6, File No. 001-03583)

10-6 Mansfield Power Supply Agreement dated as of October 14, 2005 between The Cleveland Electric Illuminating Company and The Toledo Edison Company (Sellers) and FirstEnergy Generation Corp. (Buyer). (incorporated by reference to TE’s Form 10-K, Exhibit 10-65, File No. 001-03583)

10-7 Master SSO Supply Agreement, entered into May 18, 2009, by and between The Cleveland Electric Illuminating Company, the Toledo Edison Company and Ohio Edison Company and FirstEnergy Solutions Corp. (incorporated by reference to TE’s Form 10-Q filed August 3, 2009, Exhibit 10.2, File No. 001-03583

(A) 12-5 Consolidated ratios of earnings to fixed charges.

(A) 23-4 Consent of Independent Registered Public Accounting Firm

(A) 31-1 Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 31-2 Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 32 Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.

(A) Provided herein in electronic format as an exhibit.

(B) Pursuant to paragraph (b)(4)(iii)(A) of Item 601 of Regulation S-K, TE has not filed as an exhibit to this Form 10-K any instrument with respect to long-term debt if the total amount of securities authorized thereunder does not exceed 10% of the total assets of TE, but hereby agrees to furnish to the Commission on request any such instruments.

3. Exhibits – JCP&L

3-1 Amended and Restated Certificate of Incorporation of Jersey Central Power & Light Company, filed February 14, 2008. (incorporated by reference to JCP&L’s Form 10-K filed February 29, 2008, Exhibit 3-D, File No. 001-03141)

3-2 Amended and Restated Bylaws of Jersey Central Power & Light Company, dated January 9, 2008. (incorporated by reference to JCP&L's Form 10-K filed February 29, 2008, Exhibit 3-E, File No. 001-03141)

4-1 Senior Note Indenture, dated as of July 1, 1999, between Jersey Central Power & Light Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee to United States Trust Company of New York. (incorporated by reference to JCP&L's Form S-3 filed May 18, 1999, Exhibit 4-A, File No. 333-78717)

4-1(a) First Supplemental Indenture, dated October 31, 2007, between Jersey Central Power & Light Company, The Bank of New York, as resigning trustee, and The Bank of New York Trust Company, N.A., as successor trustee. (incorporated by reference to JCP&L's Form S-4/A filed November 11, 2007, Exhibit 4-2, File No. 333-146968)

4-1(b) Form of Jersey Central Power & Light Company 6.40% Senior Note due 2036. (incorporated by reference to JCP&L's Form 8-K filed May 12, 2006, Exhibit 10-1, File No. 001-03141)

4-1(c) Form of 7.35% Senior Notes due 2019. (incorporated by reference to JCP&L's Form 8-K filed January 27, 2009, Exhibit 4.1, File No. 001-03141)

10-1 Indenture dated as of August 10, 2006 between JCP&L Transition Funding II LLC as Issuer and The Bank of New York as Trustee. (incorporated by reference to JCP&L's Form 8-K filed August 10, 2006, Exhibit 4-1 , File No. 001-03141)

10-2 2006-A Series Supplement dated as of August 10, 2006 between JCP&L Transition Funding II LLC as Issuer and The Bank of New York as Trustee. (incorporated by reference to JCP&L's Form 8-K filed August 10, 2006, Exhibit 4-2)

10-3 Bondable Transition Property Sale Agreement dated as of August 10, 2006 between JCP&L Transition Funding II LLC as Issuer and Jersey Central Power & Light Company as Seller. (incorporated by reference to JCP&L's Form 8-K filed August 10, 2006, Exhibit 10-1, File No. 001-03141)

10-4 Bondable Transition Property Service Agreement dated as of August 10, 2006 between JCP&L Transition Funding II LLC as Issuer and Jersey Central Power & Light Company as Servicer. (incorporated by reference to JCP&L's Form 8-K filed August 10, 2006, Exhibit 10-2, File No. 001-03141)

10-5 Administration Agreement dated as of August 10, 2006 between JCP&L Transition Funding II LLC as Issuer and FirstEnergy Service Company as Administrator. (incorporated by reference to JCP&L's Form 8-K filed August 10, 2006, Exhibit 10-3, File No. 001-03141)

(A) 12-6 Consolidated ratios of earnings to fixed charges.

(A) 23-5 Consent of Independent Registered Public Accounting Firm

(A) 31-1 Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 31-2 Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 32 Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.

(A) Provided herein electronic format as an exhibit.

3. Exhibits – Met-Ed

3-1 Amended and Restated Articles of Incorporation of Metropolitan Edison Company, effective December 19, 2007. (incorporated by reference to Met-Ed's Form 10-K filed February 29, 2008, Exhibit 3.9, File No. 001-00446)

3-2 Amended and Restated Bylaws of Metropolitan Edison Company, dated December 14, 2007. (incorporated by reference to Met-Ed's Form 10-K filed February 29, 2008, Exhibit 3.10, File No. 001-00446)

4-1	Indenture of Metropolitan Edison Company, dated November 1, 1944, between Metropolitan Edison Company and United States Trust Company of New York, Successor Trustee, as amended and supplemented by fourteen supplemental indentures dated February 1, 1947 through May 1, 1960. (Metropolitan Edison Company's Instruments of Indebtedness Nos. 1 to 14 inclusive, and 16, incorporated by reference to Amendment No. 1 to 1959 Annual Report of GPU, Inc. on Form U5S, File Nos. 30-126 and 1-3292)
4-1(a)	Supplemental Indenture of Metropolitan Edison Company, dated December 1, 1962. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(1))
4-1(b)	Supplemental Indenture of Metropolitan Edison Company, dated March 20, 1964. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(2))
4-1(c)	Supplemental Indenture of Metropolitan Edison Company, dated July 1, 1965. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(3))
4-1(d)	Supplemental Indenture of Metropolitan Edison Company, dated June 1, 1966. (incorporated by reference to Registration No. 2-24883, Exhibit 2-B-4))
4-1(e)	Supplemental Indenture of Metropolitan Edison Company, dated March 22, 1968. (incorporated by reference to Registration No. 2-29644, Exhibit 4-C-5)
4-1(f)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1968. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(6))
4-1(g)	Supplemental Indenture of Metropolitan Edison Company, dated August 1, 1969. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(7))
4-1(h)	Supplemental Indenture of Metropolitan Edison Company, dated November 1, 1971. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(8))
4-1(i)	Supplemental Indenture of Metropolitan Edison Company, dated May 1, 1972. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(9))
4-1(j)	Supplemental Indenture of Metropolitan Edison Company, dated December 1, 1973. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(10))
4-1(k)	Supplemental Indenture of Metropolitan Edison Company, dated October 30, 1974. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(11))
4-1(l)	Supplemental Indenture of Metropolitan Edison Company, dated October 31, 1974. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(12))
4-1(m)	Supplemental Indenture of Metropolitan Edison Company, dated March 20, 1975. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(13))
4-1(n)	Supplemental Indenture of Metropolitan Edison Company, dated September 25, 1975. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(15))
4-1(o)	Supplemental Indenture of Metropolitan Edison Company, dated January 12, 1976. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(16))
4-1(p)	Supplemental Indenture of Metropolitan Edison Company, dated March 1, 1976. (incorporated by reference to Registration No. 2-59678, Exhibit 2-E(17))
4-1(q)	Supplemental Indenture of Metropolitan Edison Company, dated September 28, 1977. (incorporated by reference to Registration No. 2-62212, Exhibit 2-E(18))
4-1(r)	Supplemental Indenture of Metropolitan Edison Company, dated January 1, 1978. (incorporated by reference to Registration No. 2-62212, Exhibit 2-E(19))
4-1(s)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1978. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(19))
4-1(t)	Supplemental Indenture of Metropolitan Edison Company, dated June 1, 1979. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(20))
4-1(u)	Supplemental Indenture of Metropolitan Edison Company, dated January 1, 1980. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(21))
4-1(v)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1981. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(22))
4-1(w)	Supplemental Indenture of Metropolitan Edison Company, dated September 10, 1981. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(23))
4-1(x)	Supplemental Indenture of Metropolitan Edison Company, dated December 1, 1982. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(24))
4-1(y)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1983. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(25))
4-1(z)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1984. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(26))
4-1(aa)	Supplemental Indenture of Metropolitan Edison Company, dated March 1, 1985. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(27))
4-1(bb)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1985. (Registration No. 33-48937, Exhibit 4-A(28))

4-1(cc)	Supplemental Indenture of Metropolitan Edison Company, dated June 1, 1988. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(29))
4-1(dd)	Supplemental Indenture of Metropolitan Edison Company, dated April 1, 1990. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(30))
4-1(ee)	Amendment dated May 22, 1990 to Supplemental Indenture of Metropolitan Edison Company, dated April 1, 1990. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(31))
4-1(ff)	Supplemental Indenture of Metropolitan Edison Company, dated September 1, 1992. (incorporated by reference to Registration No. 33-48937, Exhibit 4-A(32)(a))
4-1(gg)	Supplemental Indenture of Metropolitan Edison Company, dated December 1, 1993. (incorporated by reference to GPU, Inc.'s Form U5S filed May 2, 1994, Exhibit C-58, File No. 30-126)
4-1(hh)	Supplemental Indenture of Metropolitan Edison Company, dated July 15, 1995. (incorporated by reference to 1995 Form 10-K, Exhibit 4-B-35, File No. 1-446)
4-1(ii)	Supplemental Indenture of Metropolitan Edison Company, dated August 15, 1996. (incorporated by reference to Met-Ed's Form 10-K filed March 10, 1997, Exhibit 4-B-35, File No. 033-51001)
4-1(jj)	Supplemental Indenture of Metropolitan Edison Company, dated May 1, 1997. (incorporated by reference to Met-Ed's Form 10-K filed March 13, 1998, Exhibit 4-B-36, File No. 033-51001)
4-1(kk)	Supplemental Indenture of Metropolitan Edison Company, dated July 1, 1999. (incorporated by reference to Met-Ed's Form 10-K filed March 20, 2000, Exhibit 4-B-38, File No. 033-51001)
4-1(ll)	Supplemental Indenture of Metropolitan Edison Company, dated May 1, 2001. (incorporated by reference to Met-Ed's Form 10-K filed April 1, 2002, Exhibit 4-5, File No. 033-51001)
4-1(mm)	Supplemental Indenture of Metropolitan Edison Company, dated March 1, 2003. (incorporated by reference to Met-Ed's Form 10-K filed March 15, 2004, Exhibit 4-10, File No. 033-51001)
4-2	Senior Note Indenture between Metropolitan Edison Company and United States Trust Company of New York, dated July 1, 1999. (incorporated by reference to GPU, Inc.'s Form U5S filed May 2, 2002, Exhibit C-154, File No. 001-06047)
4-2(a)	Form of Metropolitan Edison Company 7.70% Senior Notes due 2019. (incorporated by reference to Met-Ed's Form 8-K filed January 21, 2009, Exhibit 4.1, File No. 001-00446)
(A) 12-7	Consolidated ratios of earnings to fixed charges.
(A) 23-6	Consent of Independent Registered Public Accounting Firm
(A) 31-1	Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 31-2	Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 32	Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.
(A)	Provided herein electronic format as an exhibit.

3. Exhibits – Penelec

3-1	Amended and Restated Articles of Incorporation of Pennsylvania Electric Company, effective December 19, 2007. (incorporated by reference to Penelec's Form 10-K filed February 29, 2008, Exhibit 3.11, File No. 001-03522)
3-2	Amended and Restated Bylaws of Pennsylvania Electric Company, dated December 14, 2007. (incorporated by reference to Penelec's Form 10-K filed February 29, 2008, Exhibit 3.12, File No. 001-03522)
4-1	Mortgage and Deed of Trust of Pennsylvania Electric Company, dated January 1, 1942, between Pennsylvania Electric Company and United States Trust Company of New York, Successor Trustee, and indentures supplemental thereto dated March 7, 1942 through May 1, 1960 – (Pennsylvania Electric Company's Instruments of Indebtedness Nos. 1-20, inclusive, incorporated by reference to Amendment No. 1 to 1959 Annual Report of GPU on Form U5S, File Nos. 30-126 and 1-3292)

4-1(a)	Supplemental Indentures to Mortgage and Deed of Trust of Pennsylvania Electric Company, dated May 1, 1961 through December 1, 1977. (incorporated by reference to Registration No. 2-61502, Exhibit 2-D(1) to 2-D(19))
4-1(b)	Supplemental Indenture of Pennsylvania Electric Company, dated June 1, 1978. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(2))
4-1(c)	Supplemental Indenture of Pennsylvania Electric Company dated June 1, 1979. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(3))
4-1(d)	Supplemental Indenture of Pennsylvania Electric Company, dated September 1, 1984. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(4))
4-1(e)	Supplemental Indenture of Pennsylvania Electric Company, dated December 1, 1985. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(5))
4-1(f)	Supplemental Indenture of Pennsylvania Electric Company, dated December 1, 1986. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(6))
4-1(g)	Supplemental Indenture of Pennsylvania Electric Company, dated May 1, 1989. (incorporated by reference to Registration No. 33-49669, Exhibit 4-A(7))
4-1(h)	Supplemental Indenture of Pennsylvania Electric Company, dated December 1, 1990. (incorporated by reference to Registration No. 33-45312, Exhibit 4-A(8))
4-1(i)	Supplemental Indenture of Pennsylvania Electric Company, dated March 1, 1992. (incorporated by reference to Registration No. 33-45312, Exhibit 4-A(9))
4-1(j)	Supplemental Indenture of Pennsylvania Electric Company, dated June 1, 1993. (incorporated by reference to GPU, Inc.'s Form U5S filed May 2, 1994, Exhibit C-73, File No. 001-06047)
4-1(k)	Supplemental Indenture of Pennsylvania Electric Company, dated November 1, 1995. (incorporated by reference to 1995 Form 10-K, Exhibit 4-C-11, File No. 1-3522)
4-1(l)	Supplemental Indenture of Pennsylvania Electric Company, dated August 15, 1996. (incorporated by reference to Penelec's Form 10-K filed March 10, 1997, Exhibit 4-C-12, File No. 001-03522)
4-1(m)	Supplemental Indenture of Pennsylvania Electric Company, dated May 1, 2001. (incorporated by reference to Penelec's Form 10-K filed April 1, 2002, Exhibit 4-C-16, File No. 001-03522)
4-2	Senior Note Indenture between Pennsylvania Electric Company and United States Trust Company of New York, dated April 1, 1999. (incorporated by reference to Penelec's Form 10-K filed March 20, 2000, Exhibit 4-C-13, File No. 001-03522)
4-2(a)	Form of Pennsylvania Electric Company 6.05% Senior Notes due 2017. (incorporated by reference to Penelec's Form 8-K filed August 31, 2007, Exhibit 4.1, File No. 001-03522)
4-2(b)	Company Order, dated as of September 30, 2009 establishing the terms of the 5.20% Senior Notes due 2020 and 6.15% Senior Notes due 2038 (incorporated by reference to Penelec's Form 8-K filed October 6, 2009, Exhibit 4.1, File No. 001-03522)
4-2(c)	Supplemental Indenture No. 2, dated as of October 1, 2009, to the Indenture dated as of April 1, 2009, as amended, between Pennsylvania Electric Company and The Bank of New York Mellon, as successor trustee (incorporated by reference to Penelec's Form 8-K filed October 6, 2009, Exhibit 4.4, File No. 001-03522)
4-2(d)	Agreement of Resignation, Appointment and Acceptance among The Bank of New York Mellon, as Resigning Trustee, The Bank of New York Mellon Trust Company, N.A., as Successor Trustee and Pennsylvania Electric Company, dated October 1, 2009 (incorporated by reference to Penelec's Form 8-K filed on October 6, 2009, Exhibit 4.5, File No. 001-03522)
(A) 12-8	Consolidated ratios of earnings to fixed charges.
(A) 23-7	Consent of Independent Registered Public Accounting Firm.
(A) 31-1	Certification of chief executive officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).
(A) 31-2	Certification of chief financial officer, as adopted pursuant to Rule 13a-15(e)/15d-15(e).

(A) 32 Certification of chief executive officer and chief financial officer, pursuant to 18 U.S.C. §1350.

(A) Provided here in electronic format as an exhibit.

3. Exhibits - Common Exhibits for FES, Met-Ed and Penelec

10-1 Notice of Termination Tolling Agreement dated as of April 7, 2006; Restated Partial Requirements Agreement, dated January 1, 2003, by and among, Metropolitan Edison Company, Pennsylvania Electric Company, The Waverly Electric Power and Light Company and FirstEnergy Solutions Corp., as amended by a First Amendment to Restated Requirements Agreement, dated August 29, 2003 and by a Second Amendment to Restated Requirements Agreement, dated June 8, 2004 (“Partial Requirements Agreement”). (incorporated by reference to Met-Ed’s Form 10-Q filed May 9, 2006, Exhibit 10-5, File No. 001-00446)

10-2 Third Restated Partial Requirements Agreement, among Metropolitan Edison Company, Pennsylvania Electric Company, a Pennsylvania corporation, The Waverly Electric Power and Light Company and FirstEnergy Solutions Corp., dated November 1, 2008. (incorporated by reference to Met-Ed’s Form 10-Q filed November 7, 2008, Exhibit 10-2, File No. 001-00446)

10-3 Fourth Restated Partial Requirements Agreement, among Metropolitan Edison Company, Pennsylvania Electric Company, a Pennsylvania corporation, The Waverly Electric Power and Light Company and FirstEnergy Solutions Corp., dated November 1, 2008. (incorporated by reference to Met-Ed’s Form 10-Q filed November 9, 2009, Exhibit 10.2, File No. 001-00446)

3. Exhibits - Common Exhibits for FirstEnergy, FES, OE, CEI, TE, JCP&L, Met-Ed and Penelec

10-1 $2,750,000,000 Credit Agreement dated as of August 24, 2006 among FirstEnergy Corp., FirstEnergy Solutions Corp., American Transmission Systems, Inc., Ohio Edison Company, Pennsylvania Power Company, The Cleveland Electric Illuminating Company, The Toledo Edison Company Jersey Central Power & Light Company, Metropolitan Edison Company and Pennsylvania Electric Company, as Borrowers, the banks party thereto, the fronting banks party thereto and the swing line lenders party thereto. (incorporated by reference to FE’s Form 8-K filed August 24, 2006, Exhibit 10-1, File N o. 333-21011)

10-2 Consent and Amendment to $2,750,000,000 Credit Agreement dated November 2, 2007. (incorporated by reference to FE’s Form 10-K filed February 29, 2008, Exhibit 10-2 , File N o. 333-21011)

**Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule**

To the Stockholders and Board of Directors of
FirstEnergy Corp.:

Our audits of the consolidated financial statements and of the effectiveness of internal control over financial reporting referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
FirstEnergy Solutions Corp.:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
Ohio Edison Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
The Cleveland Electric Illuminating Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm on Financial Statement Schedule

To the Stockholder and Board of Directors of
The Toledo Edison Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
Jersey Central Power & Light Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
Metropolitan Edison Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

Report of Independent Registered Public Accounting Firm
on
Financial Statement Schedule

To the Stockholder and Board of Directors of
Pennsylvania Electric Company:

Our audits of the consolidated financial statements referred to in our report dated February 18, 2010 also included an audit of the financial statement schedule listed in Item 15(a)(2) of this Form 10-K. In our opinion, this financial statement schedule presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PricewaterhouseCoopers LLP
Cleveland, Ohio
February 18, 2010

SCHEDULE II

FIRSTENERGY CORP.

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 27,847	$ 67,503	$ 32,975(a)	$ 94,894(b)	$ 33,431
– other	$ 9,167	$ (405)	$ 10,457(a)	$ 12,250(b)	$ 6,969
Loss carryforward tax valuation reserve	$ 27,294	$ (1,091)	$ (4,921)	$ -	$ 21,282
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 35,567	$ 48,297	$ 31,308(a)	$ 87,325(b)	$ 27,847
– other	$ 21,924	$ 11,339	$ 3,189(a)	$ 27,285(b)	$ 9,167
Loss carryforward tax valuation reserve	$ 30,616	$ 1,435	$ (4,757)	$ -	$ 27,294
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 43,214	$ 53,522	$ 50,165(a)	$ 111,334(b)	$ 35,567
– other	$ 23,964	$ 4,933	$ 406(a)	$ 7,379(b)	$ 21,924
Loss carryforward tax valuation reserve	$ 415,531	$ 8,819	$ (393,734)	$ -	$ 30,616

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

FIRSTENERGY SOLUTIONS CORP.

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

		Additions			
Description	Beginning Balance	Charged to Income	Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 5,899	$ 6,142	$ -(a)	$ -(b)	$ 12,041
– other	$ 6,815	$ (161)	$ 57(a)	$ 9(b)	$ 6,702
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 8,072	$ (2,174)	$ 110(a)	$ 109(b)	$ 5,899
– other	$ 9	$ 4,374	$ 2,541(a)	$ 109(b)	$ 6,815
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 7,938	$ 94	$ 532(a)	$ 492(b)	$ 8,072
– other	$ 5,593	$ 9	$ -(a)	$ 5,593(b)	$ 9

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

OHIO EDISON COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 6,065	$ 16,230	$ 11,252(a)	$ 28,428(b)	$ 5,119
– other	$ 7	$ 17	$ 326(a)	$ 332(b)	$ 18
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 8,032	$ 12,179	$ 10,027(a)	$ 24,173(b)	$ 6,065
– other	$ 5,639	$ 16,618	$ 394(a)	$ 22,644(b)	$ 7
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 15,033	$ 10,513	$ 30,234(a)	$ 47,748(b)	$ 8,032
– other	$ 1,985	$ 4,117	$ (240)(a)	$ 223(b)	$ 5,639

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

THE CLEVELAND ELECTRIC ILLUMINATING COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 5,916	$ 16,764	$ 8,942(a)	$ 26,383(b)	$ 5,239
– other	$ 11	$ 50	$ 51(a)	$ 91(b)	$ 21
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 7,540	$ 11,323	$ 9,179(a)	$ 22,126(b)	$ 5,916
– other	$ 433	$ (183)	$ 30(a)	$ 269(b)	$ 11
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 6,783	$ 17,998	$ 7,842(a)	$ 25,083(b)	$ 7,540
– other	$ -	$ 431	$ 124(a)	$ 122(b)	$ 433

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

THE TOLEDO EDISON COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts	$ 203	$ (115)	$ 165(a)	$ 45(b)	$ 208
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts	$ 615	$ (247)	$ 121(a)	$ 286(b)	$ 203
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts	$ 430	$ 361	$ 13(a)	$ 189(b)	$ 615

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

JERSEY CENTRAL POWER & LIGHT COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 3,230	$ 11,519	$ 5,424(a)	$ 16,667(b)	$ 3,506
– other	$ 45	$ (37)	$ 380(a)	$ 388(b)	$ -
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 3,691	$ 10,377	$ 3,504(a)	$ 14,342(b)	$ 3,230
– other	$ -	$ 44	$ 24(a)	$ 23(b)	$ 45
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 3,524	$ 8,563	$ 4,049(a)	$ 12,445(b)	$ 3,691
– other	$ -	$ -	$ -(a)	$ -(b)	$ -

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

METROPOLITAN EDISON COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 3,616	$ 9,583	$ 3,926(a)	$ 13,081(b)	$ 4,044
– other	$ -	$ 8	$ 26(a)	$ 34(b)	$ -
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 4,327	$ 9,004	$ 3,729(a)	$ 13,444(b)	$ 3,616
– other	$ 1	$ 19	$ 21(a)	$ 41(b)	$ -
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 4,153	$ 9,971	$ 3,548(a)	$ 13,345(b)	$ 4,327
– other	$ 2	$ 245	$ 18(a)	$ 264(b)	$ 1

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SCHEDULE II

PENNSYLVANIA ELECTRIC COMPANY

CONSOLIDATED VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2009, 2008 AND 2007

Description	Beginning Balance	Additions: Charged to Income	Additions: Charged to Other Accounts	Deductions	Ending Balance
			(In thousands)		
Year Ended December 31, 2009:					
Accumulated provision for uncollectible accounts – customers	$ 3,121	$ 7,264	$ 3,431(a)	$ 10,333(b)	$ 3,483
– other	$ 65	$ (57)	$ 7,557(a)	$ 7,562(b)	$ 3
Year Ended December 31, 2008:					
Accumulated provision for uncollectible accounts – customers	$ 3,905	$ 7,589	$ 4,758(a)	$ 13,131(b)	$ 3,121
– other	$ 105	$ 57	$ 36(a)	$ 133(b)	$ 65
Year Ended December 31, 2007:					
Accumulated provision for uncollectible accounts – customers	$ 3,814	$ 8,351	$ 3,958(a)	$ 12,218(b)	$ 3,905
– other	$ 3	$ 181	$ 3(a)	$ 82(b)	$ 105

(a) Represents recoveries and reinstatements of accounts previously written off.
(b) Represents the write-off of accounts considered to be uncollectible.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

FIRSTENERGY CORP.

BY: /s/ Anthony J. Alexander
Anthony J. Alexander
President and Chief Executive Officer

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ George M. Smart
George M. Smart
Chairman of the Board

/s/ Anthony J. Alexander
Anthony J. Alexander
President and Chief Executive Officer
and Director (Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial
Officer (Principal Financial Officer)

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

/s/ Paul T. Addison
Paul T. Addison
Director

/s/ Ernest J. Novak, Jr.
Ernest J. Novak, Jr.
Director

/s/ Michael J. Anderson
Michael J. Anderson
Director

/s/ Catherine A. Rein
Catherine A. Rein
Director

/s/ Carol A. Cartwright
Carol A. Cartwright
Director

/s/ Wes M. Taylor
Wes M. Taylor
Director

/s/ William T. Cottle
William T. Cottle
Director

/s/ Jesse T. Williams, Sr.
Jesse T. Williams, Sr.
Director

/s/ Robert B. Heisler, Jr.
Robert B. Heisler, Jr.
Director

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

FIRSTENERGY SOLUTIONS CORP.

BY: /s/ Donald R. Schneider
Donald R. Schneider
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Donald R. Schneider
Donald R. Schneider
President
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial Officer and Director
(Principal Financial Officer)

/s/ Anthony J. Alexander
Anthony J. Alexander
Director

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

/s/ Gary R. Leidich
Gary R. Leidich
Director

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

OHIO EDISON COMPANY

BY: /s/ Richard R. Grigg
Richard R. Grigg
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Anthony J. Alexander
Anthony J. Alexander
Director

/s/ Richard R. Grigg
Richard R. Grigg
President and Director
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial Officer and Director
(Principal Financial Officer)

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE CLEVELAND ELECTRIC ILLUMINATING COMPANY

BY: /s/ Richard R. Grigg
Richard R. Grigg
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Anthony J. Alexander
Anthony J. Alexander
Director

/s/ Richard R. Grigg
Richard R. Grigg
President and Director
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial Officer and Director
(Principal Financial Officer)

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE TOLEDO EDISON COMPANY

BY: /s/ Richard R. Grigg
Richard R. Grigg
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Anthony J. Alexander
Anthony J. Alexander
Director

/s/ Richard R. Grigg
Richard R. Grigg
President and Director
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief
Financial Officer and Director
(Principal Financial Officer)

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

JERSEY CENTRAL POWER & LIGHT COMPANY

BY: /s/ Donald M. Lynch
Donald M. Lynch
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Donald M. Lynch
Donald M. Lynch
President and Director
(Principal Executive Officer)

/s/ Kevin R. Burgess
Kevin R. Burgess
Controller
(Principal Financial and Accounting Officer)

/s/ Richard R. Grigg
Richard R. Grigg
Director

/s/ Gelorma E. Persson
Gelorma E. Persson
Director

/s/ Charles E. Jones
Charles E. Jones
Director

/s/ Jesse T. Williams, Sr.
Jesse T. Williams, Sr.
Director

/s/ Mark A. Julian
Mark A. Julian
Director

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

METROPOLITAN EDISON COMPANY

BY: /s/ Richard R. Grigg
Richard R. Grigg
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Richard R. Grigg
Richard R. Grigg
President and Director
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial Officer
(Principal Financial Officer)

/s/ Donald A. Brennan
Donald A. Brennan
Regional President and Director

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

/s/ Randy Scilla
Randy Scilla
Assistant Treasurer and Director

Date: February 18, 2010

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PENNSYLVANIA ELECTRIC COMPANY

BY: /s/ Richard R. Grigg
Richard R. Grigg
President

Date: February 18, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated:

/s/ Richard R. Grigg
Richard R. Grigg
President and Director
(Principal Executive Officer)

/s/ Mark T. Clark
Mark T. Clark
Executive Vice President and Chief Financial Officer
(Principal Financial Officer)

/s/ James R. Napier, Jr.
James R. Napier, Jr.
Regional President and Director

/s/ Harvey L. Wagner
Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)

/s/ Randy Scilla
Randy Scilla
Assistant Treasurer and Director

Date: February 18, 2010