

**MAY 30 11 18 AM '01**

**Request pursuant to Section 6-102 )  
of the Public Utilities Act for an )  
order authorizing the issuance )  
and sale of up to \$186,770,000 )  
aggregate principal amount of New )  
Mortgage Bonds )**

**CHIEF CLERK'S OFFICE**

**01-0258**

**FIRST AND FINAL REPORT**

In accordance with the order of the Illinois Commerce Commission (the "Commission") entered in the above docket on May 24, 1999, the undersigned reports as follows:

1. That on March 21, 2001, Illinois Power Company (the "Company") was granted authority by the Commission under Section 6-102 of the Public Utilities Act for the issuance of up to \$186,770,000 aggregate principal amount of new mortgage bonds.

2. That the Company realized proceeds of \$186,770,000 from its May 1, 2001, New Mortgage Bonds, Series W and Series X, as described in the Informational Statement filed with the Commission on March 12, 2001 (the "Informational Statement").

3. That the \$186,770,000 in proceeds from this financing were deposited with the Trustee of the Illinois Development Finance Authority (IDFA) 2001 Series W, X Bonds.

4. On June 1, 2001 the proceeds will be used to pay for the call and redemption of the IDFA 1993 Series A, B and C and IDFA 1987 Series B, C and D Bonds.

5. That the proceeds from the Company's financing are reasonably required for the discharge or lawful refunding of Illinois Power Company's obligations in accordance with Section 6-102 of the Public Utilities Act.

6. That the expenses incurred in connection with this financing were paid from the Company's general funds.

ILLINOIS POWER COMPANY

By *Randy W. Clemens*  
Randy W. Clemens  
Senior Attorney

Subscribed and sworn to before me,  
a Notary Public in and for the  
county of Macon, State of Illinois  
this 29<sup>th</sup> day of May, 2001.

*Teresa Stewart*



## ILLINOIS POWER COMPANY

### Statement of Expenses \*

Description	Amount
AMBAC Insurance	\$ 4,288,190
IDFA Counsel	20,000
Underwriting Fees	943,611
Printing Fees	4,610
IDFA Fees	186,500
Legal Fees	41,635
Other	6,641
<b>Total</b>	<b>\$ 5,491,187</b>

\* The above numbers reflect expenses as of the date of this report and may not reflect the total issuance costs. Of note, the Company has yet to be billed for some legal fees associated with this issuance.