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FIRSTENERGY CORP
Form 35-CERT
March 28, 2003

SEC File No. 70-9793

And

SEC FILE NO. 70-9941

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

CERTIFICATE PURSUANT TO

RULE 24

OF PARTIAL COMPLETION OF

TRANSACTIONS

FirstEnergy Corp.

In the matter of
FirstEnergy Corp.

SEC File No. 70-9793
SEC File No. 70-9941
(Public Utility Holding Company Act
of 1935)

:
:
: Certificate Pursuant
: to Rule 24 of Partial
: Completion of
: Transactions
:
:
:
:
:

TO THE MEMBERS OF THE SECURITIES AND EXCHANGE COMMISSION:

The undersigned, FirstEnergy Corp. (FirstEnergy) hereby certifies pursuant to Rule 24 of the Rules and Regulations under the Public Utility Holding Company Act of 1935 (the Act), that certain of the transactions proposed in the Applications, as filed in SEC File No. 70-9793 and SEC File No. 70-9941, respectively, have been carried out in accordance with the Commission's Orders dated with respect to the said Applications as follows:

1. Balance Sheets and Income Statements for the FirstEnergy Nonutility Holding Company and its consolidated Subsidiaries for the quarter ended December 31, 2002 are attached as following exhibits:

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Exhibit

- 1-1 Consolidated Balance Sheet and Income Statement of FirstEnergy Ventures Corp.
- 1-2 Consolidated Balance Sheet and Income Statement of FirstEnergy Facilities Services Group, LLC.
- 1-3 Balance Sheet and Income Statement of OES Ventures, Inc. - filed pursuant to request for confidential treatment.
- 1-4 Balance Sheet and Income Statement of Centerior Communications Holdings, Inc. - filed pursuant to request for confidential treatment.
- 1-5 Consolidated Balance Sheet and Income Statement of E-L Enterprises, Inc. - filed pursuant to request for confidential treatment.
- 1-6 Consolidated Balance Sheet and Income Statement of MARBEL HoldCo, Inc. - filed pursuant to request for confidential treatment.

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

2. During the period October 1, 2002 through December 31, 2002, there was no Development Activity. Investments made during the fourth quarter 2002 are as follows:

| Category | Investment |
|----------|-------------------|
| ----- | ----- |
| | (In Thousands \$) |

| | |
|----------------------|---------|
| Rule 58 Subsidiaries | \$3,048 |
|----------------------|---------|

3. During the fourth quarter of 2002, there were no guarantees made on behalf of other direct or indirect Subsidiaries of the FirstEnergy Nonutility Holding Companies.
4. During the fourth quarter of 2002, there were no services obtained by the FirstEnergy Nonutility Holding Companies, or any direct or indirect

Subsidiary of the Nonutility Holding Companies from the Utility Subsidiaries.

5. A chart of the nonutility businesses, financing subsidiaries and nonsystem securities in which FirstEnergy and its subsidiaries are engaged in or have investments in of 10% or greater are identified below:

| Name of Company | Type of Type of Subsidiary |
|----------------------------------------------------|----------------------------------|
| ----- | ----- |
| American Transmission Systems, Incorporated (ATSI) | US |
| Centerior Service Company (Inactive) | |
| FE Acquisition Corp. (Inactive) | NUHC |
| Mid-Atlantic Energy Development Co. (Inactive) | |
| FE Holdings, L.L.C. (Inactive) | |
| FELHC, Inc. | ERC |

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

| Name of Company ----- | Type of Subsidiary ----- |
|--------------------------------------|--------------------------------|
| GPU Capital, Inc. (GPU Capital) | FUCO |
| GPU Electric, Inc. (GPU Electric) | FUCO |
| GPU Argentina Holdings, Inc. | FUCO |
| GPU Argentina Services S.R.L. | FUCO |
| GPU Empresa Distribuidora Electrica | FUCO |
| Regional, S.A. (EMDERSA) | FUCO |
| GPU Australia Holdings, Inc. | FUCO |
| Austran Holdings, Inc. | FUCO |
| GPU International Australia Pty Ltd. | FUCO |
| EI UK Holdings, Inc. | FUCO |

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|----------------------------------------------|------|
| Aquila Sterling Holdings LLC | FUCO |
| Avon Energy Partners Holdings | FUCO |
| Midlands Electricity plc | FUCO |
| GPU Diversified Holdings LLC (GPUDH) | NUHC |
| GPU Solar, Inc. | ERC |
| GPU EnerTech Holdings, Inc. | ERC |
| GPU Distributed Power, Inc. | ERC |
| Ballard Generation Systems Inc. | ERC |
| GPU Nuclear, Inc. (GPUN) | ERC |
| Private Fuel Storage LLC | ERC |
| GPU Power, Inc. (GPU Power) | EWG |
| Barranquilla Lease Holding, Inc. | EWG |
| Los Amigos Leasing Company, Ltd. | EWG |
| EI Barranquilla, Inc. | EWG |
| Termobarranquilla, S.A. | EWG |
| EI Canada Holding Limited | EWG |
| EI Services Canada Limited | EWG |
| EI Brooklyn Power Limited | EWG |
| EI Brooklyn Investments Limited | EWG |
| EI International | EWG |
| GPUI Colombia, Ltda. | EWG |
| GPU Power Philippines, Inc. | EWG |
| Magellan Utilities Development Corporation | EWG |
| Guaracachi America, Inc. | EWG |
| Empresa Guaracachi S.A. | EWG |
| International Power Advisors, Inc. | EWG |
| NCP Ada Power, Inc. (Inactive)** | EWG |
| NCP Energy, Inc.** | EWG |
| Syracuse Orange Partners LP | EWG |
| GPU Service, Inc. (GPUS) | ERC |
| GPU Telcom Services, Inc. (GPU Telcom) | ETC |
| Jersey Central Power & Light Company (JCP&L) | US |
| JCP&L Preferred Capital, Inc. | FS |
| JCP&L Capital L.P. | FS |
| JCP&L Transition Funding, LLC | FS |
| Saxton Nuclear Experimental Corporation | ERC |
| MARBEL Energy Corporation (MARBEL) | ERC |
| Marbel HoldCo, Inc. | NUHC |
| Great Lakes Energy Partners, LLC | ERC |
| Northeast Ohio Natural Gas Corp. | ERC |
| Metropolitan Edison Company (Met-Ed) | US |
| Met-Ed Preferred Capital II, Inc. | FS |
| Met-Ed Capital II, L.P. | FS |
| Met-Ed Capital Trust | FS |
| Saxton Nuclear Experimental Corporation | ERC |
| York Haven Power Company | US |

| Name of Company | Type of Subsidiary |
|----------------------|-----------------------|
| ----- | ----- |
| MYR Group Inc. (MYR) | ERC |

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|--------------------------------------------------------|------|
| The L. E. Myers Company | ERC |
| Hawkeye Construction, Inc. | ERC |
| MYRcom, Inc. | ERC |
| MYRpower, Inc. | ERC |
| Great Southwestern Construction, Inc. | ERC |
| Harlan Electric Company | ERC |
| Sturgeon Electric Company, Inc. | ERC |
| ComTel Technology, Inc. | ERC |
| Power Piping Company | ERC |
| D.W.Close Company, Inc. | ERC |
| Pennsylvania Electric Company (Penelec) | US |
| Nineveh Water Company | ERC |
| Penelec Preferred Capital II, Inc. | FS |
| Penelec Capital II, L.P. | FS |
| Penelec Capital Trust | FS |
| Saxton Nuclear Experimental Corporation | ERC |
| The Waverly Electric Light and Power Company | US |
| Ohio Edison Company (OE) | US |
| OES Capital, Inc. | FS |
| OES Finance, Inc. | FS |
| OES Nuclear, Inc. | FS |
| OES Ventures, Inc. | NUHC |
| Ohio Edison Financing Trust | FS |
| Ohio Edison Financing Trust II (Inactive) | FS |
| Pennsylvania Power Company (Penn) | US |
| Cranberry Square Associates, L.P. | RES |
| McDonald Corporate Tax Credit Fund Limited Partnership | RES |
| McDonald Ohio Tax Credit Fund-1996 Limited Partnership | RES |
| McDonald Ohio Tax Credit Fund-1998 Limited Partnership | RES |
| Apollo Tax Credit Fund III, L.P. | RES |
| Apollo Tax Credit Fund IX, L.P. | RES |
| Boston Capital Corporate Tax Credit Fund X, L.P. | RES |
| Boston Capital Corporate Tax Credit Fund XIV, L.P. | RES |
| Boston Capital Corporate Tax Credit Fund XVII, L.P. | RES |
| Marion Senior Housing Limited Partnership | RES |
| The Cleveland Electric Illuminating Company (CEI) | US |
| Cleveland Electric Financing Trust I | FS |
| Centerior Funding Corporation | FS |
| The Toledo Edison Capital Corporation | FS |
| The Toledo Edison Company (TE) | US |
| The Toledo Edison Capital Corporation | FS |
| AFN Finance Company No. 1, LLC | ETC |
| Kinetic Ventures I, LLC | ERC |
| Kinetic Ventures II, LLC | ERC |
| PowerSpan Corp. | ERC |
| The Alliance Participants Administrative and Startup | |
| Activities Company, LLC | ERC |
| UMICO Holdings, Inc. (Inactive) | |

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

** Denotes Provisional Dissolution - pending tax clearance from the State of Incorporation.

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

6. During the fourth quarter of 2002, there were no securities (including guarantees) issued by the FirstEnergy Nonutility Holding Companies and each Non-Exempt Subsidiary pursuant to Rule 52 or Rule 45(b), as applicable.
7. During the period October 1, 2002 through December 31, 2002, there were no Anticipatory Hedge transactions entered into by any FirstEnergy Nonutility Holding Company, or any direct or indirect Non-Exempt Subsidiary of the Nonutility Holding Company.

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SIGNATURE

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

FIRSTENERGY CORP.

March 28, 2003

By: /s/ Harvey L. Wagner

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

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