

FIRSTENERGY CORP

FORM 35-CERT (Certificate by Public Utility Company)

Filed 8/24/2004

Address	76 SOUTH MAIN ST AKRON, Ohio 44308-1890
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CIK	0001031296
Industry	Electric Utilities
Sector	Utilities
Fiscal Year	12/31

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.

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

SEC File No. 70-10122 :
(Public Utility Holding Company Act :
of 1935) :

TO THE MEMBERS OF THE SECURITIES AND EXCHANGE COMMISSION:

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

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

Exhibit	

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

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

* Non cash goodwill adjustment relating to income tax reserves.

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

4. During the second quarter of 2004, there were no services obtained by the FirstEnergy Nonutility Holding Companies, or any direct or indirect Subsidiary of the Nonutility Holding Companies from the Utility Subsidiaries.

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

Name of Company -----	Type of Type of Subsidiary -----	% Ownership -----
American Transmission Systems, Incorporated (ATSI)	US	100
Centerior Service Company (Inactive)		100
FE Acquisition Corp. (Inactive)	NUHC	100
Mid-Atlantic Energy Development Co. (Inactive)		100
FE Holdings, L.L.C. (Inactive)		-
FELHC, Inc.	ERC	100
First Communications, LLC	ETC	65
FirstEnergy Facilities Services Group, LLC (FEFSG)	NUHC	100
Dunbar Mechanical, Inc.	ERC	100
Edwards Electrical & Mechanical, Inc.	ERC	100
Elliott-Lewis Corporation	ERC	100
A.A. Duckett, Inc. ERC 100 E-L Enterprises, Inc. NUHC 100		
Modern Air Conditioning, Inc.	ERC	100
Airdex Air Conditioning Corporation	ERC	100
R.L. Anderson, Inc. ERC 100 Sautter Crane Rental, Inc. ERC 100		
The Hattenbach Company	ERC	100
L.H. Cranston and Sons, Inc.	ERC	100
Roth Bros., Inc.	ERC	100
R.P.C. Mechanical, Inc.	ERC	100
Spectrum Controls Systems	ERC	100
FirstEnergy Nuclear Operating Company (FENOC)	ERC	100
FirstEnergy Properties, Inc. (FirstEnergy Properties)	RES	100
BSG Properties, Inc.	RES	100
FirstEnergy Securities Transfer Company	FS	100
FirstEnergy Service Company (FECO)	ERC	100
FirstEnergy Solutions Corp. (FES)	ERC	100
FirstEnergy Generation Corp. (GenCo)	EWG	100
FirstEnergy Engineering, Inc.	ERC	100
FirstEnergy Telecom Services, Inc.	ETC	100
FirstEnergy Ventures Corp. (FirstEnergy Ventures)	NUHC	100
Bay Shore Power Company	ERC	100
Centerior Communications Holdings, Inc.	NUHC	100
Fiber Venture Equity, Inc.	ETC	100
AFN Finance Company No. 3, LLC	ETC	100
Centerior Energy Services, Inc.	ERC	100
Centerior Power Enterprises, Inc.		100
Engineered Processes, Ltd.	ERC	50
Eastroc Technologies, LLC	ERC	50
FirstEnergy Telecommunications Corp.	ETC	100
Warrenton River Terminal, Ltd.	ERC	100

Name of Company -----	Type of Subsidiary -----	% Ownership -----
GPU Capital, Inc. (GPU Capital)	FUCO	100
GPU Electric, Inc. (GPU Electric)	FUCO	100
GPU Argentina Services S.R.L.	FUCO	100
EI UK Holdings, Inc.	FUCO	100
Aquila Sterling Holdings LLC	FUCO	20.1*
GPU Diversified Holdings LLC (GPUDH)	NUHC	100
GPU Solar, Inc.	ERC	50
GPU EnerTech Holdings, Inc.	ERC	100
GPU Distributed Power, Inc.	ERC	100
GPU Nuclear, Inc. (GPUN)	ERC	100
Private Fuel Storage LLC	ERC	10.1
GPU Power, Inc. (GPU Power)	EWG	100
EI Canada Holding Limited	EWG	100
EI Services Canada Limited	EWG	100
EI Brooklyn Power Limited	EWG	100
EI Brooklyn Investments Limited	EWG	100
International Power Advisors, Inc.	EWG	100
Syracuse Orange Partners LP	EWG	-
Jersey Central Power & Light Company (JCP&L)	US	100
JCP&L Transition Funding LLC	FS	100
JCP&L Transition Funding II LLC	FS	100
Saxton Nuclear Experimental Corporation	ERC	44
MARBEL Energy Corporation (MARBEL)	ERC	100
Marbel HoldCo, Inc.	NUHC	100
Metropolitan Edison Company (Met-Ed)	US	100
MetEd Funding LLC	FS	100
Met-Ed Preferred Capital II, Inc.	FS	100
Met-Ed Capital II, L.P.	FS	100
Met-Ed Capital Trust	FS	100
Saxton Nuclear Experimental Corporation	ERC	32
York Haven Power Company	US	100
MYR Group Inc. (MYR)	ERC	100
The L. E. Myers Company	ERC	100
Hawkeye Construction, Inc.	ERC	100
MYRcom, Inc.	ERC	100
MYRpower, Inc.	ERC	100
Great Southwestern Construction, Inc.	ERC	100
Harlan Electric Company	ERC	100
Sturgeon Electric Company, Inc.	ERC	100
ComTel Technology, Inc.	ERC	100
Power Piping Company	ERC	100
D.W.Close Company, Inc.	ERC	100
Pennsylvania Electric Company (Penelec)	US	100
Nineveh Water Company	ERC	100
Penelec Funding LLC	FS	100
Penelec Preferred Capital II, Inc.	FS	100
Penelec Capital II, L.P.	FS	100
Penelec Capital Trust	FS	100
Saxton Nuclear Experimental Corporation	ERC	24
The Waverly Electric Light and Power Company	US	100

Name of Company -----	Type of Subsidiary -----	% Ownership -----
Ohio Edison Company (OE)	US	100
OES Capital, Inc.	FS	100
OES Finance, Inc.	FS	100
OES Nuclear, Inc.	FS	100
OES Ventures, Inc.	NUHC	100
Ohio Edison Financing Trust	FS	100
Ohio Edison Financing Trust II (Inactive)	FS	100
Pennsylvania Power Company (Penn)	US	100
Penn Power Funding LLC	FS	100
McDonald Corporate Tax Credit Fund Limited Partnership	RES	12.37
McDonald Ohio Tax Credit Fund-1996 Limited Partnership	RES	42.13
McDonald Ohio Tax Credit Fund-1998 Limited Partnership	RES	30.94
Apollo Tax Credit Fund III, L.P.	RES	33.33
Apollo Tax Credit Fund IX, L.P.	RES	99.99
Boston Capital Corporate Tax Credit Fund X, L.P.	RES	10.93
Boston Capital Corporate Tax Credit Fund XIV, L.P.	RES	14
Boston Capital Corporate Tax Credit Fund XVII, L.P.	RES	11.64
Marion Senior Housing Limited Partnership	RES	29.21
The Cleveland Electric Illuminating Company (CEI)	US	100
Cleveland Electric Financing Trust I	FS	100
Centerior Funding Corporation	FS	100
The Toledo Edison Capital Corporation	FS	10
The Toledo Edison Company (TE)	US	100
The Toledo Edison Capital Corporation	FS	90
AFN Finance Company No. 1, LLC	ETC	100
Kinetic Ventures I, LLC	ERC	11.11
Kinetic Ventures II, LLC	ERC	14.28
PowerSpan Corp.	ERC	18.63
UMICO Holdings, Inc. (Inactive)		36

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

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

6. During the second quarter of 2004, there were no securities (including guarantees) issued by the FirstEnergy Nonutility Holding Companies and each Non-Exempt Subsidiary pursuant to Rule 52 or Rule 45(b), as applicable.

7. During the second quarter of 2004, there were no Anticipatory Hedge transactions entered into by any FirstEnergy Nonutility Holding Company, or any direct or indirect Non-Exempt Subsidiary of the Nonutility Holding Company.

SIGNATURE

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

FIRSTENERGY CORP.

August 24, 2004

By: */s/ Harvey L. Wagner*

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

Index of Financial Statements and Exhibits to be Filed in EDGAR

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.

A Certificate of FirstEnergy Corp.

Exhibit 1-1

FIRSTENERGY VENTURES CORP.
Consolidated Balance Sheet (Unaudited)
June 30, 2004
(In Thousands)

ASSETS

CURRENT ASSETS:

Cash and cash equivalents	\$	-
Receivables:		
Associated companies		17,471
Other		3,373
Notes receivable from associated companies		56,755
Material and supplies		542
Prepayments and other		4,381

		82,522

PROPERTY, PLANT AND EQUIPMENT:		
In service		204,003
Less: Accumulated provision for depreciation		26,533

		177,470
Construction work in progress		96

		177,566

INVESTMENTS:		
Other		23,773

		23,773

DEFERRED CHARGES:		
Goodwill		67
Other		2,915

		2,982

TOTAL ASSETS	\$	286,843
		=====

LIABILITIES & CAPITALIZATION

CURRENT LIABILITIES:

Currently payable long-term debt	\$	3,304
Notes payable to associated companies		1,083
Accounts payable		
Other		335
Associated companies		492
Accrued taxes		9,468
Accrued interest		2,925
Other		26

		17,633

CAPITALIZATION:		
Common stockholder's equity		115,363
Long-term debt		137,629

		252,992

DEFERRED CREDITS:		
Accumulated deferred income taxes		7,409
Other		8,809

		16,218

TOTAL LIABILITIES & CAPITALIZATION

\$ 286,843

=====

Exhibit 1-1**FIRSTENERGY VENTURES CORP.**
Consolidated Statement of Operations (Unaudited)

(In Thousands)

	Three Months Ended June 30, 2004	Six Months Ended June 30, 2004
	-----	-----
REVENUES	\$ 9,797	\$ 18,478
EXPENSES:		
Fuel expense	943	2,108
Other operating expenses	3,192	6,635
Provision for depreciation and amortization	2,559	5,116
General taxes	23	47
	-----	-----
Total expenses	6,717	13,906
	-----	-----
INCOME BEFORE INTEREST & INCOME TAXES	3,080	4,572
NET INTEREST CHARGES:		
Interest expenses	2,249	4,506
Capitalized interest	-	-
	-----	-----
Net interest charges	2,249	4,506
	-----	-----
INCOME TAXES	366	45
	-----	-----
NET INCOME	\$ 465	\$ 21
	=====	=====

Exhibit 1-2

FIRSTENERGY FACILITIES SERVICES GROUP, LLC

Consolidated Balance Sheet (Unaudited)

June 30, 2004

(In Thousands)

ASSETS

CURRENT ASSETS:

Cash and cash equivalents	\$	9,837
Receivables:		
Associated companies		-
Other		93,828
Material and supplies		8,051
Prepayments and other		988

		112,704

INVESTMENTS:		
Nonutility property, net		24,314
Other		746

		25,060

DEFERRED CHARGES:		
Goodwill		36,471
Accumulated deferred income tax benefits		28,800
Other		4

		65,275

TOTAL ASSETS	\$	203,039
		=====

LIABILITIES & CAPITALIZATION

CURRENT LIABILITIES:

Currently payable long-term debt	\$	497
Short-term borrowings		-
Notes payable to associated companies		4,408
Notes payable other		2,911
Accounts payable		
Other		41,266
Associated companies		549
Accrued taxes		3,496
Other		15,523

		68,650

CAPITALIZATION:		
Common stockholder's equity		127,130
Long-term debt		7,259

		134,389

TOTAL LIABILITIES & CAPITALIZATION	\$	203,039
		=====

Exhibit 1-2

FIRSTENERGY FACILITIES SERVICES GROUP, LLC
Consolidated Statement of Operations (Unaudited)

(In Thousands)

	Three Months Ended June 30, 2004	Six Months Ended June 30, 2004
	-----	-----
Revenues	\$ 97,036	\$182,008
Cost of revenues	85,486	162,033
	-----	-----
Gross margin	11,550	19,975
Selling, general and administrative expenses	7,276	17,616
Depreciation	1,146	2,333
	-----	-----
	3,128	26
Goodwill impairment	-	-
Purchase agreement incentive plans	34	67
	-----	-----
Operating income/(loss)	3,094	(41)
Interest income	30	125
Interest expense	(260)	(450)
Gain on sale of fixed assets	501	523
Other income/(expense), net	(1,323)	88
	-----	-----
Total other income/(expense)	(1,052)	286
	-----	-----
Income before income taxes	2,042	245
Income tax/(benefit)	585	(141)
	-----	-----
Net income	\$ 1,457	\$ 386
	=====	=====

Exhibit A

FirstEnergy Corp.
76 South Main Street, Akron, Ohio 44308

Certificate

Pursuant to the requirements of Rule 24 of the Public Utility Holding Company Act of 1935, the undersigned certifies that:

A copy of certificate pursuant to Rule 24 related to FirstEnergy Corp.'s Nonutility Holding Company activities, for the period ended March 31, 2004, was filed with the New Jersey and Pennsylvania state commissions having jurisdiction over the electric retail rates of the company's public utility subsidiary companies. As requested by the Ohio state commission, letter was sent to notify the commission having jurisdiction over the electric retail rates of the company's public utility subsidiary companies of the URL address where the filing could be accessed on the SEC Web site.

The names and addresses of these state commissions are as follows:

New Jersey Division of Energy Board of Public Utilities Two Gateway Center
Newark, NJ 07102

Commonwealth of Pennsylvania* Public Utility Commission P.O. Box 3265 Harrisburg, PA 17105-3265

The Public Utilities Commission of Ohio 180 E. Broad Street
Columbus, Ohio 43215-3793

* A conformed copy of the publicly available report was filed with the Pennsylvania Public Utility Commission.

FirstEnergy Corp.

August 24, 2004

By: */s/ Harvey L. Wagner*

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

Note: Pennsylvania Electric Company (Penelec) is also subject to retail rate ---- regulation by the New York Public Service Commission with respect to retail service to approximately 3,700 customers in Waverly, New York served by Waverly Electric Power & Light Company, a Penelec subsidiary. Waverly Electric's revenues are immaterial, accounting for less than 1% of Penelec's total operating revenues.

End of Filing

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