

FIRSTENERGY CORP

FORM 35-CERT (Certificate by Public Utility Company)

Filed 11/30/2001

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Industry	Electric Utilities
Sector	Utilities
Fiscal Year	12/31

SEC FILE NO. 70-9599

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

CERTIFICATE PURSUANT TO

RULE 24

OF PARTIAL COMPLETION OF

TRANSACTIONS

FIRSTENERGY CORP.

(As successor to GPU, Inc. by merger)

In the matter of :
FirstEnergy Corp. : Certificate Pursuant
(As successor to GPU, Inc. by merger) : to Rule 24 of Partial
: Completion of
: Transactions
: SEC File No. 70-9599 :
(Public Utility Holding Company Act :
of 1935) :

TO THE MEMBERS OF THE SECURITIES AND EXCHANGE COMMISSION:

The undersigned, FirstEnergy Corp. (FirstEnergy), as successor to GPU, Inc. by merger effective November 7, 2001, hereby certifies pursuant to Rule 24 of the General Rules and Regulations under the Public Utility Holding Company Act of 1935 (the Act), that certain of the transactions proposed in the Application filed in SEC File No. 70-9599 have been carried out in accordance with the Commission's Order dated April 14, 2000, as follows:

1. Financial Statements

A copy of the unaudited consolidated financial statements of MYR Group Inc. (MYR) (including a consolidated balance sheet and statement of income) as of and for the twelve months ended September 30, 2001 is attached as Exhibit A.

2. Schedule of Segment Revenue

A schedule setting forth the segment revenue for the quarter ended September 30, 2001 for each of MYR's business segments (Exhibit B) is being filed separately pursuant to a request for confidential treatment under Rule 104(b) of the Act.

3. Narrative Description of Principal Business Activities

Transmission and Distribution (T&D) Services:

During the quarter ended September 30, 2001, MYR performed significant T&D services for its customers. T&D generated approximately 54.2% of MYR's total revenue for the quarter. A significant portion of this work continued to be performed for a core base of electric utility clients in Texas, Tennessee, California, Michigan, California and Colorado.

Telecommunication Services:

There was no significant business activity to report for the quarter ended September 30, 2001.

Traffic Signalization Services:

There was no significant business activity to report for the quarter ended September 30, 2001.

Commercial and Industrial (C&I) Services:

During the quarter ended September 30, 2001, MYR performed significant C&I services for its customers. C&I revenue was approximately 38.5% of total revenue for the period. A majority of that revenue was generated by one operating subsidiary that operates primarily in the western part of the United States.

4. Services Provided to Associated Companies

During the quarter ended September 30, 2001, services provided to associated companies consisted primarily of (i) Harlan Electric performing various distribution projects in New Jersey and Pennsylvania for Jersey Central Power & Light Company, Metropolitan Edison Company and Pennsylvania Electric Company, and (ii) Harlan Electric laying underground cable in Pennsylvania for GPU Telcom Services, Inc. The total amount billed to associated companies for performing such services was \$2.96 million during the period.

SIGNATURE

PURSUANT TO THE REQUIREMENTS OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935, THE UNDERSIGNED COMPANY HAS DULY CAUSED THIS CERTIFICATE TO BE SIGNED ON ITS BEHALF BY THE UNDERSIGNED THEREUNTO DULY AUTHORIZED.

FIRSTENERGY CORP.
Registered Holding Company
(As successor to GPU, Inc. by merger)

Date: November 30, 2001

By: */s/ Harvey L. Wagner*

Harvey L. Wagner
Vice President and Controller

Exhibit to be Filed by EDGAR

A. Consolidated financial statements of MYR Group Inc. as of and for the twelve months ended September 30, 2001.

MYR GROUP INC.
Consolidated Balance Sheet
As of September 30, 2001
(Unaudited)

Assets

Current Assets:

Cash and temporary cash investments	\$ -
Accounts receivable:	
Contract	129,496,521
Other	224,943
Cost and estimated earnings in excess of billings on uncompleted contracts	26,124,951
Prepaid taxes	9,437,804
Other	266,474

Total current assets	165,550,693

Fixed Assets:

Land	930,807
Building and improvements	4,453,821
Construction equipment	45,008,547
Office equipment	5,829,867

Total fixed assets	56,223,042
Accumulated depreciation	(41,330,274)

 Net fixed assets 14,892,768

Goodwill, net 159,874,660

Deferred Debits and Other Assets 2,107,936

 Total Assets \$342,426,057

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MYR GROUP INC.
Consolidated Balance Sheet
As of September 30, 2001
(Unaudited)

Liabilities and Stockholder's Equity	
Current Liabilities:	
Notes payable	\$ -
Accounts payable	17,960,373
Billings in excess of cost and estimated earnings on uncompleted contracts	23,463,254
Accrued income taxes	4,338,298
Other	37,188,816

Total current liabilities	82,950,741

Non-Current Liabilities:	
Long-term debt	6,700,000
Deferred income taxes	4,382,474
Other	559,387

Total long-term liabilities	11,641,861

Stockholder's Equity:	
Common stock	67,143
Capital surplus	229,774,734
Retained earnings	17,991,578

Total stockholder's equity	247,833,455

Total Liabilities and Stockholder's Equity	\$342,426,057
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MYR GROUP INC.
Consolidated Statement of Income

For the Twelve Months Ended September 30, 2001

(Unaudited)

Operating Revenues	\$675,524,575 -----
Operating Expenses:	
Operation and maintenance expenses	624,428,078
Provision for depreciation and amortization	8,927,204
General taxes	17,013,911 -----
Total operating expenses	650,369,193 -----
Operating Income	25,155,382
Other income	609,116
Net interest charges	986,884 -----
Income Before Income Taxes	24,777,614
Income taxes	10,680,999 -----
Net Income	\$ 14,096,615 =====

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