AmerGen

A PECO Energy/British Energy Company

AmerGen Energy Company, LLC
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May 24, 2000

10 CFR 50.80
10 CFR 50.90

U.S. Nuclear Regulatory Commission
ATTENTION: Mr. Samuel J. Collins, Director
Office of Nuclear Reactor Regulation
One White Flint North
Mail Stop O-5 E7
11555 Rockville Pike
Rockville, MD 20853-2738

Subject: Withdrawal of Application for Indirect Transfers of Licenses of Nine Mile
             Point, Units 1 and 2, NRC Docket Nos. 50-220 and 50-410.

References: (1)   Application for NRC Consent to Indirect Transfer of
                     Control of Licenses Held by AmerGen Energy Company, LLC and
                     AmerGen Vermont, LLC in connection with the Proposed Merger
                     of PECO Energy Corporation and Unicom Corporation, NRC
                     Docket Nos. 50-289 (Three Mile Island, Unit 1); 50-461 (Clinton
                     Power Station); 50-220 and 50-410 (Nine Mile Point Units 1 and
                     2); 50-219 (Oyster Creek Nuclear Power Plant); and 50-271
                     (Vermont Yankee Nuclear Power Station), dated February 28,
                     2000.

                     (2)   Letter to Mr. Samuel J. Collins, Director, Office of Nuclear
                     Reactor Regulation, U.S. NRC, from AmerGen Energy Company,
                     LLC, Niagara Mohawk Power Corporation, and New York State
                     Electric & Gas Corporation, dated May 24, 2000, regarding
                     Withdrawal of Application for Transfer of Nine Mile Point
                     Licenses From Niagara Mohawk and New York Electric to
                     AmerGen.

Dear Mr. Collins:

By Reference 1, AmerGen Energy Company, LLC ("AmerGen") and its wholly-owned
subsidiary, AmerGen Vermont, LLC ("AmerGen Vermont"), requested the consent of the
Nuclear Regulatory Commission (NRC) to the indirect transfer of control of the operating
licenses held by, or pending transfer to, AmerGen and AmerGen Vermont, which will
result from the proposed merger between PECO Energy Company and Unicom
Corporation. This application covered two nuclear plants currently owned by AmerGen
(Three Mile Island, Unit 1 and Clinton Power Station), as well as other plants that
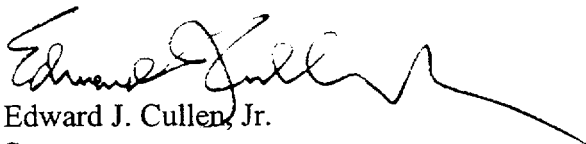
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AmerGen or AmerGen Vermont has been in the process of acquiring (Oyster Creek Nuclear Power Plant, Vermont Yankee Nuclear Power Station, and Nine Mile Point, Units 1 and 2). AmerGen and AmerGen Vermont are proceeding with the license transfers for the Oyster Creek Nuclear Power Plant and the Vermont Yankee Nuclear Power Station.

However, pursuant to Reference 2, the pending application for transfers of the operating licenses for Nine Mile Point Units 1 and 2 to AmerGen is being withdrawn. Accordingly, AmerGen and AmerGen Vermont are hereby withdrawing only the portion of their application for indirect license transfers (Reference 1) that pertains to the Nine Mile Point facility. AmerGen and AmerGen Vermont request that the NRC continue to expeditiously process that application with respect to Three Mile Island, Unit 1, Clinton Power Station, Oyster Creek Nuclear Power Plant, and Vermont Yankee Nuclear Power Station. Please note that this withdrawal with respect to Nine Mile Point does not affect the application or the conforming amendments with respect to the other AmerGen facilities.[1]

Please call me or Mr. James A. Hutton, Jr. at (610) 640-6722 should you have any questions.

Sincerely,

Edward J. Cullen, Jr.
Secretary
AmerGen Energy Company, LLC
AmerGen Vermont, LLC

cc: Document Control Desk, NRC (3)
       Mr. S. Singh Bajwa, Director, Project Directorate III, NRR/DLPM, NRC
       Mr. Peter S. Tam, NRC Project Manager, NMP
       Mr. Gordon K. Hunegs, NMP Senior Resident Inspector, NRC
       Ms. Donna M. Skay, NRC, PECO/Unicom Merger
       Mr. John A. Zwolinski, Director, NRR DLPM, NRC
       Mr. Hubert J. Miller, Regional Administrator, NRC Region I

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[1] On May 12, 2000, AmerGen submitted a Response to an April 12, 2000 NRC Request for Additional Information (RAI) regarding Reference 1. That RAI response contained information premised upon AmerGen's contemplated acquisition of interests in the Nine Mile Point units. That response remains accurate with the exception of references to Nine Mile Point, which should be disregarded.

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