April 9, 1997

Mr. J. E. Cross
President-Generation Group
Duquesne Light Company
Post Office Box 4
Shippingport, PA 15077

SUBJECT: NOTICE OF PROPOSED CORPORATE MERGER OF CENTERIOR ENERGY CORPORATION AND OHIO EDISON COMPANY (TAC NOS. M97439 AND M97440)

Dear Mr. Cross:

Pursuant to 10 CFR 50.80, Cleveland Electric Illuminating Company, Toledo Edison Company, Ohio Edison Company, and Pennsylvania Power Company submitted an application, through counsel, dated December 13, 1996, which has been supplemented by letters dated February 12, 14, and 19, 1997, describing the proposed merger of Centerior Energy Corporation and Ohio Edison to form FirstEnergy Corporation. We are reviewing the information and have requested the Office of the Federal Register to publish the enclosed notice.

Sincerely,
/s/
Donald S. Brinkman, Senior Project Manager
Project Directorate I-2
Division of Reactor Projects - I/II
Office of Nuclear Reactor Regulation

Docket Nos. 50-334 and 50-412

Enclosure: Notice

cc w/encl: See next page

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UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

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J. E. Cross
Duquesne Light Company

Beaver Valley Power Station
Units 1 & 2

cc:

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UNITED STATES NUCLEAR REGULATORY COMMISSION

THE CLEVELAND ELECTRIC ILLUMINATING COMPANY, THE TOLEDO EDISON COMPANY,

DUQUESNE LIGHT COMPANY

OHIO EDISON COMPANY, AND PENNSYLVANIA POWER COMPANY

BEAVER VALLEY POWER STATION, UNITS 1 AND 2

NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION REGARDING

PROPOSED CORPORATE RESTRUCTURING

Notice is hereby given that the United States Nuclear Regulatory Commission (the Commission) is considering approval by issuance of an order under 10 CFR 50.80 of an application concerning a proposed merger between Centerior Energy Corporation and Ohio Edison Company. Centerior Energy Corporation is the parent holding company of The Cleveland Electric Illuminating Company and the Toledo Edison Company, which hold licenses to possess interests in the Beaver Valley Power Station. Ohio Edison Company and its subsidiary Pennsylvania Power Company also hold licenses to possess interests in the Beaver Valley Power Station. By letter dated December 13, 1996, from The Cleveland Electric Illuminating Company, The Toledo Edison Company, Ohio Edison Company and Pennsylvania Power Company, through their counsel, the Commission was informed that the Centerior Energy Corporation and Ohio Edison Company have entered into a merger agreement which provides for the formation of a new, single holding company, FirstEnergy Corporation ("FirstEnergy"). Under the agreement, The Cleveland Electric Illuminating Company, The Toledo Edison Company, and Ohio Edison Company will become subsidiaries of FirstEnergy, and Pennsylvania Power Company will remain a subsidiary of Ohio Edison Company.

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According to the application, the merger will have no effect on the operation of Beaver Valley Power Station or the provisions of its operating license. The Cleveland Electric Illuminating Company, The Toledo Edison Company, Ohio Edison Company, and Pennsylvania Power Company will remain licensees responsible for their possessory interests and related obligations. Duquesne Light Company, which is not involved in the merger, will continue to operate the Beaver Valley Power Station after the merger, as required by the operating license. No direct transfer of the license will result from the merger.

Pursuant to 10 CFR 50.80, the Commission may consent to the transfer of control of a license after notice to interested persons. Such consent is contingent upon the Commission's determination that the holder of the license following the transfer is qualified to hold the license and that the transfer is otherwise consistent with applicable provisions of law, regulations, and orders of the Commission.

For further details with respect to this proposed action, see the application from The Cleveland Electric Illuminating Company, The Toledo Edison Company, Ohio Edison Company, and Pennsylvania Power Company, dated December 13, 1996, submitted through their counsel and supplements dated February 12, 14, and 19, 1997. These documents are available for public inspection at the Commission's Public Document Room, the Gelman Building, 2120 L Street, NW, Washington, DC 20555, and at the local public document room

located at the B.F. Jones Memorial Library, 663 Franklin Avenue, Aliquippa, PA 15001.

Dated at Rockville, Maryland, this 9th day of April 1997.

FOR THE NUCLEAR REGULATORY COMMISSION

Donald S. Brinkman

Donald S. Brinkman, Senior Project Manager
Project Directorate I-2
Division of Reactor Projects - I/II
Office of Nuclear Reactor Regulation