

~~Withhold From Public Disclosure Under 10 CFR 2.390~~
~~Personal Privacy~~
~~Security Related Information~~



341 White Pond Dr.
Akron, Ohio 44320

May 15, 2015
L-15-160

ATTN: Document Control Desk
Director, Division of Security Operations
Office of Nuclear Security and Incident Response
United States Nuclear Regulatory Commission
Washington, DC 20555-0001

SUBJECT:
Beaver Valley Power Station, Unit Nos. 1 and 2
Docket Nos. 50-334, 50-412; License Nos. DPR-66, NPF-73
Davis-Besse Nuclear Power Station
Docket No. 50-346, License No. NPF-3
Perry Nuclear Power Plant
Docket No. 50-440, License No. NPF-58
Submittal of Annual Foreign Ownership, Control, or Influence Status

FirstEnergy Nuclear Operating Company (FENOC) is hereby submitting the annual foreign ownership, control, or influence (FOCI) status report for FirstEnergy Corp., FirstEnergy Solutions Corp., Ohio Edison Company, The Toledo Edison Company, and FirstEnergy Nuclear Generation, LLC, and itself. The report provides information from January 1, 2014 through December 31, 2014, that has not been previously reported. In some instances, the report may include more recent information. Enclosure A contains copies of Schedule 13G and Schedule 13G/A filings made with the Securities and Exchange Commission that support changes described in the attachment.

Due to personnel and title changes, the *Owners, Officers, Directors, and Executive Personnel* Forms (OODEPs) for FirstEnergy Corp., FENOC, FirstEnergy Solutions Corp., Ohio Edison Company, The Toledo Edison Company, and FirstEnergy Nuclear Generation, LLC have been revised. Enclosure B contains the revised OODEPs. The information described on these forms is sensitive personal information, the disclosure of which would constitute a clearly unwarranted invasion of personal privacy. The enclosure also contains security-related information. Therefore, FENOC requests this information be withheld from public disclosure pursuant to 10 CFR 2.390(a)(6) and 10 CFR 2.390(d)(1). Once the enclosure has been separated from this letter, the letter can be decontrolled.

Enclosure B of this letter contains ~~sensitive personal information and security-related information. Withhold from public disclosure under 10 CFR 2.390.~~
Upon removal of Enclosure B this letter is decontrolled.

M006
NSIRO8

~~Withhold From Public Disclosure Under 10 CFR 2.390~~
~~Personal Privacy~~
~~Security-Related Information~~

Beaver Valley Power Station, Unit Nos. 1 and 2
Davis-Besse Nuclear Power Station
Perry Nuclear Power Plant
L-15-160
Page 2

There are no regulatory commitments contained in this letter. If there are any questions or if additional information is required, please contact Mr. Thomas A. Lentz, Manager – Fleet Licensing, at (330) 315-6810.

Sincerely,



Gregory H. Halnon
Director, Fleet Regulatory Affairs

Attachment:

FirstEnergy Corp., FirstEnergy Nuclear Operating Company, FirstEnergy Solutions Corp., Ohio Edison Company, The Toledo Edison Company, and FirstEnergy Nuclear Generation, LLC Foreign Ownership, Control, or Influence (FOCI) Status

Enclosures:

- A. Schedule 13G filed by State Street Corporation, Schedule 13G/A filed by BlackRock, Inc., and T. Rowe Price Associates, Inc. with the Securities and Exchange Commission
- B. *Owners, Officers, Directors, and Executive Personnel* Forms for FirstEnergy Corp., FirstEnergy Nuclear Operating Company, FirstEnergy Solutions Corp., Ohio Edison Company, The Toledo Edison Company, and FirstEnergy Nuclear Generation, LLC

- cc: NRC Region I Administrator (without Enclosure B)
NRC Region III Administrator (without Enclosure B)
NRC Project Manager - Beaver Valley Power Station (without Enclosure B)
NRC Project Manager - Davis-Besse Nuclear Power Station (without Enclosure B)
NRC Project Manager - Perry Nuclear Power Plant (without Enclosure B)
NRC Resident Inspector - Beaver Valley Power Station (without Enclosure B)
NRC Resident Inspector - Davis-Besse Nuclear Power Station (without Enclosure B)
NRC Resident Inspector - Perry Nuclear Power Plant (without Enclosure B)
Director BRP/DEP (without Enclosure B)
Site Representative BRP/DEP (without Enclosure B)
Utility Radiological Safety Board (without Enclosure B)

Enclosure B of this letter contains ~~sensitive personal information and security-related information. Withhold from public disclosure under 10 CFR 2.390.~~
Upon removal of Enclosure B this letter is decontrolled.

Attachment
L-15-160

FirstEnergy Corp., FirstEnergy Nuclear Operating Company,
FirstEnergy Solutions Corp., Ohio Edison Company,
The Toledo Edison Company, and FirstEnergy Nuclear Generation, LLC
Foreign Ownership, Control, or Influence (FOCI) Status
Page 1 of 8

The following provides the FOCI status for FirstEnergy Corp. (FE), FirstEnergy Nuclear Operating Company (FENOC), FirstEnergy Solutions Corp. (FES), Ohio Edison Company (OE), The Toledo Edison Company (TE), and FirstEnergy Nuclear Generation, LLC (FENGEN). The report only addresses those *Certificate Pertaining To Foreign Interests Standard Form 328* (SF328) questions that either have changed (for example, an answer changed from no to yes), or the supporting information for the response is being updated. The updates are arranged by company, with the applicable SF328 question provided in bold followed by the response.

FirstEnergy Corp.

1.a. (For entities which issue stock): Do any foreign person(s), directly or indirectly, own or have beneficial ownership of 5 percent or more of the outstanding shares of any class of your organization's equity securities?

Response:

The response in the May 15, 2014 submittal stated yes. The current response is yes.

Based upon a Schedule 13G filed on February 12, 2015 with the Securities and Exchange Commission (SEC), State Street Corporation increased its ownership in FE common stock. However, this has not changed the ownership percentage as reported in the May 15, 2014 FOCI report, which was greater than 5 percent but less than 10 percent of FE common stock. Though State Street Corporation is a United States company, it has several foreign subsidiaries. FE shares are held by the foreign subsidiaries of this corporation. It cannot be determined from this SEC filing whether the ownership by the foreign subsidiaries individually or cumulatively exceed 5 percent. In Item 10 of the SEC filing, State Street Corporation certifies that the shares "are not held for the purpose or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect." State Street Corporation has shared voting power for the reported shares.

Based upon a Schedule 13G/A filed on January 26, 2015 with the SEC, BlackRock, Inc. increased its ownership in FE common stock. However, this has not changed the ownership percentage as reported in the May 15, 2014 report, which was greater than 5 percent but less than 10 percent of FE common stock. Though BlackRock, Inc. is a United States company, it has several foreign subsidiaries. FE shares are held by the foreign subsidiaries of this corporation. It cannot be determined from this SEC filing whether the ownership by the foreign subsidiaries individually or cumulatively exceed 5 percent. In Item 10 of the SEC filing, BlackRock, Inc. certifies that the shares "are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect." BlackRock, Inc. has sole voting power for approximately 88.2 percent of the reported shares.

There are no shareholder agreements for these two companies. Enclosure A provides copies of each of the Schedule 13G and 13G/A filings for these companies.

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current *FE Owners, Officers, Directors, and Executive Personnel* (OODEP) form is included in Enclosure B.

6. Does your organization, whether as borrower, surety, guarantor or otherwise have any indebtedness, liabilities or obligations to a foreign person(s)?

Response:

The response in the May 15, 2014 submittal stated yes. The current response is yes.

FE and its subsidiaries have entered into credit agreements with banks or financial institutions that may be deemed foreign entities for these purposes.

The FE consolidated debt-to-equity ratio as of fiscal year end December 31, 2014 was 175 percent.

A number of financial institutions, including but not limited to Bank of Nova Scotia, Bank of Tokyo-Mitsubishi, and Barclays Bank, have agreed to a commitment increase in the FirstEnergy Corp. credit agreement dated as of June 17, 2011, as amended as of May 8, 2012, May 8, 2013, October 31, 2013, and March 31, 2014. The value of the credit agreement is \$3.5 billion. FE subsidiaries, including OE and TE, have access to funds that can be obtained directly via this agreement. FE is able to invest borrowed funds, borrowed under this agreement, into its unregulated companies' money pool, which FENOC and FENGEN can then access for short-term liquidity.

A number of financial institutions, including but not limited to Bank of Nova Scotia, Bank of Tokyo-Mitsubishi, and Barclays Bank, have agreed to a commitment decrease in the FES and Allegheny Energy Supply Company, LLC (AES) credit agreement dated as of June 17, 2011, as amended as of October 3, 2011, May 8, 2012, May 8, 2013, October 31, 2013, and on March 31, 2014. The value of the credit agreement is \$1.5 billion. FES and AES are able to invest funds, borrowed under this agreement, into an unregulated companies' money pool, which FENOC and FENGEN can then access for short-term liquidity.

A number of financial institutions, including but not limited to Royal Bank of Canada and Sumitomo Mitsui Banking Corporation, have committed credit to the FirstEnergy Transmission, LLC, American Transmission Systems, Incorporated, and Trans-Allegheny Interstate Line Company (FET) credit agreement dated as of May 8, 2012, as amended as of May 8, 2013, and on March 31, 2014. The value of the credit agreement is \$1.0 billion. FirstEnergy Transmission, LLC, American Transmission Systems, Incorporated, and Trans-Allegheny Interstate Line Company, have access to the funds that can be directly borrowed under this agreement. FET is able to invest funds, borrowed under this agreement, into FE's unregulated companies' money pool, which FENOC and FENGEN can then access for short-term liquidity.

A number of financial institutions, including but not limited to Bank of Nova Scotia, Royal Bank of Canada, and Barclays Bank, have provided a \$1.0 billion term loan to FirstEnergy Corp.

The Bank of Nova Scotia has provided approximately \$183 million in letters of credit to support outstanding pollution control notes and other financing agreements.

The Royal Bank of Scotland Finance (Ireland) has provided a \$200 million term loan to FirstEnergy Corp.

The applicable credit agreements, letters of credit, and loans are unsecured and contain a number of customary conditions and covenants, including financial covenants requiring all borrowers under the (i) \$3.5 billion FE agreement, (ii) \$1.5 billion FES and AES agreement, and (iii) \$1.0 billion FET agreement to maintain a consolidated debt to total capitalization ratio of no more than 65 percent and in the case of FET, no more than 75 percent, each measured at the end of each fiscal quarter.

As of March 31, 2015, the FE companies had approximately \$19.9 billion in outstanding long-term debt. As these securities were primarily issued through underwriters and are generally traded in the public securities markets through the book-entry system of The Depository Trust Company, FE is unable to readily determine to what extent the beneficial owners of any of these securities may be foreign entities.

Additionally, a number of financial institutions, including but not limited to Crédit Agricole Corporate and Investment Bank and Royal Bank of Canada, have provided a five-year \$300 million term loan to Global Mining Holding Company, LLC, the holding company of Signal Peak Energy, LLC and Global Rail Group, LLC, under a credit agreement dated October 18, 2012, as amended on March 3, 2015. The proceeds from the term loan provided under this credit agreement were used to payoff the term loan provided under the previously reported credit agreement dated October 22, 2010 for certain Signal Peak coal mine companies, Signal Peak Energy, LLC, and Global Rail Group, LLC. This term loan facility is secured and contains customary representations, warranties, covenants and events of default of the borrower, the guarantors and the pledgors. FE, together with the subsidiaries of the borrower and other entities that share or shared ownership with FirstEnergy Ventures Corp. (FEV) in the borrower, have provided a guaranty of the borrower's obligations under the facility. In addition, FEV and the other entities that directly own the equity interests in the borrower have pledged those interest to the banks as collateral for the facility.

At this time none of the debt securities and none of the loan facilities are in default.

8. Is 10 percent or more of any class of your organization's voting securities held in "nominee" shares, in "street names" or in some other method which does not identify the beneficial owner?

Response:

The response in the May 15, 2014 submittal was no. The current response is yes.

T. Rowe Price Associates, Inc. owns between 10 and 15 percent of FE common stock. T. Rowe Price Associates, Inc. is registered in the state of Maryland. Enclosure A provides a copy of the Schedule 13G/A filing for this company.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was yes. The current response is yes.

Mr. Luis Reyes, who is a United States citizen and is a FE Director, works as an advisor for the Japan Nuclear Safety Institute (JANSI). JANSI is headquartered in Japan. JANSI was created after the Fukushima Daiichi accident to improve the safety of nuclear power plants. Mr. Reyes has been an advisor to JANSI since July 2013.

Mr. Christopher Pappas, who is a United States citizen and is a FE Director, is also the Chief Executive Officer and President of Trinseo and several affiliated companies. The top level organization of affiliate companies are registered in Luxembourg. Mr. Pappas has been associated with Trinseo since early 2014.

FirstEnergy Nuclear Operating Company

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current FENOC OODEP form is included in Enclosure B.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was no. The current response is yes.

Mr. Paul A. Harden, who is a United States citizen, and the Senior Vice President and Chief Operating Officer, worked as a management consultant for Ontario Power

Generation between April and December 2014. He has a contract with Canadian Power Utility Services (CPUS) Limited, who in turn maintains a contract with Ontario Power Generation. Both are Canadian companies.

FirstEnergy Solutions Corp.

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current FES OODEP form is included in Enclosure B.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

FENOC is not aware of any of the FES directors or officers, listed on the updated OODEP, participating in such activities.

Ohio Edison Company

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current OE OODEP form is included in Enclosure B.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

FENOC is not aware of any of the OE board members or officers, listed on the updated OODEP, participating in such activities.

The Toledo Edison Company

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current TE OODEP form is included in Enclosure B.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

FENOC is not aware of any of TE board members or officers, listed on the updated OODEP, participating in such activities.

FirstEnergy Nuclear Generation, LLC

3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?

Response:

The response in the May 15, 2014 submittal was no. The current response is no.

The current FENGEN OODEP form is included in Enclosure B.

9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?

Response:

The response in the May 15, 2014 submittal was no. The current response is yes.

Mr. Paul A. Harden, who is a United States citizen, and the Senior Vice President and Chief Operating Officer, worked as a management consultant for Ontario Power Generation Between April and December 2014. He has a contract with Canadian Power Utility Services (CPUS) Limited, who in turn maintains a contract with Ontario Power Generation. Both are Canadian companies.

Enclosure A
L-15-160

Schedule 13G filed by State Street Corporation, Schedule 13G/A filed by BlackRock, Inc.,
and T. Rowe Price Associates, Inc. with the Securities and Exchange Commission
(17 pages follow)

<DOCUMENT>
<TYPE>SC 13G
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
ANNUAL FILING

FIRSTENERGY CORP
(NAME OF ISSUER)
COMMON STOCK
(TITLE OF CLASS OF SECURITIES)
337932107
(CUSIP NUMBER)
12/31/2014
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS
SCHEDULE IS FILED:

- (X) RULE 13D-1 (B)
- () RULE 13D-1 (C)
- () RULE 13D-1 (D)

*THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A
REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE
SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT
CONTAINING INFORMATION WHICH WOULD ALTER THE DISCLOSURES PROVIDED
IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED IN THE REMAINDER OF THIS COVER PAGE SHALL
NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE
SECURITIES EXCHANGE ACT OF 1934 ("ACT") OR OTHERWISE SUBJECT TO THE
LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL
OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

CUSIP NO: 337932107 13G Page 2 of 5 Pages

1. NAME OF REPORTING PERSON: STATE STREET CORPORATION

I.R.S. IDENTIFICATION NO. OF THE ABOVE PERSON: 04-2456637

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

NOT APPLICABLE

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

BOSTON, MASSACHUSETTS

5. SOLE VOTING POWER

0 SHARES

6. SHARED VOTING POWER

32,733,225

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

32,733,225

9. AGGREGATED AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

32,733,225

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

NOT APPLICABLE

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.8%

12. TYPE OF REPORTING PERSON

HC

CUSIP NO: 337932107 13G Page 3 of 5 Pages

ITEM 1.

- (A) NAME OF ISSUER
FIRSTENERGY CORP
- (B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
76 SOUTH MAIN ST
AKRON, OH 44308

ITEM 2.

- (A) NAME OF PERSON FILING

STATE STREET CORPORATION AND ANY OTHER REPORTING PERSON
IDENTIFIED ON THE SECOND PART OF THE COVER PAGES HERETO
- (B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IN NONE,
RESIDENCE

STATE STREET FINANCIAL CENTER
ONE LINCOLN STREET
BOSTON, MA 02111
(FOR ALL REPORTING PERSONS)
- (C) CITIZENSHIP: SEE ITEM 4 (CITIZENSHIP OR PLACE OF
ORGANIZATION) OF COVER PAGES
- (D) TITLE OF CLASS OF SECURITIES

COMMON STOCK
- (E) CUSIP NUMBER:

337932107

ITEM 3.

IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B)
OR (C), CHECK WHETHER THE PERSON FILING IS A:

SEE ITEM 12 (TYPE OF REPORTING PERSON) OF THE COVER PAGE
FOR EACH REPORTING PERSON AND THE TABLE BELOW, WHICH EXPLAINS
THE MEANING OF THE TWO LETTER SYMBOLS APPEARING IN ITEM 12 OF
THE COVER PAGES.

SYMBOL	CATEGORY
BK	BANK AS DEFINED IN SECTION 3(A) (6) OF THE ACT.
IC	INSURANCE COMPANY AS DEFINED IN SECTION 3 (A) (19) OF THE ACT
IC	INVESTMENT COMPANY REGISTERED UNDER SECTION 8 OF THE INVESTMENT COMPANY ACT OF 1940.
IA	AN INVESTMENT ADVISOR IN ACCORDANCE WITH RULE 13D-1(B) (1) (II) (E).
EP	AN EMPLOYEE BENEFIT PLAN OR ENDOWMENT FUND IN ACCORDANCE WITH RULE 13D-1(B) (1) (II) (F) .
HC	A PARENT HOLDING COMPANY OR CONTROL PERSON IN ACCORDANCE WITH RULE 13D-1(B) (1) (II) (G) .
SA	A SAVINGS ASSOCIATIONS AS DEFINED IN SECTION 3(B) OF THE FEDERAL DEPOSIT INSURANCE ACT (12 U.S.C. 1813) .
CP	A CHURCH PLAN THAT IS EXCLUDED FROM THE DEFINITION OF AN INVESTMENT COMPANY UNDER SECTION 3(C) (14) OF THE INVESTMENT COMPANY ACT OF 1940.

CUSIP NO: 337932107 13G Page 4 of 5 Pages

ITEM 4. OWNERSHIP

THE INFORMATION SET FORTH IN ROWS 5 THROUGH 11 OF THE COVER PAGE
HERETO FOR EACH OF THE REPORTING PERSONS IS INCORPORATED
HEREIN BY REFERENCE.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF CLASS

NOT APPLICABLE

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH
ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING
COMPANY OR CONTROL PERSON

SEE EXHIBIT 1 ATTACHED HERETO

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

BY SIGNING BELOW I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE
AND BELIEF, THE SECURITIES REFERRED TO ABOVE WERE ACQUIRED AND ARE
HELD IN THE ORDINARY COURSE OF BUSINESS AND WERE NOT ACQUIRED AND ARE
NOT HELD FOR THE PURPOSE OR WITH THE EFFECT OF CHANGING OR INFLUENCING
THE CONTROL OF THE ISSUER OF THE SECURITIES AND WERE NOT ACQUIRED AND
ARE NOT HELD IN CONNECTION WITH OR AS A PARTICIPANT IN ANY TRANSACTION
HAVING THAT PURPOSE OR EFFECT.

SIGNATURES

AFTER REASONABLE INQUIRY AND TO THE BEST OF HIS KNOWLEDGE AND BELIEF, EACH OF THE UNDERSIGNED CERTIFIES THAT THE INFORMATION SET FORTH IN THIS STATEMENT IS TRUE, COMPLETE AND CORRECT.

11 February 2015
STATE STREET CORPORATION

/s/ SEAN P. NEWTH
SENIOR VICE PRESIDENT,
CHIEF ACCOUNTING OFFICER AND CONTROLLER

CUSIP NO: 337932107 13G Page 5 of 5 Pages

EXHIBIT 1

THE FOLLOWING TABLE LISTS THE IDENTITY AND ITEM 3 CLASSIFICATION OF EACH SUBSIDIARY OF STATE STREET CORPORATION, THE PARENT HOLDING COMPANY, THAT BENEFICIALLY OWNS THE ISSUER`S COMMON STOCK. PLEASE REFER TO ITEM 3 OF THE ATTACHED SCHEDULE 13G FOR A DESCRIPTION OF EACH OF THE TWO-LETTER SYMBOLS REPRESENTING THE ITEM 3 CLASSIFICATION BELOW.

SUBSIDIARY	ITEM 3 CLASSIFICATION
STATE STREET GLOBAL ADVISORS FRANCE S.A.	IA
STATE STREET BANK AND TRUST COMPANY	BK
SSGA FUNDS MANAGEMENT, INC	IA
STATE STREET GLOBAL ADVISORS LIMITED	IA
STATE STREET GLOBAL ADVISORS LTD	IA
STATE STREET GLOBAL ADVISORS, AUSTRALIA LIMITED	IA
STATE STREET GLOBAL ADVISORS JAPAN CO., LTD.	IA
STATE STREET GLOBAL ADVISORS, ASIA LIMITED	IA
STATE STREET GLOBAL ADVISORS IRELAND LIMITED	IA

NOTE: ALL OF THE LEGAL ENTITIES ABOVE ARE DIRECT OR INDIRECT SUBSIDIARIES OF STATE STREET CORPORATION.

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No: 5)

FIRSTENERGY CORP

 (Name of Issuer)

Common Stock

 (Title of Class of Securities)

337932107

 (CUSIP Number)

December 31, 2014

 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 337932107

(1) Names of reporting persons. BlackRock, Inc.

(2) Check the appropriate box if a member of a group

(a) []

(b) [X]

(3) SEC use only

(4) Citizenship or place of organization

Delaware

Number of shares beneficially owned by each reporting person with:

(5) Sole voting power

27225794

(6) Shared voting power

21427

(7) Sole dispositive power

30844437

(8) Shared dispositive power

21427

(9) Aggregate amount beneficially owned by each reporting person

30865864

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

7.3%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

FIRSTENERGY CORP

Item 1(b) Address of issuer's principal executive offices:

76 South Main Street
Akron OH 44308-1890

Item 2.

2(a) Name of person filing:

BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

BlackRock Inc.
55 East 52nd Street
New York, NY 10022

2(c) Citizenship:

See Item 4 of Cover Page

2(d) Title of class of securities:

Common Stock

2(e) CUSIP No.:

See Cover Page

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- Broker or dealer registered under Section 15 of the Act;
- Bank as defined in Section 3(a)(6) of the Act;
- Insurance company as defined in Section 3(a)(19) of the Act;
- Investment company registered under Section 8 of the Investment Company Act of 1940;
- An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing

as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Amount beneficially owned:

30865864

Percent of class

7.3%

Number of shares as to which such person has:

Sole power to vote or to direct the vote

27225794

Shared power to vote or to direct the vote

21427

Sole power to dispose or to direct the disposition of

30844437

Shared power to dispose or to direct the disposition of

21427

Item 5.

Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [].

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the

shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the common stock of
FIRSTENERGY CORP.

No one person's interest in the common stock of
FIRSTENERGY CORP
is more than five percent of the total outstanding common shares.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

See Exhibit A

Item 8. Identification and Classification of Members of the Group

If a group has filed this schedule pursuant to Rule 13d-1(b)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.

See Item 5.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 12, 2015
BlackRock, Inc.

Signature: Matthew J. Fitzgerald

 Name/Title Attorney-In-Fact

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

Subsidiary

BlackRock (Luxembourg) S.A.
 BlackRock (Netherlands) B.V.
 BlackRock Advisors (UK) Limited
 BlackRock Advisors, LLC
 BlackRock Asset Management Canada Limited
 BlackRock Asset Management Deutschland AG
 BlackRock Asset Management Ireland Limited
 BlackRock Asset Management North Asia Limited
 BlackRock Financial Management, Inc.
 BlackRock Fund Advisors
 BlackRock Fund Managers Ltd
 BlackRock Institutional Trust Company, N.A.
 BlackRock International Limited
 BlackRock Investment Management (Australia) Limited
 BlackRock Investment Management (UK) Ltd
 BlackRock Investment Management, LLC
 BlackRock Japan Co Ltd
 BlackRock Life Limited
 iShares (DE) I InvAG mit Teilgesellschaftsvermoegen

*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.

Exhibit B

POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Matthew Mallow, Howard Surloff, Herm Howerton, Bartholomew Battista, Dan Waltcher, Karen Clark, Daniel Ronnen, John Stelley, Brian Kindelan, Matthew Fitzgerald, Charles Park, Carsten Otto and Con Tzatzakis acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to time, executing in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all documents, certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F, 13G and 13H and any amendments to any of the foregoing as may be required to be filed with the Securities and Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. Any such determination by an attorney-in-fact named herein shall be conclusively evidenced by such person's execution, delivery, furnishing or filing of the applicable document.

This power of attorney shall expressly revoke the power of attorney dated 10th day of July, 2012 in respect of the subject matter hereof, shall be valid from the date hereof and shall remain in full force and effect until either revoked in writing by the Company, or, in respect of any attorney-in-fact named herein, until such person ceases to be an employee of the Company or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has caused this power of attorney to be executed as of this 28th day of July, 2014.

BLACKROCK, INC.

By: _ /s/ Chris Jones
Name: Chris Jones
Title: Chief Investment Officer

</TEXT>
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)

FIRSTENERGY CORP
(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

337932107
(CUSIP Number)

February 28, 2015

(Date of Event which Requires Filing of Statement)

Check the appropriate box to designate the Rule pursuant to which this Schedule is filed:

Rule 13d - 1(b)

Rule 13d - 1(c)

Rule 13d - 1(d)

1 Name of Reporting Person

T. ROWE PRICE ASSOCIATES, INC.
52-0556948

2 Check the Appropriate Box if a Member of a Group

NOT APPLICABLE

3 SEC Use Only

4 Citizenship or Place of Organization

MARYLAND

Number of Shares Beneficially Owned by Each Reporting Person With

5 Sole Voting Power* 12,913,446

6 Shared Voting Power* -0-

7 Sole Dispositive Power* 43,904,429

8 Shared Dispositive Power -0-

9 Aggregate Amount Beneficially Owned by Each Reporting Person

43,936,379

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

NOT APPLICABLE

11 Percent of Class Represented by Amount in Row 9

10.4%

12 Type of Reporting Person

IA

*Any shares reported in Items 5 and 6 are also reported in Item 7.

Item 1(a) Name of Issuer:

Reference is made to page 1 of this Schedule 13G

Item 1(b) Address of Issuer's Principal Executive Offices:

76 SOUTH MAIN ST, AKRON, OH 44308-1890

Item 2(a) Name of Person(s) Filing:

(1) T. Rowe Price Associates, Inc. ("Price Associates")

(2)

Attached as Exhibit A is a copy of an agreement between the Persons Filing (as specified hereinabove) that this Schedule 13G is being filed on behalf of each of them.

Item 2(b) Address of Principal Business Office:

100 E. Pratt Street, Baltimore, Maryland 21202

Item 2(c) Citizenship or Place of Organization:

(1) Maryland

(2)

Item 2(d) Title of Class of Securities:

Reference is made to page 1 of this Schedule 13G

Item 2(e) CUSIP Number: 337932107

Item 3 The person filing this Schedule 13G is an:

X Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

Investment Company registered under Section 8 of the Investment Company Act of 1940

Item 4 Reference is made to Items 5-11 on the preceding pages of this Schedule 13G.

Item 5 Ownership of Five Percent or Less of a Class.

X Not Applicable.

This statement is being filed to report the fact that, as of the date of this report, the reporting person(s) has (have) ceased to be the beneficial owner of more than five percent of the class of securities.

Item 6 Ownership of More than Five Percent on Behalf of Another Person

- (1) Price Associates does not serve as custodian of the assets of any of its clients; accordingly, in each instance only the client or the client's custodian or trustee bank has the right to receive dividends paid with respect to, and proceeds from the sale of, such securities.

The ultimate power to direct the receipt of dividends paid with respect to, and the proceeds from the sale of, such securities, is vested in the individual and institutional clients which Price Associates serves as investment adviser. Any and all discretionary authority which has been delegated to Price Associates may be revoked in whole or in part at any time

Except as may be indicated if this is a joint filing with one of the registered investment companies sponsored by Price Associates which it also serves as investment adviser ("T. Rowe Price Funds"), not more than 5% of the class of such securities is owned by any one client subject to the investment advice of Price Associates.

- (2) With respect to securities owned by any one of the T. Rowe Price Funds, only the custodian for each of such Funds, has the right to receive dividends paid with respect to, and proceeds from the sale of, such securities. No other person is known to have such right, except that the shareholders of each such Fund participate proportionately in any dividends and distributions so paid.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

Item 8 Identification and Classification of Members of the Group.

Not Applicable.

Item 9 Notice of Dissolution of Group.

Not Applicable.

Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. T. Rowe Price Associates, Inc. hereby declares and affirms that the filing of Schedule 13G shall not be construed as an admission that Price Associates is the beneficial owner of the securities referred to, which beneficial ownership is expressly denied.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

T. ROWE PRICE ASSOCIATES, INC.

Date: March 10, 2015

Signature: /s/ David Oestreicher

Name & Title: David Oestreicher, Vice President

02/28/2015