



November 2, 1999

U.S. Nuclear Regulatory Commission
ATTN: Document Control Desk
Washington, D C 20555

Quad Cities Nuclear Power Station, Units 1 and 2
Facility Operating License Nos. DPR-29 and DPR-30
NRC Docket Nos. 50-254 and 50-265

Subject: Notification of a Change in Shareholders at the Holding Company Level
for MidAmerican Energy Company

Reference: Letter from R.M. Pulsifer (NRC) to O.D. Kingsley (ComEd), "Order and
Safety Evaluation Regarding Indirect Transfer of Licenses" dated
December 22, 1998.

Quad Cities Nuclear Power Station (QCNPS), Units 1 and 2 is owned by Commonwealth Edison (ComEd) Company and MidAmerican Energy Company (MEC). ComEd owns a 75-percent interest in QCNPS while MEC owns the remaining 25-percent share. ComEd is the operating owner of QCNPS. MEC is a wholly owned subsidiary of MidAmerican Energy Holdings Company (MEHC). The purpose of this letter is to inform the Nuclear Regulatory Commission (NRC) of a pending change in shareholders for the MEHC and to transmit the attached letter from a representative of MEHC to the NRC which provides additional details of the change.

On October 25, 1999, it was reported to the Securities and Exchange Commission (SEC) that an agreement had been reached in which MEHC, a publicly traded company, would be acquired by a private investors' group. Additional information on the private investors' group is provided as an attachment to this letter. No changes will be made to the subsidiary MEC. MEC will remain an electric utility subject to all terms, conditions, and findings described in the referenced letter.

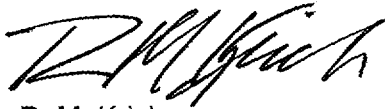
We have reviewed this change relative to the provisions of 10CFR 50.80 "Transfer of Licenses," and have determined that this change does not constitute a transfer of a license. Therefore, NRC review and approval is not warranted because there will not be changes to MEC and there will not be operational changes at the holding company level i.e., MEHC. This transaction will only change the holding company from a publicly traded company to a privately held company. Additionally, some changes to the Board

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of Directors of MEHC are expected. These expected changes are described in more detail in the attachment to this letter.

Should you have any questions regarding this information, please contact Joseph Sipek at (630) 663-3741.

Respectfully



R. M. Krich
Vice President-Regulatory Services

Attachment: Letter from Roy P. Lessy Jr. (Akin, Gump, Strauss, Hauer & Feld, L.L.P.) to USNRC dated November 2, 1999, "Change in Shareholders at the Holding Company Level For MidAmerican Energy Company."

cc: Regional Administrator – NRC Region III
NRC Senior Resident Inspector- Quad Cities Nuclear Power Station

bcc:	NRR Project Manager – Quad Cities Station	w/attachment
	Robert Wood USNRC	w/attachment
	Steven Hom USNRC	w/attachment
	Office of Nuclear Facility Safety – IDNS	w/attachment
	W. D. Leech, MidAmerican Energy Company	w/attachment
	D. C. Tubbs, MidAmerican Energy Company	w/attachment
	Regulatory Assurance Manager – Quad Cities	w/attachment
	Director Dresden/Quad Cities Licensing and Compliance	w/attachment
	Roy Lessy – Akin, Gump, Strauss, Hauer & Feld, L.L.P.	w/o attachment
	C. M. Crane	w/o attachment
	H. G. Stanley	w/o attachment
	D. R. Helwig	w/o attachment