

December 22, 1999

Mr. Oliver D. Kingsley, President  
Nuclear Generation Group  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 500  
Downers Grove, IL 60515

SUBJECT: NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION  
REGARDING PROPOSED CORPORATE RESTRUCTURING AND  
OPPORTUNITY FOR A HEARING - QUAD CITIES NUCLEAR POWER  
STATION, UNITS 1 AND 2 (TAC NOS. MA7011 AND MA7012)

Dear Mr. Kingsley:

Enclosed is a copy of a "Notice of Consideration of Approval of Application Regarding Proposed Corporate Restructuring and Opportunity for a Hearing" related to the application dated November 15, 1999, and attachment thereto from MidAmerican Energy Company (MidAmerican), through counsel Roy P. Lessy, Jr., and through Commonwealth Edison Company (ComEd), as originally discussed by letter dated November 2, 1999, and attachment thereto from MidAmerican, through counsel Roy P. Lessy Jr., and through ComEd. This application seeks approval, if required, under 10 CFR 50.80 of the indirect transfer of the licenses to the extent held by MidAmerican with respect to its 25 percent ownership interest in the Quad Cities Nuclear Power Station, Units 1 and 2 (Quad Cities). The transaction involves taking private the ownership of MidAmerican's parent company, MidAmerican Energy Holdings Company (MEHC) by a small group of investors. This group of investors consists of Berkshire Hathaway, Inc., and/or subsidiaries thereof; David L. Sokol, the Chairman and Chief Executive Officer of MEHC; and Walter Scott, MEHC's largest individual shareholder, and/or certain Scott family interests; and potentially other members of MEHC's management. ComEd will remain the operator of the facility and agent for MidAmerican.

This notice is being forwarded to the Office of the Federal Register for publication.

Sincerely,

(original signed by)

Stewart N. Bailey, Project Manager, Section 2  
Project Directorate III  
Division of Licensing Project Management  
Office of Nuclear Reactor Regulation

Docket Nos. 50-254 and 50-265

Enclosure: Notice

cc w/encl: See next page

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December 22, 1999

Mr. Oliver D. Kingsley, President  
Nuclear Generation Group  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 500  
Downers Grove, IL 60515

SUBJECT: NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION  
REGARDING PROPOSED CHANGE IN SHAREHOLDERS OF MIDAMERICAN  
ENERGY HOLDINGS COMPANY AND OPPORTUNITY FOR A HEARING -  
QUAD CITIES NUCLEAR POWER STATION, UNITS 1 AND 2 (TAC NOS.  
MA7011 AND MA7012)

Dear Mr. Kingsley:

Enclosed is a copy of a "Notice of Consideration of Approval of Application Regarding Proposed Change in Shareholders of MidAmerican Energy Holdings Company and Opportunity for a Hearing" related to the application dated November 15, 1999, from MidAmerican Energy Company (MidAmerican), through counsel Roy P. Lessy, Jr., and through Commonwealth Edison Company (ComEd). This application seeks approval, if required, under 10 CFR 50.80 of the indirect transfer of the licenses to the extent held by MidAmerican with respect to its 25 percent ownership interest in the Quad Cities Nuclear Power Station, Units 1 and 2 (Quad Cities). The indirect transfer would result from the acquisition of all of the stock of MidAmerican's parent company, MidAmerican Energy Holdings Company (MEHC), by a small group of investors. This group of investors consists of Berkshire Hathaway, Inc., and/or subsidiaries thereof; David L. Sokol, the Chairman and Chief Executive Officer of MEHC; and Walter Scott, MEHC's largest individual shareholder, and/or certain Scott family interests; and potentially other members of MEHC's management. ComEd will remain the operator of the facility and agent for MidAmerican.

This notice is being forwarded to the Office of the Federal Register for publication.

Sincerely,

Original signed by:

Stewart N. Bailey, Project Manager, Section 2  
Project Directorate III  
Division of Licensing Project Management  
Office of Nuclear Reactor Regulation

Docket Nos. 50-254 and 50-265

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DATE	12/21/99	12/21/99	12/21/99	12/21/99	12/21/99

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

December 22, 1999

Mr. Oliver D. Kingsley, President  
Nuclear Generation Group  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 500  
Downers Grove, IL 60515

SUBJECT: NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION  
REGARDING PROPOSED CHANGE IN SHAREHOLDERS OF MIDAMERICAN  
ENERGY HOLDINGS COMPANY AND OPPORTUNITY FOR A HEARING -  
QUAD CITIES NUCLEAR POWER STATION, UNITS 1 AND 2 (TAC NOS.  
MA7011 AND MA7012)

Dear Mr. Kingsley:

Enclosed is a copy of a "Notice of Consideration of Approval of Application Regarding Proposed Change in Shareholders of MidAmerican Energy Holdings Company and Opportunity for a Hearing" related to the application dated November 15, 1999, from MidAmerican Energy Company (MidAmerican), through counsel Roy P. Lessy, Jr., and through Commonwealth Edison Company (ComEd). This application seeks approval, if required, under 10 CFR 50.80 of the indirect transfer of the licenses to the extent held by MidAmerican with respect to its 25 percent ownership interest in the Quad Cities Nuclear Power Station, Units 1 and 2 (Quad Cities). The indirect transfer would result from the acquisition of all of the stock of MidAmerican's parent company, MidAmerican Energy Holdings Company (MEHC), by a small group of investors. This group of investors consists of Berkshire Hathaway, Inc., and/or subsidiaries thereof; David L. Sokol, the Chairman and Chief Executive Officer of MEHC; and Walter Scott, MEHC's largest individual shareholder, and/or certain Scott family interests; and potentially other members of MEHC's management. ComEd will remain the operator of the facility and agent for MidAmerican.

This notice is being forwarded to the Office of the Federal Register for publication.

Sincerely,

A handwritten signature in black ink, appearing to read "Stewart N. Bailey".

Stewart N. Bailey, Project Manager, Section 2  
Project Directorate III

Division of Licensing Project Management  
Office of Nuclear Reactor Regulation

Docket Nos. 50-254 and 50-265

Enclosure: Notice

cc w/encl: See next page

O. Kingsley  
Commonwealth Edison Company

Quad Cities Nuclear Power Station -  
Units 1 and 2

cc:

Commonwealth Edison Company  
Quad Cities Station Manager  
22710 206th Avenue North  
Cordova, Illinois 61242-9740

Vice President - Law and  
Regulatory Affairs  
MidAmerican Energy Company  
One River Center Place  
106 E. Second Street  
P.O. Box 4350  
Davenport, Iowa 52808

U.S. Nuclear Regulatory Commission  
Quad Cities Resident Inspectors Office  
22712 206th Avenue N.  
Cordova, Illinois 61242

Mr. David Helwig  
Senior Vice President  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 900  
Downers Grove, Illinois 60515

Chairman  
Rock Island County Board  
of Supervisors  
1504 3rd Avenue  
Rock Island County Office Bldg.  
Rock Island, Illinois 61201

Mr. Gene H. Stanley  
PWR Vice President  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 900  
Downers Grove, Illinois 60515

Illinois Department of Nuclear Safety  
Office of Nuclear Facility Safety  
1035 Outer Park Drive  
Springfield, Illinois 62704

Mr. Christopher Crane  
BWR Vice President  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 900  
Downers Grove, Illinois 60515

Regional Administrator  
U.S. NRC, Region III  
801 Warrenville Road  
Lisle, Illinois 60532-4351

Commonwealth Edison Company  
Site Vice President - Quad Cities  
22710 206th Avenue North  
Cordova, Illinois 61242-9740

William D. Leach  
Manager - Nuclear  
MidAmerican Energy Company  
907 Walnut Street  
P.O. Box 657  
Des Moines, Iowa 50303

Commonwealth Edison Company  
Reg. Affairs Manager - Quad Cities  
22710 206th Avenue N.  
Cordova, Illinois 61242-9740

Mr. R. M. Krich  
Vice President - Regulatory Services  
Commonwealth Edison Company  
Executive Towers West III  
1400 Opus Place, Suite 500  
Downers Grove, Illinois 60515

Ms. Pamela B. Stroebel  
Senior Vice President and General Counsel  
Commonwealth Edison Company  
P.O. Box 767  
Chicago, Illinois 60690-0767

Document Control Desk-Licensing  
Commonwealth Edison Company  
1400 Opus Place, Suite 400  
Downers Grove, Illinois 60515

Roy P. Lessy, Jr.  
Akin, Gump, Strauss, Hauer & Feld, L.L.P.  
1333 New Hampshire Avenue, N.W.  
Suite 400  
Washington, D.C. 20036

John A. Rasmussen, Jr.  
Senior Vice President and General Counsel  
MidAmerican Energy Company  
666 Grand Avenue, P.O. Box 657  
Des Moines, Iowa 50303