

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
Eastern Division

In Re:)	BK No.: 12-49219
EDISON MISSION ENERGY, et al.,)	(Jointly Administered)
)	Chapter: 11
)	Honorable Jacqueline Cox
)	
Debtor(s))	

Re: Docket No. 1211

ORDER GRANTING DEBTORS' FIRST OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM (LATE-FILED CLAIMS, DUPLICATIVE CLAIMS, INSUFFICIENT DOCUMENTATION CLAIM, NON-DEBTOR CLAIMS, RECLASSIFICATION CLAIM, AND NO LIABILITY CLAIMS)

Upon the objection (the "Objection") of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") disallowing, expunging, and/or reclassifying the Disputed Claims identified on Schedules 1-6 attached hereto, pursuant to sections 502 and 1106(a)(1) of the Bankruptcy Code, Bankruptcy Rule 3007, Local Rule 3007-1, and the Objection Procedures, all as more fully set forth in the Objection; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Objection is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided appropriate notice of the Objection and the opportunity for a hearing on the Objection under the circumstances; and the Court having reviewed the Objection and the Moss Declaration and having heard the statements in support of the relief requested therein at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Objection is granted as set forth herein. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. The Late-Filed Claims identified on Schedule 1 attached hereto are expunged and disallowed in their entirety; provided, however, the expungement and disallowance of the Late-Filed Claims identified on Schedule 1 shall have no effect on the applicable claimant's scheduled Claim to the extent such claim is not designated as contingent, unliquidated, or disputed on the applicable Debtor's Schedules.
4. The Duplicative Claims identified on Schedule 2 attached hereto are disallowed and expunged in

their entirety.

5. The Insufficient Documentation Claim identified on Schedule 3 attached hereto is disallowed and expunged in its entirety.

6. The Non-Debtor Claims identified on Schedule 4 attached hereto are disallowed and expunged in their entirety.

7. The Reclassification Claim identified on Schedule 5 attached hereto is reclassified as a Claim with the "Correct Classification" identified on Schedule 5 attached hereto.

8. The No Liability Claims identified on Schedule 6 attached hereto are disallowed and expunged in their entirety.

9. GCG, Inc., the Debtor's notice and claims agent, is directed to update the claims register to reflect the relief granted in this Order.

10. Except as provided in this Order, nothing in this Order shall be deemed: (a) an admission or finding as to the validity of any claim against a Debtor entity; (b) a waiver of the right of the Debtors, the Committee, or the Noteholder Group to dispute any claim against any Debtor on any grounds whatsoever, at a later date; (c) a promise by or requirement on any Debtor to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order; or (e) a waiver of the rights of the Debtors, the Committee, or the Noteholder Group under the Bankruptcy Code or any other applicable law.

11. Each Claim and the objections by the Debtors to such Claim, as addressed in the Objection and set forth on Schedule 1, Schedule 2, Schedule 3, Schedule 4, Schedule 5, and Schedule 6, each attached hereto, constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each Claim. Any stay of this Order pending appeal by any Claimants whose claims are subject to this Order shall only apply to the contested matter which involves such Claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters identified in the Objection or this Order.

12. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

13. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Enter:

J. Cox *Jacqueline P. Cox*

United States Bankruptcy Judge

Dated: 10-16-13

Prepared by:

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and Debtors in Possession

Schedule 1

Late-Filed Claims

Schedule 1- Late Filed Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
1	AIRGAS USA PO BOX 532609 ATLANTA, GA 30353 Date Filed: 07/08/13 Debtor: Midwest Generation, LLC	1797	Unsecured: \$18,693.48	Pgs 5 - 6
2	ALIMAK HEK INC. 12552 STATE HIGHWAY 3, SUITE A-160 WEBSTER, TX 77598 Date Filed: 08/19/13 Debtor: Midwest Generation, LLC	1851	503(b)(9): \$1,246.00 Unsecured: \$2,492.00	Pgs 5 - 6
3	BELICE, RANDY LEE 365 DESPLAINES AVE RIVERSIDE, IL 60546 Date Filed: 06/18/13 Debtor: Midwest Generation, LLC	1727	Unsecured: \$3,171.67	Pgs 5 - 6
4	DLZ INDUSTRIAL SURVEYING INC C/O DLZ CORPORATION 6121 HUNTLEY RD COLUMBUS, OH 43229 Date Filed: 08/16/13 Debtor: Midwest Generation, LLC	1850	Unsecured: \$115,529.72	Pgs 5 - 6
5	ESTATE OF MARK PUTMAN C/O LONDRIGAN POTTER & RANDLE PC ATTN COLLEEN LAWLESS 1227 S 7TH ST SPRINGFIELD, IL 62703 Date Filed: 06/19/13 Debtor: Midwest Generation, LLC	1753	Unsecured: \$50,000.00*	Pgs 5 - 6
6	EULALIO LOPEZ BASTIDA, ET AL. C/O MACUGA LIDDLE & DUBIN PC 975 E JEFFERSON AVE DETROIT, MI 48207 Date Filed: 06/18/13 Debtor: Midwest Generation, LLC	1779	Unsecured: \$17,760,000.00	Pgs 5 - 6
7	GREG PARADAY, ET AL. C/O MACUGA LIDDLE & DUBIN PC 975 E JEFFERSON AVE DETROIT, MI 48207 Date Filed: 06/18/13 Debtor: Midwest Generation, LLC	1780	Unsecured: \$48,243,000.00	Pgs 5 - 6

Schedule 1- Late Filed Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
8	HARMS, WILL 345 COURT ST PO BOX 476 PEKIN, IL 61554 Date Filed: 08/12/13 Debtor: Midwest Generation, LLC	1847	503(b)(9): \$4,636.56	Pgs 5 - 6
9	HAWKINS, RICHARD C/O LONDRIGAN POTTER & RANDLE PC ATTN COLLEEN LAWLESS 1227 S 7TH ST SPRINGFIELD, IL 62703 Date Filed: 06/19/13 Debtor: Midwest Generation, LLC	1752	Unsecured: \$50,000.00*	Pgs 5 - 6
10	HOLIDAY INN JOLIET CONVENTION CENTER 411 S LARKIN AVE JOLIET, IL 60436 Date Filed: 06/21/13 Debtor: Midwest Generation, LLC	1777	Unsecured: \$418.10	Pgs 5 - 6
11	MORGAN DISTRIBUTING INC 3425 N 22ND ST DECATUR, IL 62526 Date Filed: 07/20/13 Debtor: Midwest Generation, LLC	1836	503(b)(9): \$1,970.72	Pgs 5 - 6
12	NATIONAL PUMP & COMPRESSOR PO BOX 21160 BEAUMONT, TX 77720 Date Filed: 06/18/13 Debtor: Midwest Generation EME, LLC	1726	Unsecured: \$11,555.67	Pgs 5 - 6
13	SENIOR FLEXONICS PATHWAY, INC. EXPANSION JOINT DIVISION 2400 LONGHORN INDUSTRIAL DR NEW BRAUNFELS, TX 78130 Date Filed: 08/08/13 Debtor: Midwest Generation EME, LLC	1845	Unsecured: \$11,164.00	Pgs 5 - 6
14	STONE, HAROLD C/O LONDRIGAN POTTER & RANDLE PC ATTN COLLEEN LAWLESS 1227 S 7TH ST SPRINGFIELD, IL 62703 Date Filed: 06/19/13 Debtor: Midwest Generation, LLC	1754	Unsecured: \$50,000.00*	Pgs 5 - 6

Schedule 1- Late Filed Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
15	VENTURA COUNTY TAX COLLECTOR ATTN BANKRUPTCY 800 S VICTORIA AVE VENTURA, CA 93009 Date Filed: 06/20/13 Debtor: Chestnut Ridge Energy Company	1775	Priority: \$42.13	Pgs 5 - 6
16	WYRICK, ADAM C/O LONDRIGAN POTTER & RANDLE PC ATTN COLLEEN LAWLESS 1227 S 7TH ST SPRINGFIELD, IL 62703 Date Filed: 06/19/13 Debtor: Midwest Generation, LLC	1755	Unsecured: \$50,000.00*	Pgs 5 - 6

Total: \$66,373,920.05

* Denotes an unliquidated component.

Schedule 2

Duplicative Claims

Schedule 2 - Duplicative Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			SURVIVING CLAIM(S)			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
1	ADVANTAGE GROUND TRANS CORP C/O DACA VI LLC 1565 HOTEL CIR SOUTH #310 SAN DIEGO, CA 92108 Date Filed: 05/29/13 Debtor: Edison Mission Energy	837	Unsecured: \$234,70	ADVANTAGE GROUND TRANS CORP C/O DACA VI LLC 1565 HOTEL CIR S #310 SAN DIEGO, CA 92108 Date Filed: 05/11/13 Debtor: Edison Mission Energy	565	Unsecured: \$234,70	Pg 6
2	CHILDERS BANQUET AND EVENTS CENTER C/O DACA VI LLC 1565 HOTEL CIRCLE SOUTH #310 SAN DIEGO, CA 92108 Date Filed: 04/24/13 Debtor: Edison Mission Energy	124	Unsecured: \$550,93	CHILDERS BANQUET AND EVENTS CENTER C/O DACA VI LLC 1565 HOTEL CIR S #310 SAN DIEGO, CA 92108 Date Filed: 04/19/13 Debtor: Edison Mission Energy	103	Unsecured: \$550,93	Pg 6
3	DRAXTON-KARLEN GROUP, LLC ATTN: HKIM KARLEN 8349 WHITE OAK AVE MUNSTER, IN 46321 Date Filed: 06/10/13 Debtor: Midwest Generation, LLC	1095	503(b)(9): \$4,415.47 Priority: \$23,567.43 Unsecured: \$249.53	DRAXTON-KARLEN GROUP, LLC 8349 WHITE OAK AVE MUNSTER, IN 46321 Date Filed: 06/10/13 Debtor: Midwest Generation, LLC	1094	503(b)(9): \$4,415.47 Priority: \$23,567.43 Unsecured: \$249.53	Pg 6

Total: \$29,018.06

Schedule 3

Insufficient Documentation Claim

Schedule 3 - Insufficient Documentation Claims

First Omnibus Objection to Claims

Edison Mission Energy, *et al.*
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
1	PREWETT, MICHAEL 3117 ELIM AVE ZION, IL 60099 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1399	Unsecured: \$250,000.00	Pgs 6 - 7

Total: \$250,000.00

Schedule 4

Non-Debtor Claims

Schedule 4 - Non-Debtor Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REASON FOR DISALLOWANCE	OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT		
1	LAREDO AREA COMMUNITY FOUNDATION C/O PRESIDENT 616 LEAL ST LAREDO, TX 78044 Date Filed: 06/17/13 Debtor: Edison Mission Energy	1621	Unsecured: \$2,750,000.00	The agreement referenced in the proof of claim is between the claimant and Cedro Hill Wind LLC, a non-Debtor.	Pg 7
2	POWER CONSTRUCTORS, INC. ATTN: DOUG BAKER 3940 GLENBROOK DRIVE PO BOX 1066 HAILEY, ID 83333 Date Filed: 05/29/13 Debtor: Edison Mission Energy	871	Unsecured: \$18,808.84	The agreement referenced in the proof of claim is between the claimant and Mission Wind Crofton Bluffs, Inc., a non-Debtor.	Pg 7
3	ROBERT LEE INDEPENDENT SCHOOL DISTRICT C/O KEVIN O'HANLON, ESQ. 1323 HAMILTON ROBERT LEE, TX 76945 Date Filed: 06/17/13 Debtor: Edison Mission Energy	1622	Secured: \$2,051,984.01* Priority: \$2,051,984.01*	The agreement referenced in the proof of claim is between the claimant and Goat Wind LP, a non-Debtor.	Pg 7
4	STERLING CITY INDEPENDENT SCHOOL DISTRICT C/O KEVIN O'HANLON, ESQ. P.O. BOX 786 STERLING CITY, TX 76951 Date Filed: 06/17/13 Debtor: Edison Mission Energy	1619	Secured: \$30,390.93* Priority: \$30,390.93*	The agreement referenced in the proof of claim is between the claimant and Goat Wind LP, a non-Debtor.	Pg 7
5	WEBB CONSOLIDATED INDEPENDENT SCHOOL DISTRICT C/O KEVIN O'HANLON, ESQ. P.O. BOX 206 BRUNI, TX 78344 Date Filed: 06/17/13 Debtor: Edison Mission Energy	1620	Secured: \$661,774.00* Priority: \$661,774.00	The agreement referenced in the proof of claim is between the claimant and Goat Wind LP, a non-Debtor.	Pg 7

Total: \$8,257,106.72

* Denotes an unliquidated component.

Schedule 5

Reclassification Claim

Schedule 5 - Reclassification Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			CORRECT CLASSIFICATION	OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT		
1	DIRECT LINE TO COMPLIANCE, INC. 9555 W SAM HOUSTON PKWY. S, SUITE 1 HOUSTON, TX 77099 Date Filed: 05/17/13 Debtor: Midwest Generation EME, LLC	707	503(b)(9): \$23,278.36	Unsecured: \$23,278.36	Pg 7

Total: \$23,278.36

Schedule 6

No Liability Claims

Schedule 6 - No Liability Claims

First Omnibus Objection to Claims

Edison Mission Energy, et al.
12-049219 (JPC)

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REASON FOR DISALLOWANCE	OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT		
1	ANDRICH TRUCKING CO C/O AMERICAN FINANCIAL MANAGEMENT INC 3715 VENTURA DR ARLINGTON HEIGHTS, IL 60004 Date Filed: 03/26/13 Debtor: Edison Mission Energy	36	Unsecured: \$3,280.00	Not Reflected in the Debtors' Books and Records.	Pg 8
2	DAYTON FREIGHT PO BOX 340 VANDALIA, OH 45377 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	163	Unsecured: \$2,282.79	Not Reflected in the Debtors' Books and Records.	Pg 8
3	JOYCE HILST, D/B/A LOST CREEK STORAGE C/O MOEHLE, SWEARINGEN & UMHOLTZ, LTD. ATTN: VALERIE MOEHLE UMHOLTZ 410 BROADWAY PO BOX 875 PEKIN, IL 61555 Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1353	Unsecured: \$58,767.50	Not Reflected in the Debtors' Books and Records.	Pg 8
4	OLD DOMINION FREIGHT LINE 500 OLD DOMINION WY THOMASVILLE, NC 27360 Date Filed: 05/11/13 Debtor: Midwest Generation, LLC	548	Unsecured: \$2,693.21	Not Reflected in the Debtors' Books and Records.	Pg 8
5	USF HOLLAND C/O RMS PO BOX 5126 TIMONIUM, MD 21094 Date Filed: 03/06/13 Debtor: Midwest Generation EME, LLC	29	Unsecured: \$2,533.62	Not Reflected in the Debtors' Books and Records.	Pg 8

Total: \$69,557.12