

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

)		
In re:)	Chapter 11	
)		
EDISON MISSION ENERGY, <u>et al.</u> , ¹)	Case No. 12-49219 (JPC)	
)		
Debtors.)	(Jointly Administered)	
)		

**SECOND AMENDED SCHEDULES OF ASSETS AND LIABILITIES FOR
MIDWEST GENERATION, LLC, CASE NO. 12-49218 (JPC)**

SUPPLEMENT TO SCHEDULE F²

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Edison Mission Energy (1807); Camino Energy Company (2601); Chestnut Ridge Energy Company (6590); Edison Mission Energy Fuel Services, LLC (4630); Edison Mission Finance Co. (9202); Edison Mission Fuel Resources, Inc. (3014); Edison Mission Fuel Transportation, Inc. (3012); Edison Mission Holdings Co. (6940); Edison Mission Midwest Holdings Co. (6553); EME Homer City Generation L.P. (6938); Homer City Property Holdings, Inc. (1685); Midwest Finance Corp. (9350); Midwest Generation EME, LLC (1760); Midwest Generation, LLC (8558); Midwest Generation Procurement Services, LLC (2634); Midwest Peaker Holdings, Inc. (5282); Mission Energy Westside, Inc. (0657); San Joaquin Energy Company (1346); Southern Sierra Energy Company (6754); and Western Sierra Energy Company (1447). The location of parent Debtor Edison Mission Energy’s corporate headquarters and the Debtors’ service address is: 3 MacArthur Place, Suite 100, Santa Ana, California 92707.

² These second amended schedules incorporate by reference and must be considered in connection with the *Global Notes and Statement of Limitations, Methodologies, and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs*, attached to the Schedules of Assets and Liabilities [Docket No. 469] and the *Amended Schedules of Assets and Liabilities for Midwest Generation, LLC, Case No. 12-49218 (JPC) – Supplement to Schedule B* [Docket No. 953].

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
	H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
1						
		ACCOUNT NO: ALPHA COAL SALES CO., LLC ATTN ALLEN CHILDRESS PO BOX 16429 BRISTOL, VA 24209-6429	General Trade Payable			\$44,833.07
2						
		ACCOUNT NO: BEEMSTERBOER, INC. 16807 S PARK AVE SOUTH HOLLAND, IL 60473	General Trade Payable			\$0.00
3						
		ACCOUNT NO: BURNS & MCDONNELL 1431 OPUS PL STE 400 DOWNERS GROVE, IL 60515	General Trade Payable			\$0.00
4						
		ACCOUNT NO: CHILDRENS HOSPITAL OF ILLINOIS 530 NE GLEN OAK AVENUE PEORIA, IL 61637	General Trade Payable			\$0.00
5						
		ACCOUNT NO: FLUKE ELECTRONICS CORPORATION 7272 COLLECTION CENTER DR CHICAGO, IL 60693-72	General Trade Payable			\$0.00

Sub -Total >
(Total of this Page)

\$44,833.07

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)

Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
	H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
6	ACCOUNT NO: GALLAGHER ASPHALT CORPORATION 18100 INDIANA AVE THORNTON, IL 60476		General Trade Payable			\$0.00
7	ACCOUNT NO: GP STRATEGIES CORPORATION PO BOX 932816 ATLANTA, GA 31193-2816		General Trade Payable			\$0.00
8	ACCOUNT NO: HANSEN SOFTWARE CORPORATION 300-1855 KIRSHNER ROAD KELOWNA BC V1Y 4N7 CANADA		General Trade Payable			\$0.00
9	ACCOUNT NO: HAYES MECHANICAL INC. 5959 S HARLEM AVE CHICAGO, IL 60638-3131		General Trade Payable			\$13,069.52
10	ACCOUNT NO: NORIT AMERICAS INC 3200 UNIVERSITY AVE MARSHALL, TX 75670		General Trade Payable			\$0.00
11	ACCOUNT NO: POWER PLANT SERVICES, INC. 3131 W SOFFEL AVE MELROSE PARK, IL 60160		General Trade Payable			\$0.00
12	ACCOUNT NO: PREVISE INC. 2112 DANFORTH AVENUE TORONTO ON M4C 1J9 CANADA		General Trade Payable			\$0.00

Sub -Total >
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\$13,069.52

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)

Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
			Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
13							
ACCOUNT NO:							
PROCESS SEAL & PACKING INC. C/O CORRE OPPORTUNITIES FUND, L.P. ATTN CLAIMS PROCESSING (BANKRUPTCY) 1370 AVENUE OF THE AMERICAS 29TH FL NEW YORK, NY 10019			General Trade Payable				\$5,787.19
14							
ACCOUNT NO:							
PROGRESS PUMP & MACHINE SERVICES 918 KENNEDY AVE SCHERERVILLE, IN 46375-1326			General Trade Payable				\$0.00
15							
ACCOUNT NO:							
PUMP SUPPLY INC. C/O CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 7626			General Trade Payable				\$0.00
16							
ACCOUNT NO:							
SHARE HORSE RESCUE PO BOX 6933 CHAMPAIGN, IL 61826			General Trade Payable				\$0.00
17							
ACCOUNT NO:							
SHERWIN WILLIAMS COMPANY 118 N LARKIN AVE JOLIET, IL 60435			General Trade Payable				\$0.00
18							
ACCOUNT NO:							
SNOOK EQUIPMENT RENTAL INC. PO BOX 4738 HOUSTON, TX 77210			General Trade Payable				\$41,387.64
19							
ACCOUNT NO:							
SOUTHERN ENVIRONMENTAL 6690 W NINE MILE RD PENSACOLA, FL 32526			General Trade Payable				\$0.00

Sub -Total >
(Total of this Page) \$47,174.83

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)

Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
		H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
20	ACCOUNT NO: SPANISH COMMUNITY CENTER 309 N EASTERN AVE. JOLIET, IL 60432						General Trade Payable \$0.00
21	ACCOUNT NO: THE BRILL GROUP - DBA OTG CATERING DBA PEPPERS CAFE 416 MAIN ST STE LL100 PEORIA, IL 61602						General Trade Payable \$0.00
22	ACCOUNT NO: TURBINE CONCEPTS, INC 1323 SE 17TH ST FORT LAUDERDALE, FL 33316						General Trade Payable \$3,240.00
23	ACCOUNT NO: WELDSTAR COMPANY ATTN CHET DEKING PO BOX 1150 AURORA, IL 60507						General Trade Payable \$1,100.22

Sub -Total >
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\$4,340.22
\$109,417.64

Total >

(Report also on Summary of Schedules)

**United States Bankruptcy Court
Northern District of Illinois**

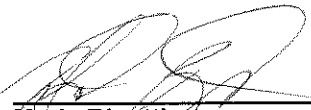
In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Senior Vice President and Chief Financial Officer of Edison Mission Energy, the parent company of the Debtor in this Chapter 11 case, declare under penalty of perjury that I have read or have directed the review of the foregoing summary and schedules, consisting of 4 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date December 13, 2013

Signature 
Maria Rigatti
Senior Vice President and Chief Financial Officer
of Edison Mission Energy

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*