

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

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

**NOTICE OF DEBTORS' NINETEENTH OMNIBUS  
OBJECTION TO CERTAIN PROOFS OF CLAIM (CROSS-CASE  
DUPLICATE CLAIMS, WRONG DEBTOR CLAIM, LATE-FILED CLAIM,  
AMENDED AND SUPERSEDED CLAIMS, AND NO LIABILITY CLAIMS)**

**PLEASE TAKE NOTICE** that on the **19th day of February, 2014, at 10:30 a.m. (Central Time)** or as soon thereafter as counsel may be heard, the above-captioned debtors and debtors in possession (collectively, the "Debtors") shall appear before the Honorable Jacqueline P. Cox or any other judge who may be sitting in her place and stead, in Courtroom 680 in the United States Courthouse, 219 South Dearborn Street, Chicago, Illinois, and present the attached *Debtors' Nineteenth Omnibus Objection to Certain Proofs of Claim (Cross-Case Duplicate Claims, Wrong Debtor Claim, Late-Filed Claim, Amended and Superseded Claims, and No Liability Claims)* (the "Objection").

**PLEASE TAKE FURTHER NOTICE** that any objection to the Objection must be filed with the Court by **February 12, 2014, at 4:00 p.m. (Central Time)** and served so as to be actually received by: (a) counsel to the Debtors; (b) each holder of a Disputed Claim (as defined in the Objection) identified on **Schedules 1-5** to **Exhibit A** to the Objection; (c) the Office of the U.S. Trustee for the Northern District of Illinois; (d) counsel to the official committee of unsecured creditors appointed to these chapter 11 cases; (e) the indenture trustee for the Debtors' senior unsecured notes; (f) counsel to the ad hoc committee of certain holders of the Debtors' senior unsecured notes; (g) the indenture trustee for the lessor notes related to the Debtors' Powerton generating station in Pekin, Illinois, and units 7 and 8 of the Debtors' Joliet, Illinois, generating station and the pass-through trustee for the related pass-through certificates;

<sup>1</sup> 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 Finance Co. (9202); Edison Mission Energy Fuel Services, LLC (4630); 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.

(h) counsel to the ad hoc committee of certain holders of pass-through certificates related to the Debtors' Powerton and Joliet generating stations; (i) the owner trusts and the equity investors for the Debtors' Powerton and Joliet generating stations and their respective counsel; (j) the lender under Debtor Edison Mission Energy's letter-of-credit facility; (k) the state attorneys general for states in which the Debtors conduct business; (l) United States Attorney for the Northern District of Illinois; (m) the Internal Revenue Service; (n) the Securities and Exchange Commission; (o) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; and (p) those parties who have requested service of papers in this case pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure and the *Order Approving Case Management Procedures* [Docket No. 128].

**PLEASE TAKE FURTHER NOTICE** that copies of all documents filed in these chapter 11 cases are available free of charge by visiting the case website maintained by GCG, Inc., the Debtors' notice and claims agent for these chapter 11 cases, available at [www.edisonmissionrestructuring.com](http://www.edisonmissionrestructuring.com) or by calling (866) 241-6491. You may also obtain copies of any pleadings by visiting the Court's website at [www.ilnb.uscourts.gov](http://www.ilnb.uscourts.gov) in accordance with the procedures and fees set forth therein.

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Dated: January 17, 2014

*/s/ David R. Seligman, P.C.*

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and Debtors in Possession<sup>1</sup>*

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<sup>1</sup> McDonald Hopkins LLC will prosecute the Objection and respond to any responses thereto to the extent that any potential conflict of interest exists with respect to Kirkland & Ellis LLP.

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

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

**DEBTORS' NINETEENTH OMNIBUS  
OBJECTION TO CERTAIN PROOFS OF CLAIM (CROSS-CASE  
DUPLICATE CLAIMS, WRONG DEBTOR CLAIM, LATE-FILED CLAIM,  
AMENDED AND SUPERSEDED CLAIMS, AND NO LIABILITY CLAIMS)**

**THIS OBJECTION SEEKS TO DISALLOW,  
EXPUNGE, AND/OR REASSIGN  
CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING  
THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS  
ON SCHEDULES 1-5 TO EXHIBIT A ATTACHED TO THIS OBJECTION.**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) respectfully state the following in support of this objection (this “Objection”):

**Relief Requested**

1. The Debtors seek entry of an order, substantially in the form attached hereto as

**Exhibit A** (the “Order”):

- expunging and disallowing each claim identified on **Schedule 1** to the Order (collectively, the “Cross-Case Duplicate Claims”) in its entirety because each such claim duplicates other proofs of claim filed against other Debtors asserting the same liability in

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<sup>1</sup> 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.

the same amount despite having a potential claim against only one Debtor and/or that the applicable claimant will receive a recovery on account of its Claim from a different Debtor;

- reassigning the claim identified on **Schedule 2** to the Order (the “Wrong Debtor Claim”) as a claim against the “Correct Debtor” identified on **Schedule 2** to the Order because such claim is asserted against the wrong Debtor;
- expunging and disallowing the claim identified on **Schedule 3** to the Order (the “Late-Filed Claim”) in its entirety because such claim was not timely filed;
- expunging and disallowing each claim identified on **Schedule 4** to the Order (collectively, the “Amended and Superseded Claims”) in its entirety because each such claim was amended and replaced by the applicable “Surviving Claim” identified on **Schedule 4** to the Order; and
- expunging and disallowing each claim identified on **Schedule 5** to the Order (collectively, the “No Liability Claims” and, together with the Cross-Case Duplicate Claims, Wrong Debtor Claim, Late-Filed Claim, Amended and Superseded Claims, and the No Liability Claims, the “Disputed Claims”) because each such claim is asserted in an amount not reflected in the Debtors’ books and records.

In support of this Objection, the Debtors submit the declaration of Aaron Moss (the “Moss Declaration”), to be filed in connection herewith.

### **Jurisdiction**

2. The United States Bankruptcy Court for the Northern District of Illinois (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are sections 502 and 1106(a)(1) of title 11 of the United States Code (the “Bankruptcy Code”), rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 3007-1 of the Local Rules for the United States Bankruptcy Court for the Northern District of Illinois (the “Local Rules”).

### **Background**

5. Edison Mission Energy, together with its Debtor and non-Debtor affiliates, is a leading independent power producing enterprise specializing in developing, operating, and selling energy and capacity from approximately 40 generating facilities in 12 states and the Republic of Turkey. The Debtors have approximately 800 employees and maintain headquarters in Chicago, Illinois and Santa Ana, California.

6. On December 17, 2012 (the "Original Petition Date"), seventeen of the Debtors (collectively, the "Original Debtors") filed petitions with the Court under chapter 11 of the Bankruptcy Code. On May 2, 2013 (the "Homer City Petition Date"), three additional Debtors (collectively, the "Homer City Debtors")<sup>2</sup> filed petitions with the Court under chapter 11 of the Bankruptcy Code. The Court has approved procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b) [Docket Nos. 115, 154, 780]. No party has requested the appointment of a trustee or examiner in these chapter 11 cases. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On January 7, 2013, the United States Trustee for the Northern District of Illinois appointed an official committee of unsecured creditors (the "Committee") in these chapter 11 cases [Docket No. 202] (as amended on January 18, 2013 [Docket No. 308]). On December 3, 2013, the Debtors filed an amended joint chapter 11 plan [Docket No. 1625] and amended disclosure statement in support thereof [Docket No. 1626].

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<sup>2</sup> The Original Debtors and the Homer City Debtors are collectively referred to in this Objection as the "Debtors."

### **The Claims Reconciliation Process**

7. On February 14, 2013 and May 16, 2013, the Original Debtors and the Homer City Debtors, respectively, filed their schedules of assets and liabilities and executory contracts and unexpired leases (as amended, collectively, the “Schedules”) and statements of financial affairs, as required pursuant to section 521 of the Bankruptcy Code. On July 2, 2013, December 15, 2013, and January 16, 2014, certain Debtors filed amendments to their respective Schedules.

8. On April 10, 2013, the Court entered the *Order (A) Setting Bar Dates for Filing Proofs of Claim, Including 503(b)(9) Proofs of Claim and (B) Approving the Form and Manner of Notice Thereof* [Docket No. 669] (the “Original Bar Date Order”). On August 21, 2013, the Court entered the *Order (A) Setting Bar Dates for Filing Proof of Claim, Including Section 503(b)(9) Claims, Against EME Homer City Generation L.P., Edison Mission Finance Co., and Homer City Property Holdings, Inc. and (B) Approving the Form and Manner of Notice Thereof* [Docket No. 1137] (the “Homer City Bar Date Order” and, together with the Original Bar Date Order, the “Bar Date Orders”). Together, the Bar Date Orders apply to all purported “claims” (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose before the Original Petition Date and the Homer City Petition Date, as applicable (each, a “Claim”). Notice of the Bar Date Orders was provided in accordance with the procedures outlined therein.

9. On July 17, 2013, the Court approved certain omnibus procedures for filing and resolving objections to Claims asserted against the Debtors in these chapter 11 cases [Docket No. 1022] (the “Objection Procedures”).

10. To date, entities have filed approximately 2,000 proofs of claim against the Debtors on an aggregate basis, collectively asserting more than \$12.2 billion in aggregate liabilities. The Debtors and their advisors are in the process of reviewing the proofs of claim, including supporting documentation, if any, filed together with any proof of claim, and

reconciling the proofs of claims with the Debtors' books and records to determine the validity of the proofs of claim. For the reasons set forth in more detail below, and based on their review to date, the Debtors have determined that the Disputed Claims should be reclassified, reassigned, adjusted, or expunged and disallowed as set forth herein.

## **Objection**

### **I. Cross-Case Duplicate Claims**

11. As set forth in the Moss Declaration, the Debtors have determined that each Cross-Case Duplicate Claim duplicates a Claim asserted against another Debtor on account of the same liability and in the same amount, despite the applicable claimant having a potential claim against only one Debtor, or the applicable claimant will receive a recovery on account of its claim from a different Debtor. Failure to disallow and expunge each Cross-Case Duplicate Claim could result in each applicable claimant receiving multiple recoveries against the Debtors, to the detriment of other similarly-situated creditors. Moreover, elimination of each such Cross-Case Duplicate Claim will enable the Debtors to maintain a more accurate claims register. Accordingly, the Debtors request that the Court enter the Order expunging and disallowing each Cross-Case Duplicate Claim identified on **Schedule 1** to the Order. This Objection does not affect any Surviving Claims identified on **Schedule 1** to the Order.

### **II. Wrong Debtor Claim**

12. As set forth herein and in the Moss Declaration, the Court should reassign the Wrong Debtor Claim as a Claim against the "Correct Debtor" identified on **Schedule 2** to the Order. If the Wrong Debtor Claim is not formally reassigned, as requested herein, the potential exists for the applicable claimant to receive a recovery to which it is not entitled, to the detriment of other similarly situated creditors. Thus, this relief is necessary to prevent any inappropriate distribution of estate funds and to facilitate the administration of the claims allowance process.



Accordingly, the Debtors request that the Court enter the Order reassigning the Wrong Debtor Claim as a Claim against the applicable “Correct Debtor” identified on **Schedule 2** to the Order.

### **III. Late-Filed Claim**

13. The Original Bar Date Order, among other things, established June 17, 2013, as the General Bar Date and approved the form and manner of service of the notice of the General Bar Date and the procedures for filing proofs of claim (the “Bar Date Notice”). Pursuant to the Bar Date Notice, all persons and entities were instructed to file any proofs of claim in writing so that they are “actually received on or before **June 17, 2013 at 4:00 p.m. (Central Standard Time)** . . . , or be barred from doing so.” See Bar Date Notice at 2 (emphasis in original). On or before the General Bar Date, GCG, Inc., the Debtors’ notice and claims agent, served copies of the Bar Date Notice in accordance with the terms of the Original Bar Date Order on the Debtors’ known creditors and other entities, including each claimant asserting a Late-Filed Claim [Docket Nos. 684, 855, 856, and 857].

14. As set forth in the Moss Declaration, the Late-Filed Claim (a) arose before the Original Petition Date, (b) was subject to the General Bar Date, and (c) was filed after the General Bar Date. Moreover, the Debtors have determined that the claimant asserting a Late-Filed Claim was timely served with the Bar Date Notice and, therefore, had adequate notice of the General Bar Date. Accordingly, the Debtors respectfully request that the Court expunge and disallow the Late-Filed Claim identified on **Schedule 3** to the Order in its entirety.<sup>3</sup>

### **IV. Amended and Superseded Claims**

15. As set forth in the Moss Declaration, the Debtors have determined that each Amended and Superseded Claim identified on **Schedule 4** to the Order was amended and

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<sup>3</sup> The proposed disallowance and expungement of each Late-Filed Claim shall have no effect on the applicable claimant’s scheduled claim, if any, to the extent such claim is not designated as contingent, unliquidated, or disputed on the applicable Debtor’s Schedules.

replaced by the applicable “Surviving Claim” identified on **Schedule 4** to the Order. To allow both the Amended and Superseded Claims and Surviving Claims to remain on the claims register would be duplicative and would lead to multiple recoveries on a single Claim. Accordingly, the Debtors respectfully request that the Court enter the Order expunging and disallowing each Amended and Superseded Claim identified on **Schedule 4** to the Order. This Objection does not affect any Surviving Claim identified on **Schedule 4** to the Order.

#### **V. No Liability Claims**

16. As set forth in the Moss Declaration, the Debtors have reviewed their books and records and determined that each No Liability Claim is not reflected as liabilities in the Debtors’ books and records. More specifically, the Debtors object to the No Liability Claims for the following reasons:

- a. On April 16, 2013, the Debtors were dismissed from Comer v. Murphy Oil USA, Inc., et al., No. 12-60291 (5th Cir.), the appeal at issue in Claim 1659, asserted by Peabody Energy Corp., pursuant to an order of the United States Court of Appeals for the Fifth Circuit; and
- b. the Debtors have settled all workers-compensation related to Claims 567, 828, and 1598.

17. Failure to disallow and expunge each No Liability Claim could result in the applicable claimants receiving an unwarranted recovery against the Debtors, to the detriment of other similarly situated creditors. Accordingly, the Debtors request that the Court enter the Order expunging and disallowing each No Liability Claim identified on **Schedule 5** to the Order.

#### **Basis for Relief**

18. Section 502(a) of the Bankruptcy Code provides that “[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). A debtor in possession has the duty to object to the allowance of any claim that is improper. See 11 U.S.C. § 1106(a)(1).

19. As set forth in Bankruptcy Rule 3001(f), a properly executed and filed proof of claim constitutes *prima facie* evidence of the validity and the amount of the claim under section 502(a) of the Bankruptcy Code. See In re Salem, 465 F.3d 767, 779 (7th Cir. 2006). To receive the benefit of *prima facie* validity, however, the proof of claim must “set forth facts necessary to support the claim.” In re Stoecker, 143 B.R. 879, 883 (N.D. Ill. 1992), aff’d in part, vacated in part by 5 F.3d 1022 (7th Cir. 1993). Additionally, a claimant’s proof of claim is entitled to the presumption of *prima facie* validity under Bankruptcy Rule 3001(f) only until an objecting party refutes at least one of the allegations that is essential to the claim’s legal sufficiency. See In re Relford, 323 B.R. 669, 672–73 (Bankr. S.D. Ind. 2004). Once such an allegation is refuted, the burden reverts to the claimant to prove the validity of the claim by a preponderance of the evidence. Id. In other words, once the *prima facie* validity of a claim is rebutted, “it is for the claimant to prove his claim, not for the objector to disprove it.” In re Kahn, 114 B.R. 40, 44 (Bankr. S.D.N.Y. 1990) (citations omitted).

20. As set forth herein and in the Moss Declaration, the Court should reassign or expunge and disallow the Disputed Claims. If the Disputed Claims are not formally reassigned or disallowed and expunged as requested herein, the potential exists for the applicable claimants to receive recoveries to which they are not entitled, to the detriment of the Debtors’ other stakeholders. Thus, this relief is necessary to prevent any inappropriate distribution of estate funds and to facilitate the administration of the claims allowance process.

#### **Compliance with Bankruptcy Rule 3007(e)**

21. The Debtors respectfully submit that this Objection complies with the requirements for omnibus objections set forth by Bankruptcy Rule 3007(e). Namely, the Debtors and GCG, Inc., their notice and claims agent, have created a personalized form of notice that shall be served upon each claimant affected by this Objection. Each such notice prominently

identifies the claimant's: (a) name; (b) address; (c) applicable claim number; (d) proposed treatment pursuant to the Objection; and (e) does not include any other claimant's information on the notice.

22. As a result, each claimant can readily identify its Claim and proposed treatment and respond accordingly. The proposed form of Order further identifies each claimant by category of claims subject to objection. This Objection conspicuously identifies the Debtors as the objecting parties, identifies this Objection as the Debtors' nineteenth omnibus claims objection, and contains objections to fewer than 100 Claims. Accordingly, the Debtors respectfully submit that this Objection complies with Bankruptcy Rule 3007(e).

#### **Separate Contested Matter**

23. Each of the above objections to the proofs of claim constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Debtors request that any order entered by the Court with respect to an objection asserted herein shall be deemed a separate order with respect to each Claim.

#### **Reservation of Rights**

24. The Debtors expressly reserve the right to amend, modify, or supplement this Objection and to file additional substantive or non-substantive objections to the Claims objected to herein, or any other Claims, filed or not, which may be asserted against the Debtors. Should one or more of the grounds of objection stated in this Objection be overruled, the Debtors reserve the right to object on any other applicable grounds. In addition, the Debtors reserve the right to seek to reduce any Claim for any reason, including to the extent such Claim has been paid. The Debtors reserve the right to raise further objections, including objections under section 502(d) of the Bankruptcy Code. Nothing in this Objection or the relief requested herein shall limit the right of the Debtors, the Committee, or the ad hoc committee of certain holders of the Debtors'

senior unsecured notes (the “Noteholder Group”) to bring future and/or additional objections to any of the Disputed Claims on any basis.

**Notice**

25. The Debtors have provided notice of this Objection to: (a) the Office of the United States Trustee for the Northern District of Illinois; (b) holders of Disputed Claims identified on **Schedules 1–5** to the Order; (c) counsel to the Committee; (d) the indenture trustee for the Debtors’ senior unsecured notes; (e) counsel to the Noteholder Group; (f) the indenture trustee for the lessor notes related to the Debtors’ Powerton generating station in Pekin, Illinois, and units 7 and 8 of the Debtors’ Joliet, Illinois, generating station and the pass-through trustee for the related pass-through certificates; (g) counsel to the ad hoc committee of certain holders of pass-through certificates related to the Debtors’ Powerton and Joliet generating stations; (h) the owner trusts and the equity investors for the Debtors’ Powerton and Joliet generating stations and their respective counsel; (i) the lender under Debtor Edison Mission Energy’s letter-of-credit facility; (j) the state attorneys general for states in which the Debtors conduct business; (k) United States Attorney for the Northern District of Illinois; (l) the Internal Revenue Service; (m) the Securities and Exchange Commission; and (n) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business. In light of the nature of the relief requested herein, the Debtors respectfully submit that no further notice is necessary.

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the related relief requested herein and such other and further relief as the Court deems appropriate.

Dated: January 17, 2014

*/s/ David R. Seligman, P.C.*

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*Counsel to Debtor Camino Energy Company  
and Conflicts Counsel to the other Debtors  
and Debtors in Possession*

**Exhibit A**

**Proposed Order**

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) )

**ORDER GRANTING DEBTORS' NINETEENTH OMNIBUS  
OBJECTION TO CERTAIN PROOFS OF CLAIM (CROSS-CASE  
DUPLICATE CLAIMS, WRONG DEBTOR CLAIM, LATE-FILED CLAIM,  
AMENDED AND SUPERSEDED CLAIMS, 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") reassigning or disallowing and expunging the Disputed Claims identified on Schedules 1–5 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 Cross-Case Duplicate Claims identified on Schedule 1 attached hereto are disallowed and expunged in their entirety; provided, however, this Order shall not affect the "Surviving Claims" identified on Schedule 1 attached hereto.
4. The Wrong Debtor Claim identified on Schedule 2 attached hereto are reassigned as a Claim against the "Correct Debtor" identified on Schedule 2 attached hereto.
5. The Late-Filed Claim identified on Schedule 3 attached hereto is expunged and disallowed in its entirety; provided, however, the expungement and disallowance of the Late-Filed Claim identified on Schedule 3 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.

6. The Amended and Superseded Claims identified on Schedule 4 attached hereto are expunged and disallowed in their entirety; provided, however, this Order shall not affect the "Surviving Claims" identified on Schedule 4 attached hereto.

7. The No Liability Claims identified on Schedule 5 attached hereto are disallowed and expunged in their entirety.

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

9. 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.

10. Each Claim and the objections by the Debtors to such Claim, as addressed in the Objection and set forth on Schedules 1-5 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.

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

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

Enter:

Dated:

United States Bankruptcy Judge

**Prepared by:**

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Counsel to Debtor Camino Energy Company  
and Conflicts Counsel to the other Debtors  
and Debtors in Possession

**Schedule 1**

**Cross-Case Duplicate Claims**

## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	COMMONWEALTH EDISON CO ATTN BANKRUPTCY SECTION 3 LINCOLN CENTER OAKBROOK TERRACE, IL 60181  Date Filed: 06/17/13 Debtor: Edison Mission Energy	1720	Unsecured: \$342,751.31	COMMONWEALTH EDISON CO ATTN BANKRUPTCY SECTION 3 LINCOLN CENTER OAKBROOK TERRACE, IL 60181  Date Filed: 06/17/13 Debtor: Midwest Generation, LLC	1721	Unsecured: \$342,751.31	Pg. 5
2	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTENTION: MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Midwest Holdings Co.	1293	Unsecured: \$20,147,887.86*	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1294	Unsecured: \$20,147,887.86*	Pg. 5
3	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Energy	1295	Unsecured: \$20,147,887.86*	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1294	Unsecured: \$20,147,887.86*	Pg. 5
4	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Midwest Holdings Co.	1296	Unsecured: Unliquidated	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1298	Unsecured: Unliquidated	Pg. 5
5	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation EME, LLC	1297	Unsecured: Unliquidated	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1298	Unsecured: Unliquidated	Pg. 5
6	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Energy	1299	Unsecured: Unliquidated	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1298	Unsecured: Unliquidated	Pg. 5

## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	
7	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Energy	1301	Unsecured: Unliquidated	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1300	Unsecured: Unliquidated	Pg. 5
8	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Edison Mission Energy	1303	Unsecured: \$98,098.66*	COMMONWEALTH EDISON COMPANY C/O SIDLEY AUSTIN LLP ATTN MICHAEL GUSTAFSON ONE SOUTH DEARBORN CHICAGO, IL 60603  Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1302	Unsecured: \$98,098.66*	Pg. 5
9	CONTRARIAN FUNDS, LLC ATTN ALISA MUMOLA 411 WEST PUTNAM AVE., STE 425 GREENWICH, CT 06830  Date Filed: 09/11/13 Debtor: Midwest Generation Procurement Services, LLC	1877-B**	Unsecured: \$421,448.16	CONTRARIAN FUNDS, LLC ATTN ALISA MUMOLA 411 WEST PUTNAM AVE., STE 425 GREENWICH, CT 06830  Date Filed: 09/11/13 Debtor: Midwest Generation Procurement Services, LLC	1876-B**	Unsecured: \$421,448.16	Pg. 5
10	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Midwest Finance Corp.	1816	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
11	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Midwest Holdings Co.	1817	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5

## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	
12	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Holdings Co.	1818	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
13	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Fuel Transportation, Inc.	1819	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
14	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Fuel Resources, Inc.	1820	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
15	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Camino Energy Company	1821	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
16	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy Fuel Services, LLC	1822	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5

## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	
17	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Chestnut Ridge Energy Company	1823	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: EME Homer City Generation L.P.	1997	Unsecured: \$8,835,134.00*	Pg. 5
18	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Midwest Generation, LLC	1825	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
19	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Midwest Generation EME, LLC	1826	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
20	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Midwest Generation Procurement Services, LLC	1827	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
21	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Midwest Peaker Holdings, Inc.	1828	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5

## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	
22	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Mission Energy Westside, Inc.	1829	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: EME Homer City Generation L.P.	1997	Unsecured: \$8,835,134.00*	Pg. 5
23	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: San Joaquin Energy Company	1830	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
24	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Southern Sierra Energy Company	1831	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
25	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Western Sierra Energy Company	1832	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 07/12/13 Debtor: Edison Mission Energy	1824	Unsecured: \$8,835,134.00*	Pg. 5
26	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: Homer City Property Holdings, Inc.	1995	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: EME Homer City Generation L.P.	1997	Unsecured: \$8,835,134.00*	Pg. 5



## Schedule 1 - Cross Case Duplicate Claims

**Nineteenth 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	
27	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: Edison Mission Finance, Co.	1996	Unsecured: \$8,835,134.00*	LIBERTY MUTUAL INSURANCE COMPANY C/O LEO & WEBER PC ATTN T SCOTT LEO ONE N LASALLE ST STE 3600 CHICAGO, IL 60602  Date Filed: 10/29/13 Debtor: EME Homer City Generation L.P.	1997	Unsecured: \$8,835,134.00*	Pg. 5
28	SCHIFF HARDIN LLP ATTN JASON M TORF 233 S WACKER DR STE 6600 CHICAGO, IL 60606  Date Filed: 06/17/13 Debtor: Midwest Generation EME, LLC	1616	Unsecured: \$118,870.64	SCHIFF HARDIN LLP ATTN JASON M TORF 233 S WACKER DR STE 6600 CHICAGO, IL 60606  Date Filed: 06/17/13 Debtor: Midwest Generation, LLC	1617	Unsecured: \$118,870.64	Pg. 5

**Total: \$200,309,356.49**

\* Denotes an unliquidated component.

\*\* Claimant owns all or part of a claim subject to a final claim transfer. In instances of a partial transfer, additional holders of a claim are listed separately on this exhibit in alphabetical order.

**Schedule 2**

**Wrong Debtor Claim**

### Schedule 2 - Wrong Debtor Claims

Nineteenth Omnibus Objection to Claims

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

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE REASSIGNED					OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	CLAIMED DEBTOR	REASSIGNED DEBTOR	
1	AMERICAN INFOSOURCE LP AS AGENT FOR T MOBILE/T MOBILE USA INC PO BOX 248848 OKLAHOMA CITY, OK 73124  Date Filed: 12/30/13	2030	Unsecured: \$143.96	Midwest Generation EME, LLC	Edison Mission Energy	Pgs. 5-6

**Total: \$143.96**

**Schedule 3**

**Late-Filed Claim**

## Schedule 3 - Late Filed Claims

**Nineteenth 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	ALLTRANSTEK, LLC 1101 W. 31ST STREET SUITE 200 DOWNERS GROVE, IL 60515  Date Filed: 12/20/13 Debtor: Midwest Generation, LLC	2025	Unsecured: \$9,718.31	Pg. 6

**Total: \$9,718.31**

**Schedule 4**

**Amended and Superseded Claims**

## Schedule 4 - Amended & Superseded Claims

Nineteenth 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	AMERICAN INFOSOURCE LP AS AGENT FOR T MOBILE/T-MOBILE USA INC PO BOX 248848 OKLAHOMA CITY, OK 73124  Date Filed: 02/15/13 Debtor: Midwest Generation EME, LLC	13	Unsecured: \$223.94	AMERICAN INFOSOURCE LP AS AGENT FOR T MOBILE/T MOBILE USA INC PO BOX 248848 OKLAHOMA CITY, OK 73124  Date Filed: 12/30/13 Debtor: Midwest Generation EME, LLC	2030	Unsecured: \$143.96	Pgs. 6-7
2	CLAIMS RECOVERY GROUP LLC AS ASSIGNEE OF AMERISTATE SAFETY & INSULATION SUPPLIES & SERVICES 92 UNION AVENUE CRESSKILL, NJ 07626  Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1415	503(b)(9): \$9,033.39 Unsecured: \$7,867.96	CLAIMS RECOVERY GROUP LLC (AS ASSIGNEE OF AMERISAFE SAFETY & INSULATION SUPPLIES & SERVICES) 92 UNION AVE CRESSKILL, NJ 07626  Date Filed: 12/14/13 Debtor: Midwest Generation, LLC	2022	503(b)(9): \$6,391.15 Unsecured: \$7,774.29	Pgs. 6-7
3	COMMERCIAL TESTING & ENGINEERING CO. ATTN: SALES MANAGER 1919 S HIGHLAND AVE SUITE 210-B LOMBARD, IL 60148  Date Filed: 06/17/13 Debtor: Midwest Generation, LLC	1571	Unsecured: \$47,512.13	SGS NORTH AMERICA INC FORMERLY COMMERCIAL TESTING & ENGINEERING CO 1919 S HIGHLAND AVE LOMBARD, IL 60148  Date Filed: 12/09/13 Debtor: Midwest Generation, LLC	2020	Unsecured: \$38,893.62	Pgs. 6-7
4	ILLINOIS BELL TELEPHONE COMPANY C/O AT&T SERVICES INC ATTN KAREN A CAVAGNARO, LEAD PARALEGAL ONE AT&T WAY RM 3A104 BEDMINSTER, NJ 07921  Date Filed: 06/17/13 Debtor: Edison Mission Energy	1714	Unsecured: \$2,572.26	ILLINOIS BELL TELEPHONE COMPANY C/O AT&T SERVICES INC ATTN KAREN A CAVAGNARO, LEAD PARALEGAL ONE AT&T WAY RM 3A104 BEDMINSTER, NJ 07921  Date Filed: 12/19/13 Debtor: Edison Mission Energy	2024	Unsecured: \$792.34	Pgs. 6-7
5	MAGID GLOVE & SAFETY MFG CO 2060 N KOLMAR AVE CHICAGO, IL 60639  Date Filed: 06/04/13 Debtor: Midwest Generation, LLC	946	Unsecured: \$1,649.40	MAGID GLOVE & SAFETY MFG CO 2060 N KOLMAR AVE CHICAGO, IL 60639  Date Filed: 12/27/13 Debtor: Midwest Generation, LLC	2029	Unsecured: \$1,631.66	Pgs. 6-7
6	OVERMYER, DOUGLAS D & ELIZABETH C 1817 SAN PEDRO AVE BERKELEY, CA 94707  Date Filed: 05/14/13 Debtor: Edison Mission Energy	606	Unsecured: \$10,000.00	DOUGLAS D OVERMYER & ELIZABETH C OVERMYER JTWROS 1817 SAN PEDRO AVE BERKELEY, CA 94707  Date Filed: 05/22/13 Debtor: Edison Mission Energy	788	Priority: \$10,000.00	Pgs. 6-7

## Schedule 4 - Amended & Superseded Claims

Nineteenth 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	
7	PATTEN INDUSTRIES INC C/O RYD LAW GROUP PC 1900 SPRING RD STE 216 OAK BROOK, IL 60523  Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1408	Unsecured: \$482,541.68	PATTEN INDUSTRIES INC C/O RYD LAW GROUP PC 1900 SPRING RD STE 216 OAK BROOK, IL 60523  Date Filed: 01/07/14 Debtor: Midwest Generation, LLC	2031	Unsecured: \$461,886.25	Pgs. 6-7
8	PENNSYLVANIA DEPARTMENT OF REVENUE BANKRUPTCY DIVISION PO BOX 280946 HARRISBURG, PA 17128  Date Filed: 10/15/13 Debtor: Edison Mission Energy	1958	Priority: \$55,327.71 Unsecured: \$2,165.06	PENNSYLVANIA DEPARTMENT OF REVENUE BANKRUPTCY DIVISION PO BOX 280946 HARRISBURG, PA 17128  Date Filed: 12/17/13 Debtor: EME Homer City Generation L.P.	2027	Priority: \$54,727.71 Unsecured: \$2,137.06	Pgs. 6-7
9	PROGRESS RAIL SERVICES CORPORATION C/O WINSTEAD PC ATTN ELI COLUMBUS 500 WINSTEAD BUILDING 2728 N HARWOOD ST DALLAS, TX 75201  Date Filed: 06/14/13 Debtor: Midwest Generation EME, LLC	1436	503(b)(9): \$47,751.10 Unsecured: \$81,425.15*	PROGRESS RAIL SERVICES CORPORATION C/O WINSTEAD PC ATTN ELI COLUMBUS 2728 N HARWOOD ST DALLAS, TX 75201  Date Filed: 12/09/13 Debtor: Midwest Generation, LLC	2021	503(b)(9): \$47,751.10 Unsecured: \$81,425.15*	Pgs. 6-7
10	RAILWORKS TRACK SERVICES, INC. 512 TWIN RAIL DRIVE SUITE 400 MINOOKA, IL 60447  Date Filed: 08/15/13 Debtor: Midwest Generation, LLC	1848	503(b)(9): \$21,635.00 Unsecured: \$27,910.46	RAILWORKS TRACK SERVICES INC 512 TWIN RAIL DR STE 400 MINOOKA, IL 60447  Date Filed: 12/23/13 Debtor: Midwest Generation, LLC	2026	Unsecured: \$49,545.46	Pgs. 6-7
11	WASTE MANAGEMENT C/O JACQUOLYN MILLS 1001 FANNIN ST STE 4000 HOUSTON, TX 77002  Date Filed: 05/02/13 Debtor: Edison Mission Energy	307	Unsecured: \$46,417.14	WASTE MANAGEMENT C/O JACQUOLYN MILLS 1001 FANNIN ST STE 4000 HOUSTON, TX 77002  Date Filed: 12/16/13 Debtor: Midwest Generation, LLC	2023	Unsecured: \$44,590.99	Pgs. 6-7

**Total: \$844,032.38**

\* Denotes an unliquidated component.



**Schedule 5**

**No Liability Claims**

## Schedule 5 - No Liability Claims

**Nineteenth 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	GARLS, KENNETH C 1211 TIMBER LN PEKIN, IL 61554  Date Filed: 06/17/13 Debtor: Midwest Generation EME, LLC	1598	Unsecured: \$111,372.22	Pg. 7
2	PEABODY ENERGY CORPORATION C/O THOMPSON COBURN LLP ATTN DAVID D. FARRELL ONE US BANK PLAZA, SUITE 3200 SAINT LOUIS, MO 63101  Date Filed: 06/17/13 Debtor: Edison Mission Energy	1659	Unsecured: Unliquidated	Pg. 7
3	THOMAS, PATRICK C/O STRONG LAW OFFICE ATTN: ED PRILL 3100 N KNOXVILLE AVENUE PEORIA, IL 61603  Date Filed: 05/28/13 Debtor: Midwest Generation EME, LLC	828	Unsecured: Unliquidated	Pg. 7
4	WELLS, WILLIAM C/O GOLDBERG, WISEMAN & CAIRO ATTN: PHIL TURCY ONE E. WACKER DRIVE, 38TH FLOOR CHICAGO, IL 60601  Date Filed: 05/11/13 Debtor: Midwest Generation, LLC	567	Priority: Unliquidated	Pg. 7

**Total: \$111,372.22**