

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)
))	

**DECLARATION OF AARON MOSS IN SUPPORT 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CLAIM, AMENDED AND SUPERSEDED CLAIMS, AND NO LIABILITY CLAIMS)**

I, Aaron Moss, declare as follows:

1. I am Vice President and Controller of Debtor Edison Mission Energy (“EME”) and certain of the other above-captioned debtors and debtors in possession (collectively, the “Debtors”). I submit this declaration (this “Declaration”) in support of the *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Objection to Certain Proofs of Claim (Cross-Case Duplicate Claims, Wrong Debtor Claim, Late-Filed Claim, Amended and Superseded Claims, and No Liability Claims)* (the “Objection”).²

2. Except where specifically noted, the statements in this Declaration are based on my personal knowledge, information supplied or verified by employees or advisors of the

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 All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

Debtors that I supervise, my review of relevant documents, or my opinion based upon my experience and knowledge of the Debtors' operations and financial condition. If I were called upon to testify, I could and would testify competently to the facts set forth herein. I am authorized to submit this Declaration on behalf of the Debtors.

Background

3. In my current position as Vice President and Controller, I am generally familiar with the Debtors' day-to-day operations, financing arrangements, business affairs, and books and records that reflect, among other things, the Debtors' liabilities and the amounts owed to creditors as of the Petition Date.

4. The Debtors and their advisors are continuing to review the proofs of claim (collectively, the "Claims"), 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. In connection with preparation of the Objection, I: (a) oversaw the review of (i) the claims register maintained by the Debtors' notice and claims agent, during which time individuals under my supervision identified Claims that should be allowed, disallowed, expunged, reclassified, or reduced and (ii) the books and records with respect to the Claims described in the Objection; (b) approved the inclusion of the Claims in the Objection; (c) reviewed the Objection and the proposed form of order attached thereto as **Exhibit A**; and (d) reviewed and approved the information contained on **Schedules 1-5** to **Exhibit A** attached to the Objection and the justifications set forth therein. Accordingly, I am familiar with the information contained in the Objection.

The Disputed Claims

I. Cross-Case Duplicate Claims

5. To the best of my knowledge, information, and belief, I have determined that each Cross-Case Duplicate Claim identified on **Schedule 1** to **Exhibit A** duplicates other Claims asserted against other Debtors on account of the same liability and in the same amount, despite the relevant claimant 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. I believe that the failure to disallow and expunge the Cross-Case Duplicate Claims could result in the relevant claimants receiving multiple recoveries against the Debtors, to the detriment of other similarly-situated creditors. Moreover, I believe that the elimination of the Cross-Case Duplicate Claims will enable the Debtors to maintain a more accurate claims register. Accordingly, I believe that the Court should enter an order expunging and disallowing the Cross-Case Duplicate Claims identified on **Schedule 1** to **Exhibit A** to the Objection in their entirety.

II. Wrong Debtor Claim

6. To the best of my knowledge, information, and belief, I have determined that the Wrong Debtor Claim listed on **Schedule 2** to **Exhibit A** to the Objection is asserted against the wrong (and inappropriate) Debtor. Failure to reassign the Wrong Debtor Claim could result in the relevant claimant receiving an unwarranted recovery against the Debtors, to the detriment of other similarly-situated creditors. Accordingly, I believe that the Court should reassign the Wrong Debtor Claim as a Claim against the "Correct Debtor" identified on **Schedule 2** to **Exhibit A** to the Objection.

III. Late-Filed Claim

7. To the best of my knowledge, information, and belief, I have determined that the Late-Filed Claim identified on **Schedule 3** to **Exhibit A** to the Objection (a) was subject to the

General Bar Date and (b) was filed after the General Bar Date. Moreover, I understand that the claimant asserting the Late-Filed Claim was timely served with the Bar Date Notice and, therefore, had adequate notice of the General Bar Date. Accordingly, I believe that the Court should enter an order expunging and disallowing the Late-Filed Claim identified on Schedule 3 to Exhibit A to the Objection in their entirety.

IV. Amended and Superseded Claims

8. To the best of my knowledge, information, and belief, I have determined that each Amended and Superseded Claim identified on Schedule 4 to Exhibit A to the Objection was amended and replaced by the applicable “Surviving Claim” identified on Schedule 4 to Exhibit A to the Objection. To allow both the Amended and Superseded Claims and the Surviving Claims to remain on the claims register would be duplicative and would lead to multiple recoveries on a single Claim. Accordingly, I believe that the Court should enter an order expunging and disallowing the Amended and Superseded Claims identified on Schedule 4 to Exhibit A to the Objection in their entirety.

V. No Liability Claims

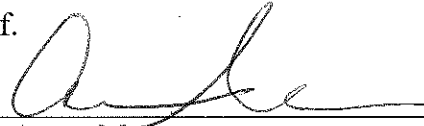
9. To the best of my knowledge, information, and belief, I have determined that each No Liability Claim identified on Schedule 5 to Exhibit A to the Objection is not reflected in any manner in the Debtors’ books and records. More specifically, to the best of my knowledge, information, and belief, I have determined that:

- 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 settled all workers-compensation claims related to Claims 567, 828, and 1598.

10. Failure to disallow and expunge the No Liability Claims could result in the applicable claimants receiving an unwarranted recovery against the Debtors, to the detriment of other similarly situated creditors. Accordingly, I believe that the Court should enter an order expunging and disallowing the No Liability Claims identified on Schedule 5 to Exhibit A to the Objection in their entirety.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: January 17, 2014

A handwritten signature in black ink, appearing to read 'Aaron Moss', is written over a horizontal line.

Aaron Moss
Vice President and Controller
Edison Mission Energy