

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’ TWENTY-FIRST OMNIBUS OBJECTION TO
CERTAIN PROOFS OF CLAIM (AMENDED AND SUPERSEDED
CLAIMS, LATE-FILED 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(this “Declaration”) in support of the *Debtors’ Twenty-First Omnibus Objection to Certain Proofs of Claim (Amended and Superseded Claims, Late-Filed Claims, and No-Liability Claims)* (the “Objection”).²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 in this Declaration has 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 disallowed and expunged 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 1-3** 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. Amended and Superseded Claims

5. To the best of my knowledge, information, and belief, I have determined that each Amended and Superseded Claim identified on Schedule 1 to Exhibit A to the Objection was amended and replaced by the applicable “Surviving Claim” identified on Schedule 1 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 each Amended and Superseded Claim identified on Schedule 1 to Exhibit A to the Objection in its entirety.

II. Late-Filed Claims

6. To the best of my knowledge, information, and belief, I have determined that each Late-Filed Claim identified on Schedule 2 to Exhibit A to the Objection (a) was subject to the General Bar Date and (b) was filed after the General Bar Date. Accordingly, I believe that the Court should enter an order expunging and disallowing each Late-Filed Claim identified on Schedule 2 to Exhibit A to the Objection in their entirety.

III. No-Liability Claims

7. To the best of my knowledge, information, and belief, I have determined that the No-Liability Claims identified on Schedule 3 to Exhibit A to the Objection are 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 the following.

- a. On January 20, 2014, an arbitrator dismissed an arbitration proceeding commenced by the International Brotherhood of Electrical Workers Local 15 against Midwest Generation, LLC that formed the basis of the Claim 740.

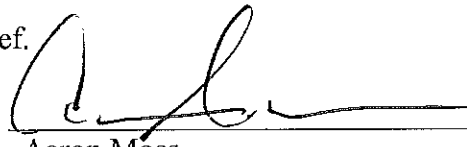
- b. Claim Nos. 432 and 630 asserted workers compensation claims against Midwest Generation, LLC. Midwest Generation, LLC subsequently resolved the underlying workers' compensation claims in accordance with the applicable workers' compensation policies.

8. Failure to disallow and expunge each No-Liability Claim could result in the applicable claimant 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 3** to **Exhibit A** to the Objection in their entirety.

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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: February 4, 2014

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

Aaron Moss
Vice President and Controller
Edison Mission Energy