

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. 2219**

**ORDER GRANTING DEBTORS' TWENTY SECOND  
OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM  
(AMENDED AND SUPERSEDED CLAIMS, NO LIABILITY CLAIMS, WRONG-  
DEBTOR CLAIMS, CLAIM TO BE ADJUSTED, AND LATE-FILED 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") expunging and disallowing, reassigning, or adjusting as applicable, each Disputed Claim identified on Schedules 1-5 attached to this Order pursuant to sections 502 and 1106(a)(1) of the Bankruptcy Code, Bankruptcy Rule 3007, Local Bankruptcy 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 under 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding under 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 under 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 in the Objection 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 in this Order; 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 in this Order. Capitalized terms used but not otherwise defined herein will 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 Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.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. Each Amended and Superseded Claim identified on Schedule 1 attached to hereto is expunged and disallowed in its entirety; provided, however, this Order will not affect any "Surviving Claim" identified on Schedule 1 attached hereto.
4. Each No Liability Claim identified on Schedule 2 attached to this Order is disallowed and expunged in its entirety.
5. Each Wrong-Debtor Claim identified on Schedule 3 attached hereto is reassigned as a Claim

against the applicable "Correct Debtor" identified on Schedule 3 attached hereto.

6. The amount of the Claim to Be Adjusted is reduced to the amount identified in the column labeled as "Modified Amount" in Schedule 4 attached hereto.

7. Each Late-Filed Claim identified on Schedule 5 attached hereto is expunged and disallowed in its entirety; provided, however, the expungement and disallowance of the Late-Filed Claims identified on Schedule 5 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.

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 will be construed as: (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, constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be treated as 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 will only apply to the contested matter that involves that claimant and will not act to stay the applicability 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:

J. Cox *Jacqueline P. Cox*

United States Bankruptcy Judge

Dated: 4-16-14

**Prepared by:**

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and Debtors in Possession

**Schedule 1**

**Amended and Superseded Claims**

## Schedule 1 - Amended & Superseded Claims

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

Twenty-Second Omnibus Objection to Claims

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	ABB, INC. 29801 EUCLID AVE WICKLIFFE, OH 44092  Date Filed: 06/12/13 Debtor: Midwest Generation, LLC	1244	Unsecured: \$166,619.48	ABB INC 29801 EUCLID AVE WICKLIFFE, OH 44092  Date Filed: 02/05/14 Debtor: Midwest Generation, LLC	2041	Unsecured: \$103,462.04	pgs. 4-5
2	FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812	886	Secured: Unliquidated Priority: \$2,163,235.48 Unsecured: \$469,302.60	FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812	2043	Priority: \$2,001,360.58 Unsecured: \$345,494.38	pgs. 4-5
3	Date Filed: 05/31/13 Debtor: Edison Mission Energy	888	Secured: Unliquidated Priority: \$1,823,290.59 Unsecured: \$436,582.00	Date Filed: 02/21/14 Debtor: Edison Mission Energy	2045	Secured: Unliquidated Priority: \$1,821,019.53 Unsecured: \$288,646.80	pgs. 4-5
4	Date Filed: 05/31/13 Debtor: Western Sierra Energy Company	889	Secured: Unliquidated Priority: \$2,803,531.44 Unsecured: \$604,405.80	Date Filed: 02/21/14 Debtor: Western Sierra Energy Company	2048	Priority: \$3,260,526.65 Unsecured: \$502,905.18	pgs. 4-5
5	Date Filed: 05/31/13 Debtor: Camino Energy Company	890	Secured: Unliquidated Priority: \$1,380,877.46 Unsecured: \$375,019.20	Date Filed: 02/21/14 Debtor: Camino Energy Company	2046	Secured: Unliquidated Priority: \$2,270,303.53 Unsecured: \$344,839.40	pgs. 4-5
6	Date Filed: 05/31/13 Debtor: Southern Sierra Energy Company	893	Secured: Unliquidated Priority: \$1,444,948.41 Unsecured: \$313,036.40	Date Filed: 02/21/14 Debtor: Southern Sierra Energy Company	2047	Priority: \$1,581,976.66 Unsecured: \$247,816.23	pgs. 4-5

## Schedule 1 - Amended & Superseded Claims

Twenty-Second 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
	CLAIM NO.	NAME	CLAIM NO.	NAME	
7	1956	FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812 Date Filed: 10/18/13 Debtor: Edison Mission Finance, Co.	2044	FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812 Date Filed: 02/21/14 Debtor: Edison Mission Finance, Co.	pgs. 4-5
		<b>Total:</b>		<b>Total:</b>	

**\$12,212,017.51**

**\$13,000,707.26**

**Schedule 2**

**No-Liability Claims**

## Schedule 2 - No Liability Claims

Twenty-Second 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	CALIFORNIA POWER EXCHANGE CORPORATION ("CALPX") ATTN SUSAN ROSSI MANAGING DIRECTOR LEGAL & REGULATORY AFFAIRS 201 SOUTH LAKE AVENUE SUITE 409 PASADENA, CA 91101  Date Filed: 06/07/13 Debtor: Edison Mission Energy	1078	Unsecured: Unliquidated  <p style="text-align: center;"><u>Adjourned to</u> <u>May 21, 2014 hearing</u></p>	pgs. 5-6
2	DOGA ENERJI URETIM SANAYI VE TICARET LTD SIRKETI ESENKENT MAHALLESİ ENVERPASA CADDESİ SEMERLAND KONAKLARI NO:3 A1 BLOCK D:1 ESENYURT ISTANBUL TURKEY  Date Filed: 06/07/13 Debtor: Edison Mission Energy	1211	Unsecured: Unliquidated	pgs. 5-6
3	LANDSTAR RANGER ATTN DAWN BOWERS 13410 SUTTON PARK DR S JACKSONVILLE, FL 32224  Date Filed: 02/24/14 Debtor: Midwest Generation, LLC	2049	Unsecured: \$1,750.00	pgs. 5-6
4	NEW YORK STATE ELECTRIC & GAS CORPORATION ATTN MARK DOLAN, SECRETARY 4500 VESTAL PKWY E BINGHAMTON, NY 13902  Date Filed: 06/13/13 Debtor: EME Homer City Generation L.P.	1317	Unsecured: Unliquidated  <p style="text-align: center;"><u>Adjourned to</u> <u>May 21, 2014 hearing</u></p>	pgs. 5-6
5	NEW YORK STATE ELECTRIC & GAS CORPORATION ATTN MARK DOLAN 4500 VESTAL PARKWAY EAST BINGHAMTON, NY 13902  Date Filed: 06/13/13 Debtor: Mission Energy Westside, Inc.	1315	Unsecured: Unliquidated  <p style="text-align: center;"><u>Adjourned to</u> <u>May 21, 2014 hearing</u></p>	pgs. 5-6



## Schedule 2 - No Liability Claims

Twenty-Second 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	
6	NEW YORK STATE ELECTRIC & GAS CORPORATION ATTN MARK DOLAN 4500 VESTAL PARKWAY EAST BINGHAMTON, NY 13902  Date Filed: 06/13/13 Debtor: Edison Mission Energy	1316	Unsecured: Unliquidated  <u>Adjourned to</u> <u>May 21, 2014 hearing</u>	pgs. 5-6
7	GEORGE PARSONS 412 PARKVIEW DRIVE WASHINGTON, IL 61571  Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1364	Unsecured: \$3,410.75	pgs. 5-6
8	PEABODY COALSALES LLC 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: Midwest Generation, LLC	1658	503(b)(9): \$702,140.27 Unsecured: \$88,102.00	pgs. 5-6
9	PENNSYLVANIA ELECTRIC COMPANY C/O FIRSTENERGY CORP ATTN DAVID S WINSTON, MANAGING COUNSEL 76 S MAIN ST AKRON, OH 44308  Date Filed: 09/13/13 Debtor: Edison Mission Energy	1894	Unsecured: Unliquidated	pgs. 5-6
10	PENNSYLVANIA ELECTRIC COMPANY C/O FIRSTENERGY CORP ATTN DAVID S WINSTON, MANAGING COUNSEL 76 S MAIN ST AKRON, OH 44308  Date Filed: 09/13/13 Debtor: Mission Energy Westside, Inc.	1895	Unsecured: Unliquidated	pgs. 5-6

## Schedule 2 - No Liability Claims

Twenty-Second 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	
11	PENNSYLVANIA ELECTRIC COMPANY C/O FIRSTENERGY CORP ATTN DAVID S WINSTON, MANAGING COUNSEL 76 S MAIN ST AKRON, OH 44308  Date Filed: 09/13/13 Debtor: EME Homer City Generation L.P.	1896	Unsecured: Unliquidated	pgs. 5-6
12	MICHAEL PHILIP 10404 S 51ST CT OAK LAWN, IL 60453  Date Filed: 06/08/13 Debtor: Midwest Generation EME, LLC	1091	Unsecured: \$42,601.92	pgs. 5-6
13	UNITED STATES EPA C/O US DEPT OF JUSTICE ATTN KATHERINE VANDERHOOK-GOMEZ 601 0 ST NW WASHINGTON, DC 20004  Date Filed: 10/25/13 Debtor: EME Homer City Generation L.P.	1961	Unsecured: Unliquidated	pgs. 5-6

**Total: \$838,004.94**

**Schedule 3**

**Wrong-Debtor Claims**

### Schedule 3 - Wrong Debtor Claims

Twenty-Second Omnibus Objection to Claims

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

Note: Claimants are listed alphabetically.

SEQ NO.	NAME	CLAIM(S) TO BE REASSIGNED			CLAIMED DEBTOR	REASSIGNED DEBTOR	OBJECTION PAGE NO. REFERENCE
		CLAIM NO.	CLAIM AMOUNT				
1	ELECTRIC POWER GENERATION ASSOCIATION 417 WALNUT ST FL 3 HARRISBURG, PA 17101  Date Filed: 06/17/13	1699	Unsecured: \$72,240.00		Midwest Generation EME, LLC	Edison Mission Energy	pg. 6
2	LAKELAND LARSON ELEVATOR ATTN: WILLIAM J. KOWALKE, SECRETARY 731 MCALISTER WAUKEGAN, IL 60085  Date Filed: 05/22/13	790	Unsecured: \$8,435.85		Midwest Generation EME, LLC	Midwest Generation, LLC	pg. 6

**Total: \$80,675.85**

**Schedule 4**

**Claim to Be Adjusted**

## Schedule 4 - Claim to be Adjusted

Twenty-Second Omnibus Objection to Claims

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

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE MODIFIED			MODIFIED AMOUNT	OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIMED AMOUNT		
1	INDUSTRIAL TOOL PRODUCTS INC 919 N CENTRAL (ITP INC) WOOD DALE, IL 60191  Date Filed: 11/15/13 Debtor: Midwest Generation, LLC	2009	503(b)(9): \$630.87 Unsecured: \$5,732.00	503(b)(9): \$630.87 Unsecured: \$5,489.28	pgs. 6-7
<b>Total:</b>			<b>\$6,362.87</b>	<b>\$6,120.15</b>	

**Schedule 5**

**Late-Filed Claims**

## Schedule 5 - Late Filed Claims

Twenty-Second 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	JOANNE C WHITE IRREVOCABLE TRUST 2-15-2013 ATTN ROGER J WHITE 2116 WESTBORO AVE ALHAMBRA, CA 91803  Date Filed: 02/27/14 Debtor: Edison Mission Energy	2050	Secured: \$20,000.00	pg. 7
2	ROGER J WHITE REVOCABLE TRUST 2-15-2013 ATTN ROGER J WHITE 2116 WESTBORO AVE ALHAMBRA, CA 91803  Date Filed: 02/27/14 Debtor: Edison Mission Energy	2051	Secured: \$10,000.00	pg. 7

**Total: \$30,000.00**