

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

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

NOTICE OF THE PURCHASER PARTIES’ TWENTY-FIFTH OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM (NO-LIABILITY CLAIMS)

PLEASE TAKE NOTICE that on the **18th day of June, 2014, at 10:30 a.m. (Central Time)** or as soon thereafter as counsel may be heard, NRG Energy Holdings Inc., and the Post-Effective Date Debtor Subsidiaries² (collectively, the “Purchaser Parties”) will 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 *Purchaser Parties’ Twenty-Fifth Omnibus Objection to Certain Proofs of Claim (No-Liability Claims)* (the “Objection”).

PLEASE TAKE FURTHER NOTICE that any objection to the Objection must be filed with the Court, and served so as to be actually received by each of the following entities, by **June 9, 2014, at 4:00 p.m. (Central Time)**: (a) counsel to the Purchaser Parties; (b) counsel to the Reorganization Trust; and (c) the Office of the U.S. Trustee for the Northern District of Illinois.

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 notice and claims agent for these chapter 11 cases, available at 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 in accordance with the procedures and fees set forth therein.

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 the Reorganization Trust’s service address is: 3 MacArthur Place, Suite 100, Santa Ana, California 92707.

² Capitalized terms used but not otherwise defined in the Objection will have the meanings ascribed to them in the *Debtors’ Third Amended Joint Chapter 11 Plan of Reorganization (with Technical Modifications)*, as confirmed, filed on March 11, 2014 [Docket No. 2206-1].

Dated: May 19, 2014

Respectfully submitted,

By: /s/ Joseph D. Frank
One of their attorneys

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Counsel to NRG Energy Holdings Inc. and the
Post-Effective Date Debtor Subsidiaries

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

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

PURCHASER PARTIES’ TWENTY-FIFTH² OMNIBUS OBJECTION TO CERTAIN PROOFS OF CLAIM (NO-LIABILITY CLAIMS)

NRG Energy Holdings Inc. (“NRG”) and the Post-Effective Date Debtor Subsidiaries³ (collectively, the “Purchaser Parties”), respectively as successors-in-interest or reorganized debtors with respect to certain claims against Edison Mission Energy (“EME”) and certain of its debtor affiliates (together with EME, the “Debtors”), object as follows:

RELIEF REQUESTED

1. The Purchaser Parties seek entry of an order, substantially in the form attached hereto as Exhibit A, expunging and disallowing each claim identified on Schedule 1 to the proposed order (each a “Paid Cure Cost-Related Claim”) in its entirety because each such Paid

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 the Reorganization Trust’s service address is: 3 MacArthur Place, Suite 100, Santa Ana, California 92707.

² Although this is the first omnibus claims objection filed by the Purchaser Parties, it has been captioned in sequential order with the previous omnibus objections filed by the Debtors and their other successor-in-interest with respect to certain claims, the Reorganized Trust, in accordance with the Court-approved omnibus procedures for filing and resolving objections to Claims. See Docket No. 1022.

³ Capitalized terms used but not otherwise defined in this Objection will have the meanings ascribed to them in the Plan (as defined herein).

Cure Cost-Related Claim relates to a debt that has been: (i) superseded by an acknowledged cure claim relating to one or more executory contracts and/or unexpired leases that have been assumed by the Debtors; and (ii) satisfied in full by the Purchaser Parties by payment of the allowed Cure Costs in accordance with the Plan. In support of this Objection, the Purchaser Parties submit the Declaration of Emily S. Gottlieb (the "Gottlieb 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 under 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 under 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested in this Objection 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 Bankruptcy Rules").

BACKGROUND

5. On December 17, 2012, certain of the Debtors filed petitions with the Court under chapter 11 of the Bankruptcy Code.⁴ The Court approved procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b) [Docket Nos. 115, 154, 780].

⁴ For the purposes of this Objection, dates exclusively concerning later-filing Debtors EME Homer City Generation L.P., Edison Mission Westside, Inc., and Homer City Property Holdings, who were not acquired by NRG on the Effective Date, are not relevant and are, therefore, not addressed herein.

6. On March 6, 2014, the Debtors filed the *Debtor's Third Amended Joint Chapter 11 Plan of Reorganization (with Technical Modifications)* [Docket No. 2187] (together with all additional modifications, the "Plan").⁵

7. On March 11, 2014, the Court entered an order [Docket No. 2206] confirming the Plan (the "Confirmation Order").

8. On April 1, 2014, the Effective Date of the Plan occurred. Among other things, the Purchaser Parties consummated a sale of substantially all of EME's assets to NRG pursuant to an Asset Purchase Agreement dated October 18, 2013 between such parties (the "APA")⁶ and the Confirmation Order, as provided for in Article IV.B. of the Plan. In addition to acquiring the equity interest in the Post-Effective Date Debtor Subsidiaries, NRG assumed certain liabilities pursuant and subject to the terms of the APA and Plan, including the responsibility for resolving and paying certain Claims, as further described in section 1.6 of the APA and Article III of the Plan.⁷

9. Also pursuant to the Plan and APA, the Debtors assumed, and in some cases assigned, certain executory contracts and unexpired leases. The Debtors filed a Schedule of Assumed Executory Contracts and Unexpired Leases,⁸ provided notice to the counterparties to these contracts and leases of their intent to assume and/or assign the contract or lease, provided notice to such parties of the proposed cure amounts, and gave all parties in interest the opportunity to object.

⁵ Capitalized terms used but not otherwise defined in this Objection will have the meanings ascribed to them in the Plan.

⁶ An executed copy of the APA is available on the Court's docket in these cases [Docket No. 1424].

⁷ All references in this Objection to the assumption of liability for any claims against the Debtors are subject to the terms of the APA and the Plan. Nothing in this Objection or the relief requested by this Objection is intended to, and nothing shall be construed to, modify the Plan or the APA. Accordingly, nothing contained in this Objection or the relief requested by this Objection modifies any of the rights, defenses, or counterclaims of Purchaser Parties, the Acquired Companies or the Reorganized Trust with respect to any liabilities asserted in the proofs of claim on **Schedule 1** to the proposed order.

⁸ See Docket No. 2318.

10. Pursuant to Article V.D of the Plan, the Purchaser Parties have now paid the allowed Cure Costs associated with the Assumed Executory Contracts and Unexpired Leases.

THE CLAIMS RECONCILIATION PROCESS

11. On February 14, 2013, certain of the Debtors 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 by 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.

12. 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 “Bar Date Order”). The Bar Date Order applies to all claims (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose before the petition date (each, a “Claim”). Notice of the Bar Date Order was provided in accordance with the procedures outlined therein.

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

14. Over 2,000 proofs of claim were filed against the debtors on an aggregate basis, collectively asserting more than \$12.2 billion in aggregate liabilities. The Purchaser Parties and the Reorganization Trust, and their respective 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 claim 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 the review to

date, the Purchaser Parties have determined that the Paid Cure Cost-Related Claims should be expunged and disallowed as requested herein.

OBJECTION

15. The Purchaser Parties have reviewed the applicable books and records and determined that the Paid Cure Cost-Related Claims on Schedule 1 represent the prepetition claims filed by creditors that were parties with the Debtors to one or more executory contracts and/or unexpired leases that were assumed on the Effective Date of the Plan and for which, as set forth in the Gottlieb Declaration, the applicable Cure Cost has been paid in full. As a result, these Paid Cure Cost-Related Claims have been satisfied and are duplicative of, or superseded by, the Cure Costs paid pursuant to Article V.D of the Plan. Accordingly, the Purchaser Parties request that the Court enter an order expunging and disallowing each Paid Cure Cost-Related Claim identified on Schedule 1 to the proposed order in its entirety.

BASIS FOR RELIEF

16. 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 has the duty to object to the allowance of any claim that is improper. *See* 11 U.S.C. § 1106(a)(1).

17. 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).

18. As set forth herein and in the Gottlieb Declaration, each Paid Cure Cost-Related Claim should be expunged and disallowed. Because the Cure Costs to which the Paid Cure Cost-Related Claims relate have already been paid by the Purchaser Parties, the claimants would receive duplicate recoveries if the claims on Schedule 1 are not expunged.

COMPLIANCE WITH BANKRUPTCY RULE 3007(e)

19. This Objection complies with the requirements for omnibus objections set forth by Bankruptcy Rule 3007(e). The Purchaser Parties—together with GCG, Inc., the Debtors' notice and claims agent—have created a personalized form of notice that will 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; and (d) proposed treatment pursuant to the Objection. As a result, each claimant can readily identify its Claim and proposed treatment and respond accordingly. This Objection identifies the Purchaser Parties' as the objecting party and addresses fewer than 100 Claims. Accordingly, the Purchaser Parties respectfully submits that this Objection complies with Bankruptcy Rule 3007(e).

SEPARATE CONTESTED MATTER

20. Each of the above objections to the proofs of claim constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Purchaser Parties request that

any order entered by the Court with respect to an objection asserted in this Objection be treated as a separate order with respect to each Claim.

RESERVATION OF RIGHTS

21. The Purchaser Parties expressly reserve the right to amend, modify, or supplement this Objection and to file additional substantive or nonsubstantive objections to the Paid Cure Cost-Related Claims objected to herein, or any other Claims, filed or not, that may be asserted against the Debtors' estates. Should the grounds of objection stated in this Objection be overruled, the Purchaser Parties reserve the right to object, or seek a reduction, on any other applicable grounds, including objections under section 502(d) of the Bankruptcy Code. Nothing in this Objection or the relief requested herein shall limit the Purchaser Parties' right to bring future and/or additional objections to any of the Paid Cure Cost-Related Claims on any basis.

NOTICE

22. The Purchaser Parties have provided notice of this Objection to: (a) each holder of a Paid Cure Cost-Related Claim; (b) counsel to the Reorganization Trust; (c) the U.S. Trustee; (d) the United States Attorney for the Northern District of Illinois; (e) the Internal Revenue Service; and (f) 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]. In light of the nature of the relief requested herein, the Purchaser Parties respectfully submit that no further notice is necessary.

[Remainder of page intentionally left blank]

WHEREFORE, the Purchaser Parties respectfully request that the Court enter an order, substantially in the form attached to this Objection as Exhibit A, granting the related relief requested herein and such other and further relief as the Court deems appropriate.

Dated: May 19, 2014

Respectfully submitted,

By: /s/ Joseph D. Frank
One of their attorneys

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Counsel to NRG Energy Holdings Inc. and the
Post-Effective Date Debtor Subsidiaries

EXHIBIT A

Proposed Order

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)
)	
)	Re: Docket No. ____

**ORDER GRANTING THE PURCHASER PARTIES’
TWENTY-FIFTH² OMNIBUS OBJECTION TO CERTAIN
PROOFS OF CLAIM (NO-LIABILITY CLAIMS)**

Upon the objection (the “Objection”) of NRG Energy Holdings Inc. (“NRG”), and the Post-Effective Date Debtor Subsidiaries³ (collectively, the “Purchaser Parties”), as successors-in-interest with regard to certain claims against Edison Mission Energy (“EME”) and its debtor affiliates (collectively with EME, the “Debtors”), for entry of this Order expunging and disallowing each Paid Cure Cost-Related Claim identified on the attached Schedule 1, 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

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 the Reorganization Trust’s service address is: 3 MacArthur Place, Suite 100, Santa Ana, California 92707.

² Although this is the first omnibus claims objection filed by the Purchaser Parties, it has been captioned in sequential order with the previous omnibus objections filed by the Debtors and their other successor-in-interest with respect to certain claims, the Reorganized Trust, in accordance with the Court-approved omnibus objection procedures. *See* Docket No. 1022.

³ Capitalized terms used but not otherwise defined in this Order will have the meanings ascribed to them in the Objection.

Objection; upon the full record in these cases; and after due deliberation and sufficient cause appearing therefore the Court; the Court HEREBY FINDS AS FOLLOWS:

- (a) This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334;
- (b) The Objection is a core proceeding pursuant to 28 U.S.C. § 157(b)(2);
- (c) Venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409;
- (d) The relief requested in the Objection is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and
- (e) The Purchaser Parties provided adequate and appropriate notice of the Objection under the circumstances; and that no other or further notice is required.

Therefore, having reviewed the Objection and the Gottlieb 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.
- 2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
- 3. Each Paid Cure Cost-Related Claim identified on **Schedule 1** attached to this Order is disallowed and expunged in its entirety.

4. GCG, Inc. is directed to update the claims register to reflect the relief granted in this Order.

5. 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 the Purchaser Parties or the Reorganization Trust; (b) a waiver of the right of the Purchaser Parties or the Reorganization Trust to dispute any claim against the Purchaser Parties or the Reorganization Trust on any grounds whatsoever, at a later date; (c) a promise by, or requirement on the Purchaser Parties or the Reorganization Trust to pay any claim other than in accordance with the terms of the Plan and the APA; (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 Purchaser Parties or the Reorganization Trust under the Plan, the APA, the Bankruptcy Code, or any other applicable law.

6. Nothing in the Objection or this Order modifies the Plan or the APA. Nothing contained in the Objection or this Order modifies any of the Purchaser Parties' rights, defenses, or counterclaims with respect to any liabilities asserted in the proofs of claim on Schedule 1 to this Order, including whether any liabilities are due or required under the applicable terms of the benefit plan or under applicable law.

7. Each Claim and the objections by the Purchaser Parties to such Claim, as addressed in the Objection and set forth on Schedule 1, 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.

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

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

Dated: _____, 2014
Chicago, Illinois

Jacqueline P. Cox
United States Bankruptcy Judge

Schedule 1

No Liability Claims

(Superseded by Cure Costs)

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	ABLE TECHNOLOGY & FIELD SERVICES 1124 TOWER RD SCHAUMBURG, IL 60173 Date Filed: 05/28/13 Debtor: Midwest Generation, LLC	832	503(b)(9): \$3,075.00	pg. 5
2	AIR CURE INCORPORATED 8501 EVERGREEN BLVD NW COON RAPIDS, MN 55433 Date Filed: 05/10/13 Debtor: Midwest Generation, LLC	530	503(b)(9): \$1,533.69 Unsecured: \$163.75	pg. 5
3	AMERICAN MECHANICAL SERVICES INC C/O SCHOFIELD & VARDE LLP ATTN PAUL F SCHOFIELD 30 W MONROE ST STE 800 CHICAGO, IL 60603 Date Filed: 05/04/13 Debtor: Midwest Generation, LLC	371	Unsecured: \$12,303.03	pg. 5
4	AMERISOURCE FUNDING INC ASSIGNEE FOR SURREX PROJECT SOLUTIONS P.O. BOX 4738 HOUSTON, TX 77210 Date Filed: 05/01/13 Debtor: Edison Mission Energy	256	Unsecured: \$12,700.00	pg. 5
5	ANIXTER INC. PO BOX 847428 DALLAS, TX 75284 Date Filed: 05/03/13 Debtor: Midwest Generation, LLC	350	Unsecured: \$4,487.22	pg. 5
6	ARCH COAL SALES COMPANY, INC. C/O BRYAN CAVE LLP ATTN LESLIE ALLEN BAYLES, ESQ 161 N CLARK ST STE 4300 CHICAGO, IL 60601 Date Filed: 06/03/13 Debtor: Midwest Generation, LLC	913	503(b)(9): \$262,031.99 Unsecured: \$8,880.00*	pg. 5
7	ARGO PARTNERS 12 W 37 St 9TH FLOOR NEW YORK, NY 10018 Date Filed: 06/12/13 Debtor: Midwest Generation, LLC	1245-B	Unsecured: \$47,368.43**	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
8	BLACK & DECKER (US) INC 701 E JOPPA RD MY005 TOWSON, MD 21286 Date Filed: 01/02/13 Debtor: Midwest Generation, LLC	56	Unsecured: \$812.44	pg. 5
9	BNSF RAILWAY COMPANY ATTN RACHEL BELUE 3001 LOU MENK BLDG A FORT WORTH, TX 76131 Date Filed: 01/15/13 Debtor: Midwest Generation, LLC	54	Unsecured: \$7,867.94	pg. 5
10	CANADIAN NATIONAL RAILWAY CO C/O CREDIT MANAGEMENT 4TH FLOOR 935 DE LA GAUCHETIÈRE ST W MONTRÉAL QC H3B 2M9 CANADA Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1469	Unsecured: \$241,908.32	pg. 5
11	CLAIMS RECOVERY GROUP LLC AS ASSIGNEE OF NILES INDUSTRIAL SERVICES LLC 92 UNION AVENUE CRESSKILL, NJ 07626 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1414	503(b)(9): \$210.00 Unsecured: \$31,252.93	pg. 5
12	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 03/08/13 Debtor: Midwest Generation, LLC	31-B	Unsecured: \$10,958.57	pg. 5
13	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	678-B	Unsecured: \$685.48	pg. 5
14	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	679-B	Unsecured: \$20,722.46	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
15	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	680-B	Unsecured: \$1,236.36	pg. 5
16	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	681-B	Unsecured: \$4,204.43	pg. 5
17	CLAIMS RECOVERY GROUP LLC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	682-B	Unsecured: \$2,936.39	pg. 5
18	CLAIMS RECOVERY GROUP LLC AS ASSIGNEE OF POWER TECHNICAL SERVICES 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1413	Unsecured: \$26,490.00	pg. 5
19	CLAIMS RECOVERY GROUP LLC AS ASSIGNEE OF SCC CLEANING CO INC 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1412	Unsecured: \$10,520.28	pg. 5
20	CLAIMS RECOVERY GROUP LLC AS ASSIGNEE OF SCI CORPORATION 92 UNION AVE CRESSKILL, NJ 07626 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1409	503(b)(9): \$6,571.94 Unsecured: \$2,528.63	pg. 5
21	CONTRARIAN FUNDS, LLC ATTN ALISA MUMOLA 411 WEST PUTNAM AVE., STE 425 GREENWICH, CT 06830 Date Filed: 06/17/13 Debtor: Midwest Generation, LLC	1597-B	Unsecured: \$41,387.64	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
22	CORRE OPPORTUNITIES QUALIFIED MASTER FUND, L.P. ATTN: CLAIMS PROCESSING (BANKRUPTCY) 1370 AVE OF THE AMERICAS, 29TH FL NEW YORK, NY 10019 Date Filed: 03/25/13 Debtor: Midwest Generation, LLC	35-C	Unsecured: \$114,190.67	pg. 5
23	CROWTHER ROOFING & SHEET METAL, INC. 18958 AIRPORT RD ROMEDEVILLE, IL 60446 Date Filed: 05/23/13 Debtor: Midwest Generation, LLC	799	Unsecured: \$4,780.00	pg. 5
24	CROWTHER ROOFING & SHEET METAL, INC. ATTN: PRESIDENT, MANAGING OR GENERAL AGENT 18958 AIRPORT RD ROMEDEVILLE, IL 60446 Date Filed: 05/23/13 Debtor: Midwest Generation, LLC	804	Unsecured: \$3,150.00	pg. 5
25	CTI AMERICA, INC. 2780 S. JONES BLVD., SUITE 3714 LAS VEGAS, NV 89146 Date Filed: 05/17/13 Debtor: Edison Mission Energy	723	Unsecured: \$51,060.00	pg. 5
26	DACA VI LLC 1565 HOTEL CIR S #310 SAN DIEGO, CA 92108 Date Filed: 03/28/13 Debtor: Midwest Generation, LLC	38	Unsecured: \$1,437.50	pg. 5
27	DACA VI, LLC 1565 HOTEL CIRCLE SOUTH SUITE 310 SAN DIEGO, CA 92108 Date Filed: 04/26/13 Debtor: Midwest Generation, LLC	144-B	Unsecured: \$593.00	pg. 5
28	DOOR SYSTEMS, INC. ATTN: TIM HOWARD 751 EXPRESSWAY DRIVE ITASCA, IL 60143 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1452	Unsecured: \$1,639.76	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
29	DRACO MECHANICAL SUPPLY INC. 8029 LITZINGER RD. PO BOX 440343 SAINT LOUIS, MO 63144 Date Filed: 05/10/13 Debtor: Midwest Generation, LLC	514	Unsecured: \$1,559.01	pg. 5
30	EMC CORPORATION C/O RECEIVABLE MANAGEMENT SERVICES PO BOX 5126 TIMONIUM, MD 21094 Date Filed: 01/31/13 Debtor: Edison Mission Energy	6	503(b)(9): \$93,143.92	pg. 5
31	ENPRO INC. 121 S LOMBARD RD ADDISON, IL 60101 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1463	503(b)(9): \$22,379.65	pg. 5
32	FAIR HARBOR CAPITAL, LLC ANSONIA FINANCE STATION PO BOX 237037 NEW YORK, NY 10023 Date Filed: 05/17/13 Debtor: Midwest Generation, LLC	720-B	Unsecured: \$9,615.24	pg. 5
33	FAIR HARBOR CAPITAL, LLC ANSONIA FINANCE STATION PO BOX 237037 NEW YORK, NY 10023 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1456-B	Unsecured: \$10,322.14	pg. 5
34	GETZ FIRE EQUIPMENT COMPANY PO BOX 419 PEORIA, IL 61651 Date Filed: 04/27/13 Debtor: Midwest Generation, LLC	160	Unsecured: \$3,534.15	pg. 5
35	GINA ABRAVANEL BODY BUSINESS 9 BRILLANTEZ IRVINE, CA 92620 Date Filed: 06/14/13 Debtor: Edison Mission Energy	1448	Unsecured: \$1,170.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
36	HAGEMEYER NORTH AMERICA 11680 GREAT OAKS WAY SUITE 200 ALPHARETTA, GA 30022 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	672	Unsecured: \$3,377.06	pg. 5
37	HAIN CAPITAL INVESTORS, LLC ATTN AMANDA RAPOPORT 301 ROUTE 17, 7TH FLOOR RUTHERFORD, NJ 07070 Date Filed: 04/29/13 Debtor: Edison Mission Energy	161-B	Unsecured: \$43,938.82	pg. 5
38	HAROLD BECK & SONS 11 TERRY DR NEWTOWN, PA 18940 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	199	Unsecured: \$5,597.60	pg. 5
39	HTE TECHNOLOGIES 2021 CONGRESSIONAL DR SAINT LOUIS, MO 63146 Date Filed: 04/26/13 Debtor: Midwest Generation, LLC	156	Unsecured: \$7,452.38	pg. 5
40	ILLINOIS & MIDLAND RAILROAD, INC. ATTN: PRESIDENT, MANAGING OR GENERAL AGENT PO BOX 13205 SPRINGFIELD, IL 62791 Date Filed: 05/14/13 Debtor: Midwest Generation, LLC	599	Unsecured: \$13,263.42	pg. 5
41	INDUSTRIAL ANALYTICS CORPORATION ONE ORCHARD PARK ROAD MADISON, CT 06443 Date Filed: 04/23/13 Debtor: Midwest Generation, LLC	120	503(b)(9): \$538.97	pg. 5
42	KELSO-BURNETT CO. ATTN ALLEN BOND 5200 NEWPORT DRIVE ROLLING MEADOWS, IL 60008 Date Filed: 05/14/13 Debtor: Midwest Generation, LLC	631	Unsecured: \$35,860.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
43	KISER CONTROLS 7045 HIGH GROVE BLVD BURR RIDGE, IL 60527 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	202	503(b)(9): \$348.48	pg. 5
44	LAFARGE NORTH AMERICA INC. 13450 SUNRISE VALLEY DR STE 220 ATTN.: WILLIAM G. MILLER HERNDON, VA 20171 Date Filed: 06/10/13 Debtor: Midwest Generation, LLC	1147	Unsecured: \$780,918.31	pg. 5
45	LAKELAND LARSON ELEVATOR ATTN: WILLIAM J. KOWALKE, SECRETARY 731 MCALISTER WAUKEGAN, IL 60085 Date Filed: 05/22/13 Debtor: Midwest Generation, LLC	790	Unsecured: \$8,435.85	pg. 5
46	LESMAN INSTRUMENT CO 135 BERNICE DR BENSENVILLE, IL 60106 Date Filed: 04/26/13 Debtor: Midwest Generation, LLC	154	Unsecured: \$2,580.27	pg. 5
47	LOCKPORT STEEL FABRICATORS ATTN DAN WIESBROCK 3051 S STATE ST LOCKPORT, IL 60441 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	201	Unsecured: \$19,377.70	pg. 5
48	M & C PRODUCTS, ANALYSIS TECH, INC DBA M & C TECH GROUP N A 6019 OLIVAS PARK DR STE G VENTURA, CA 93003 Date Filed: 06/13/13 Debtor: Midwest Generation, LLC	1345	503(b)(9): \$230.00 Unsecured: \$350.20	pg. 5
49	METROPOLITAN INDUSTRIES, INC. 37 FORESTWOOD DRIVE ROMEDEVILLE, IL 60446 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	171	Unsecured: \$1,540.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
50	MPW INDUSTRIAL WATER SERVICES INC 9711 LANCASTER RD SE PO BOX 10 HEBRON, OH 43025 Date Filed: 05/15/13 Debtor: Midwest Generation, LLC	644	Unsecured: \$29,577.71	pg. 5
51	NATIONAL RAILWAY EQUIPMENT CO. ATTN: JERRY FERRARA 14400 S ROBEEY AVENUE DIXMOOR, IL 60426 Date Filed: 05/08/13 Debtor: Midwest Generation, LLC	480	Unsecured: \$5,602.10	pg. 5
52	NORTHERN ILLINOIS STEEL SUPPLY CO ATTN: TIMOTHY J RUTH PO BOX 2146 JOLIET, IL 60434 Date Filed: 05/07/13 Debtor: Midwest Generation, LLC	436	503(b)(9): \$406.34 Unsecured: \$7,811.73	pg. 5
53	NORTHWEST CRANE C/O MCAFEE & TAFT, A PROFESSIONAL CORP ATTN ROSS A PLOURDE TWO LEADERSHIP SQ TENTH FL 211 N ROBINSON ST OKLAHOMA CITY, OK 73102 Date Filed: 02/12/13 Debtor: Edison Mission Energy	47	Secured: \$725.92	pg. 5
54	NOVA MACHINE PRODUCTS CORP 18001 SHELDON RD CLEVELAND, OH 44130 Date Filed: 05/14/13 Debtor: Midwest Generation, LLC	625	503(b)(9): \$555.96	pg. 5
55	OMAHA PUBLIC POWER DISTRICT PO BOX 3995 OMAHA, NE 68103 Date Filed: 06/10/13 Debtor: Midwest Generation, LLC	1122	Unsecured: \$91,195.00	pg. 5
56	OSI SOFT INC PO BOX 4586 HAYWARD, CA 94540 Date Filed: 05/16/13 Debtor: Midwest Generation, LLC	677	Unsecured: \$119,367.74	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
57	OSI SOFT, INC. PO BOX 4586 HAYWARD, CA 94540 Date Filed: 05/16/13 Debtor: Edison Mission Energy	676	Unsecured: \$88,381.13	pg. 5
58	PDC LABORATORIES INC C/O KIM DIEGEL PO BOX 9071 PEORIA, IL 61612 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	360	Unsecured: \$11,328.51	pg. 5
59	PEERLESS ENTERPRISES INC 33 W 401 ROOSEVELT ROAD WEST CHICAGO, IL 60185 Date Filed: 05/02/13 Debtor: Midwest Generation, LLC	296	Unsecured: \$8,147.53	pg. 5
60	PENNSYLVANIA CRUSHER ATTN: DAN PORTE 100 NORTH BROADWAY SUITE 1600 SAINT LOUIS, MO 63102 Date Filed: 05/13/13 Debtor: Midwest Generation, LLC	589	503(b)(9): \$95,523.87	pg. 5
61	POWER SUPPLY OF ILLINOIS, INC 708 N COLLEGE ST DECATUR, IL 62522 Date Filed: 06/06/13 Debtor: Midwest Generation, LLC	1057	Unsecured: \$24,650.00	pg. 5
62	PUMPING SOLUTIONS, INC. 2850 WEST 139TH STREET BLUE ISLAND, IL 60406 Date Filed: 06/10/13 Debtor: Midwest Generation, LLC	1142	503(b)(9): \$2,354.65	pg. 5
63	RANDALL INDUSTRIES, INC ATTN: RAY POTRAWSKI 741 S ROUTE 83 ELMHURST, IL 60126 Date Filed: 05/29/13 Debtor: Midwest Generation, LLC	858	Unsecured: \$566.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
64	RELCO FINANCE INC C/O PEDERSEN & HOUPPT ATTN BRYAN E MINIER 161 N CLARK STE 3100 CHICAGO, IL 60601 Date Filed: 06/06/13 Debtor: Midwest Generation, LLC	1050	Unsecured: \$12,201.81	pg. 5
65	ROLAND MACHINERY COMPANY C/O NIGRO WESTFALL & GRYSKA PC ATTN MICHAEL T NIGRO 1793 BLOOMINGDALE RD GLENDALE HEIGHTS, IL 60139 Date Filed: 03/15/13 Debtor: Midwest Generation EME, LLC	68	Unsecured: \$139,828.18	pg. 5
66	RUETTIGER, TONELLI & ASSOCIATES, INC. 129 CAPISTA DR SHOREWOOD, IL 60404 Date Filed: 04/23/13 Debtor: Midwest Generation, LLC	119	Unsecured: \$8,700.00	pg. 5
67	SAFWAY SERVICES LLC N19 W24200 RIVERWOOD DR WAUKESHA, WI 53188 Date Filed: 04/26/13 Debtor: Midwest Generation, LLC	131	Unsecured: \$15,100.70	pg. 5
68	SAP INDUSTRIES INC. C/O BROWN & CONNERY LLP ATTN DONALD K. LUDMAN, ESQ 6 NORTH BROAD ST STE 100 WOODBURY, NJ 08096 Date Filed: 06/11/13 Debtor: Edison Mission Energy	1219	Unsecured: \$159,776.31	pg. 5
69	SARGENT & LUNDY LLC ATTN MICHAEL E HELMINSKI 55 E MONROE ST CHICAGO, IL 60603 Date Filed: 04/19/13 Debtor: Midwest Generation, LLC	101	Unsecured: \$40,283.16	pg. 5
70	SCIENSTECH, A BUSINESS UNIT OF CWFC 200 SO WOODRUFF AVE IDAHO FALLS, ID 83401 Date Filed: 06/01/13 Debtor: Midwest Generation EME, LLC	908	Unsecured: \$270.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
71	SIERRA LIQUIDITY FUND LLC - ASSIGNEE & ATT-IN-FACT FOR DELTA INSTRUMENT 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/15/13 Debtor: Midwest Generation, LLC	96	503(b)(9): \$2,880.00	pg. 5
72	SIERRA LIQUIDITY FUND LLC - ASSIGNEE & ATT-IN-FACT FOR DL POWER TECHNOLOGY - ASSIGNOR 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	104	503(b)(9): \$14,081.80	pg. 5
73	SIERRA LIQUIDITY FUND LLC - ASSIGNEE & ATT-IN-FACT FOR LOZIER OIL - ASSIGNOR 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	105	503(b)(9): \$27,374.52	pg. 5
74	SIERRA LIQUIDITY FUND LLC - ASSIGNEE & ATT-IN-FACT FOR PEORIA FLUID SYSTEM - ASSIGNOR 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/15/13 Debtor: Midwest Generation, LLC	99	503(b)(9): \$3,005.02	pg. 5
75	SIERRA LIQUIDITY FUND LLC - ASSIGNEE & ATT-IN-FACT FOR PROCESS SALES - ASSIGNOR 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	106	503(b)(9): \$4,510.00 Unsecured: \$93.66	pg. 5
76	SIERRA LIQUIDITY FUND LLC ASSIGNEE & ATT-IN-FACT FOR COMMERCIAL IRRIGATION & TURF ASSIGNOR 2699 WHITE RD STE 255 IRVINE, CA 92614 Date Filed: 02/28/13 Debtor: Midwest Generation, LLC	23	Unsecured: \$300.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
77	SIERRA LIQUIDITY FUND LLC- ASSIGNEE & ATT-IN-FACT FOR AMERICAN ENERGY PRODUCTS - ASSIGNOR 2699 WHITE RD #255 IRVINE, CA 92614 Date Filed: 04/15/13 Debtor: Midwest Generation, LLC	95	Unsecured: \$2,669.18	pg. 5
78	SIERRA LIQUIDITY FUND LLC 2699 WHITE ROAD, SUITE 255 IRVINE, CA 92614 Date Filed: 02/01/13 Debtor: Midwest Generation, LLC	10-B	Unsecured: \$8,320.00	pg. 5
79	SONAR CREDIT PARTNERS II, LLC ATTN MICHAEL GOLDBERG 200 BUSINESS PARK DRIVE, STE 201 ARMONK, NY 10504 Date Filed: 06/11/13 Debtor: Midwest Generation, LLC	1217-B	Unsecured: \$157,226.84	pg. 5
80	STANDBY POWER SYSTEM CONSULTANTS, INC. PO BOX 641 DOWNERS GROVE, IL 60515 Date Filed: 05/03/13 Debtor: Midwest Generation, LLC	328	Unsecured: \$11,400.00	pg. 5
81	STEINER ELECTRIC CO 1250 TOUHY AVE ELK GROVE VILLAGE, IL 60007 Date Filed: 05/29/13 Debtor: Midwest Generation, LLC	843	Unsecured: \$453.47	pg. 5
82	STEVENSON SALES & SERVICE, LLC 410 STEVENSON DRIVE BOLINGBROOK, IL 60440 Date Filed: 05/29/13 Debtor: Midwest Generation, LLC	857	Unsecured: \$3,889.57	pg. 5
83	SUNBELT RENTALS INC 2341 DEERFIELD DR FORT MILL, SC 29715 Date Filed: 03/28/13 Debtor: Midwest Generation, LLC	37	Unsecured: \$16,100.59	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth 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	
84	SUPERIOR PETROLEUM PRODUCTS, INC. 865 N SUPERIOR DR CROWN POINT, IN 46307 Date Filed: 05/03/13 Debtor: Midwest Generation, LLC	356	Unsecured: \$4,971.46 503(b)(9): \$15,837.28	pg. 5
85	SWANSON CONTRACTING CO., INC 11701 S MAYFIELD AVE ALSIP, IL 60803 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	175	Unsecured: \$1,836.71	pg. 5
86	TANNOR PARTNERS CREDIT FUND, LP ATTN ROBERT TANNOR 150 GRAND STREET, STE 401 WHITE PLAINS, NY 10601 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	108-B	Unsecured: \$38,325.00	pg. 5
87	TANNOR PARTNERS CREDIT FUND, LP ATTN ROBERT TANNOR 150 GRAND STREET, STE 401 WHITE PLAINS, NY 10601 Date Filed: 05/03/13 Debtor: Midwest Generation, LLC	326-B	503(b)(9): \$14,047.48	pg. 5
88	TANNOR PARTNERS CREDIT FUND, LP ATTN ROBERT TANNOR 150 GRAND STREET, STE 401 WHITE PLAINS, NY 10601 Date Filed: 05/29/13 Debtor: Midwest Generation, LLC	850-B	503(b)(9): \$4,354.50	pg. 5
89	TANNOR PARTNERS CREDIT FUND, LP ATTN ROBERT TANNOR 150 GRAND STREET, STE 401 WHITE PLAINS, NY 10601 Date Filed: 06/14/13 Debtor: Edison Mission Energy	1464-B	Unsecured: \$23,441.99	pg. 5
90	TANNOR PARTNERS CREDIT FUND, LP ATTN ROBERT TANNOR 150 GRAND STREET, STE 401 WHITE PLAINS, NY 10601 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1467-B	Unsecured: \$42,554.23	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth Omnibus Objection to Claims

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

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SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
91	TEAM INDUSTRIAL SERVICES 13131 DAIRY ASHFORD STE 600 SUGAR LAND, TX 77478 Date Filed: 04/22/13 Debtor: Midwest Generation, LLC	359	Unsecured: \$655.35	pg. 5
92	THE RARING CORPORATION 12007 NE 95TH ST VANCOUVER, WA 98682 Date Filed: 04/26/13 Debtor: Midwest Generation, LLC	150	Unsecured: \$1,300.00	pg. 5
93	TRACK SERVICES, INC 810 W AVENUE H GRIFFITH, IN 46319 Date Filed: 06/01/13 Debtor: Midwest Generation, LLC	905	Unsecured: \$27,688.26	pg. 5
94	UNICCO SERVICE COMPANY 275 GROVE STREET AUBURNDALE, MA 02466 Date Filed: 04/29/13 Debtor: Midwest Generation, LLC	362	Unsecured: \$2,304.17	pg. 5
95	UNIVERSITY OF IOWA OFFICE OF GENERAL COUNSEL 120 JESSUP HALL 5 W JEFFERSON ST IOWA CITY, IA 52242 Date Filed: 04/30/13 Debtor: Midwest Generation, LLC	228	Unsecured: \$20,502.50	pg. 5
96	VALDES ENGINEERING COMPANY 100 WEST 22ND STREET LOMBARD, IL 60148 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1471	Unsecured: \$23,247.57	pg. 5
97	VALUE ENGINEERED WORKS LTD ATTN: SALEH MOHAMED 2504 LEXINGTON LN NAPERVILLE, IL 60540 Date Filed: 06/14/13 Debtor: Midwest Generation, LLC	1446	Unsecured: \$39,750.00	pg. 5

Schedule 1 - No Liability Claims (Superseded by Cure Costs)

Twenty-Fifth Omnibus Objection to Claims

Edison Mission Energy, et al.
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SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			OBJECTION PAGE NO. REFERENCE
	NAME	CLAIM NO.	CLAIM AMOUNT	
98	WILLIAM FRICK & COMPANY 2600 COMMERCE DRIVE LIBERTYVILLE, IL 60048 Date Filed: 06/04/13 Debtor: Midwest Generation, LLC	931	Unsecured: \$310.30	pg. 5
99	WILLIAMS SCOTSMAN INC 901 S BOND ST STE 600 BALTIMORE, MD 21231 Date Filed: 02/27/13 Debtor: Midwest Generation, LLC	60	Unsecured: \$8,849.04	pg. 5
100	XYLEM INC: GRINDEX C/O XYLEM INC ATTN MONICA M COPE 2881 E BAYARD ST SENECA FALLS, NY 13148 Date Filed: 10/16/13 Debtor: Midwest Generation, LLC	1945	503(b)(9): \$28,740.47 Unsecured: \$16,512.95	pg. 5

Total: \$3,435,109.28

* Denotes an unliquidated component.

** Denotes an allowed claim component, which was paid on April 17, 2014.

UNITED STATES BANKRUPTCY COURT
 NORTHERN DISTRICT OF ILLINOIS
 Eastern Division

In Re:)	BK No.: 12-49219
)	(Jointly Administered)
EDISON MISSION ENERGY, et al.,)	Chapter: 11
)	Honorable Jacqueline Cox
)	
Debtor(s))	

**ORDER GRANTING PURCHASER PARTIES' TWENTY-FIFTH OMNIBUS OBJECTION
 TO CERTAIN PROOFS OF CLAIM (NO-LIABILITY CLAIMS)**

THIS MATTER BEING HEARD upon the objection (the “Objection”) of NRG Energy Holdings Inc. (“NRG”) and the Post-Effective Date Debtor Subsidiaries (collectively, the “Purchaser Parties”), as successors-in-interest with regard to certain claims against Edison Mission Energy (“EME”) and its debtor affiliates (collectively with EME, the “Debtors”), for entry of this Order expunging and disallowing each Paid Cure Cost-Related Claim identified on the attached Schedule 1, 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; upon the full record in these cases; and this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Objection being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Objection in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the relief requested in the Objection being in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and the Purchaser Parties provided adequate and appropriate notice of the Objection under the circumstances; and that no other or further notice is required; and the Court having reviewed the Objection and the Gottlieb 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.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. Each Paid Cure Cost-Related Claim identified on Schedule 1 attached to this Order is disallowed and expunged in its entirety.
4. GCG, Inc. is directed to update the claims register to reflect the relief granted in this Order.
5. 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 the Purchaser Parties or the Reorganization Trust; (b) a waiver of the right of the Purchaser Parties or the Reorganization Trust to dispute any claim against the Purchaser Parties or the Reorganization Trust on any grounds whatsoever, at a later date; (c) a promise by, or requirement on the Purchaser Parties or the Reorganization Trust to pay any claim other than in

accordance with the terms of the Plan and the APA; (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 Purchaser Parties or the Reorganization Trust under the Plan, the APA, the Bankruptcy Code, or any other applicable law.

6. Nothing in the Objection or this Order modifies the Plan or the APA. Nothing contained in the Objection or this Order modifies any of the Purchaser Parties' rights, defenses, or counterclaims with respect to any liabilities asserted in the proofs of claim on Schedule 1 to this Order, including whether any liabilities are due or required under the applicable terms of the benefit plan or under applicable law.

7. Each Claim and the objections by the Purchaser Parties to such Claim, as addressed in the Objection and set forth on Schedule 1, 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.

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

9. 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:

Jeremy C. Kleinman (IL Bar No. 6270080)
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