

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.	)	(Joint Administration Requested)
	)	

**FIRST SUPPLEMENTAL DECLARATION OF KEVIN  
COFSKY IN SUPPORT OF THE DEBTORS APPLICATION  
TO EMPLOY AND RETAIN PERELLA WEINBERG PARTNERS AS  
INVESTMENT BANKER AND FINANCIAL ADVISOR FOR THE DEBTORS  
AND DEBTORS IN POSSESSION NUNC PRO TUNC TO THE PETITION DATE**

I, Kevin Cofsky, being duly sworn, state the following under penalty of perjury.

1. I am a Managing Director of Perella Weinberg Partners LP (“PWP”). I am duly authorized to make this declaration on behalf of PWP.

2. On December 17, 2012 (the “Initial Petition Date”), Edison Mission Energy and certain of its affiliates, as debtors and debtors in possession (collectively, the “Initial Debtors”), filed voluntary petitions with this Court under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).<sup>2</sup>

<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 Fuel Resources, Inc. (3014); Edison Mission Fuel Transportation, Inc. (3012); Edison Mission Holdings Co. (6940); Edison Mission Finance Co. (9202); 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.

<sup>2</sup> On May 2, 2013 (the “Homer City Debtors’ Petition Date”), EME Homer City Generation L.P., Edison Mission Finance Co., and Homer City Property Holdings, Inc., as debtors and debtors in possession (collectively, the “Homer City Debtors” and, together with the Initial Debtors, the “Debtors”), filed voluntary petitions with this Court under chapter 11 of the Bankruptcy Code. On the Homer City Debtors’ Petition Date, the Homer City Debtors filed a motion seeking entry of an order directing joint administration of the Homer City Debtors’

3. On the Initial Petition Date, each of the Initial Debtors filed the *Debtors' Application to Employ and Retain Perella Weinberg Partners As Investment Banker and Financial Advisor for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 036] (the "Application"). I submitted with the Application a declaration in support thereof (the "Original Declaration"). On February 20, 2013, the Court entered an order granting the Application and authorized the employment and retention of PWP as investment banker and financial advisor for the Debtors [Docket No. 524].

4. I submit this supplemental declaration (this "Supplemental Declaration") in further support of the Application and to provide additional disclosures as required under Rules 2014(a) and 2016(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). Except as otherwise stated in this Supplemental Declaration, I have personal knowledge of the matters set forth herein.

5. As set forth in the Original Declaration, PWP and certain of its professionals and affiliates may have in the past, currently may and may in the future have certain relationships with parties in interest in these chapter 11 cases in connection with matters unrelated (except as otherwise disclosed) to the Debtors and these chapter 11 cases.

6. In connection with the preparation of this Supplemental Declaration, Perella conducted a review of its conflicts check systems of additional parties as PWP has become aware of additional parties in interest in these chapter 11 cases through the date hereof (the "Additional Interested Parties").

7. In connection with the preparation of this Declaration, PWP conducted a review, employing the procedures and methodology described more fully below (such review, the

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chapter 11 cases with the jointly administered Initial Debtors' chapter 11 cases for procedural purposes only [Docket No. 717].

“Conflicts Search”), of relationships between PWP and the list of Additional Interested Parties. Based on the results of the Conflicts Search, to the best of my knowledge, neither myself, PWP nor any of its principals, partners, members, or professionals (collectively, the “Professionals”), insofar as I have been able to ascertain based on the procedures described herein, have any connection with the Additional Interested Parties except as disclosed or otherwise described herein; provided that the general disclosure set forth in Paragraphs 26 – 31 of the Original Declaration apply to the Additional Interested Parties in the same manner such disclosure applied to the Parties In Interest described therein.

### **Procedures Used**

8. In addition to the entities searched prior to the Petition Date, PWP performed the following searches and inquiries to determine whether it, or any of its Professionals, had any present or former connections with the Additional Interested Parties:

- a. ***Database.*** PWP searched its database (consisting of entities for which it is currently performing Advisory Services) against the Additional Interested Parties. To the best of my knowledge, no business relationships constitute interests materially adverse to the Debtors in matters upon which PWP is to be engaged in the chapter 11 cases.
- b. ***Employee Database.*** PWP searched its database of current directorships held by its Professionals against the list of Additional Interested Parties. PWP’s search of directorships indicated no relationship between any such directorships when compared to the Parties in Interest.
- c. ***Confidentiality Agreements.*** PWP searched its database of executed confidentiality agreements with third parties (other than confidentiality agreements with vendors executed in the ordinary course of business). To the best of my knowledge, no confidentiality agreement business relationship constitutes an interest materially adverse to the Debtors’ estates in matters upon which PWP is to be engaged in the chapter 11 cases.
- d. ***Firm Inquiry.*** PWP inquired among its partners whether any actual conflict would arise in the engagement by the Debtors. To the best of my knowledge, no partner responded with any information regarding any such conflict.

9. In light of the extensive number of the Debtors' creditors, parties in interest, and potential additional parties in interest, neither I nor PWP are able conclusively to identify all potential relationships at this time, and we reserve the right to further supplement our disclosure as additional relationships come to our attention. If any new relevant facts or relationships are discovered or arise, PWP will use reasonable efforts to identify such further developments and will file promptly a supplemental declaration, as required by Bankruptcy Rule 2014(a).


10. Based on the Conflicts Search conducted to date and described herein and in the Original Declaration, to the best of my knowledge and insofar as I have been able to ascertain, (a) PWP is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors' estates and (b) PWP has no connection to the Debtors, their creditors, or their related parties, except as may be disclosed herein and the Original Declaration.

*[Remainder of page intentionally left blank.]*

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

Executed on May 15, 2013

By:

  
Kevin Cofsky  
Managing Director  
Perella Weinberg Partners LP