

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)

AMENDED SCHEDULES OF ASSETS AND LIABILITIES FOR
MIDWEST GENERATION, LLC, CASE NO. 12-49218 (JPC)

SUPPLEMENT TO SCHEDULE B²

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 These amended schedules incorporate by reference and must be considered in connection with the *Global Notes and Statement of Limitations, Methodologies, and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs*, attached to the Schedules of Assets and Liabilities [Docket No. 469].

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor

AMENDED SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on Hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		See Attachment B2		\$84,144,389.63
3. Security deposits with public utilities, telephone companies, landlords, and others.		See Attachment B3 (Amended)		\$8,967,411.62
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529 (b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521 (c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)

Debtor

AMENDED SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		See Attachment B13		\$152,284.37
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		See Attachment B16		\$1,422,939,471.73
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Sales Tax Rebate		\$302,610.88
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		See Attachment B25		\$4,589,697.23
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		See Attachment B28		\$3,403,819.83

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)

Debtor

AMENDED SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
29. Machinery, fixtures, equipment, and supplies used in business.		See Attachment B29		\$1,358,410,760.48
30. Inventory.		See Attachment B30		\$181,386,977.17
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		See Attachment B35 (Amended)		\$790,426,760.93

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B2**

(B2) Checking, Savings or Other Financial Accounts

DESCRIPTION AND LOCATION OF PROPERTY	LAST FOUR DIGITS OF ACCOUNT	TYPE OF ACCOUNT	CURRENT VALUE OF DEBTOR'S INTEREST IN
Citibank, N.A.	0071	Standalone Disbursement	\$10,408.45
One Penn's Way	0098	MWG Master Disbursement	\$19,409,114.56
New Castle, DE 19720	9732	Standalone Disbursement	\$0.00
	9804	Onsite Facility Cash	\$992.15
	9812	Onsite Facility Cash	\$1,449.47
	9839	Onsite Facility Cash	\$5,000.00
	9847	Onsite Facility Cash	\$10,000.00
	9855	Onsite Facility Cash	\$7,425.00
Institutional Cash Distributors LLC 580 California Street, Suite 1335 San Francisco, CA 94104	0234	Investment Account	\$64,700,000.00
			<u>\$84,144,389.63</u>

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Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B3

(B3) Security Deposits

DESCRIPTION AND LOCATION OF PROPERTY		CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Name of Holder of the Deposit	Type of Deposit	
American Insurance Group, Inc. 180 Maiden Lane New York, NY 10038	Trust Deposit	\$5,911,835.83
Edison International 2244 Walnut Grove Avenue Rosemead, CA 91770	Trust Deposit	\$2,793,000.00
Zurich American Insurance Company 1400 American Lane Schaumburg, IL 60196	Trust Deposit	\$262,575.79
		<u>\$8,967,411.62</u>

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Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B13

(B13) Stock and Interests in Incorporated and Unincorporated Businesses

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF INTEREST	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Midwest Generation Procurement Services, LLC	100% membership interest	Undetermined
Midwest Finance Corp.	100% equity interest	Undetermined
Grand Total		<u>\$152,284.37</u>

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**Midwest Generation LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B16**

(B16) Accounts Receivable

DESCRIPTION AND LOCATION OF PROPERTY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Accounts Payable Debit Balances	\$27,217.20
Employee Miscellaneous Payroll Clearing	\$16,780.40
Intercompany Accounts Receivable (Debtor Entities)	\$5,897,494.16
Intercompany Accounts Receivable (Non Debtor Entities)	\$41,568,254.17
Intercompany Interest Receivable (Debtor Entities)	\$45,459,698.97
Intercompany Notes Receivable (Debtor Entities)	\$1,323,319,450.00
Intercompany Taxes Receivable (Debtor Entities)	\$5,390,618.00
Interest Receivable - Investments	\$2,127.29
Other Accounts Receivable	\$1,257,831.54
	<u>\$1,422,939,471.73</u>

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B25**

(B25) Automobiles, Trucks, Trailers and Other Vehicles

Location/Department	DESCRIPTION OF PROPERTY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Bolingbrook, IL	Barges	\$1,724,684.12
	Subtotal Bolingbrook	\$1,724,684.12
Joliet, IL	2006 Chevy 4X4 Colorado Extended Cab (Gray)	\$4,716.43
	2006 Ford Ranger 4X2 Regular Cab (White)	\$3,228.10
	2007 Chevy 4X2 Colorado Regular Cab (White)	\$3,259.77
	2007 Chevy One Ton	\$10,874.40
	2008 F350 Super Cab Dump Truck	\$9,991.25
	Articulating Genie Lift	\$15,176.17
	Cat 690 Dozer	\$186,986.18
	Cat 844 Tractor Buyout	\$132,281.25
	Chevrolet S10	\$8,160.89
	Komatsu Utility Tractor	\$136,448.20
	U6 Water Wagon	\$188,414.06
	U7/8 Water Wagon	\$273,046.87
	Used Toyota Fork Lift	\$5,797.00
	Vacuum Truck	\$209,697.55
	Vacuum Truck	\$123,095.19
	Subtotal Joliet	\$1,311,173.31
Powerton, IL	2011 Man Lift #2	\$7,323.05
	972G Wheel Loader	\$60,630.50
	Caterpillar Dozer, D11R	\$52,122.00
	Manlift	\$8,777.57
	Pick Up Truck, 2008 GMC White Envoy VIN AGKD	\$2,348.40
	Pickup Truck	\$34,336.85
	Powerton Water Wagon	\$55,224.55
	Sierra Truck VIN 1GTN1TEX1CZ258683	\$20,116.34
	Stake Bed Truck	\$30,693.66
	Subtotal Powerton	\$271,572.92
Will County, IL	2010 Express Work Van	\$13,542.00
	2011 Pickup Truck	\$28,953.22
	Aerial Platform Man Lift	\$14,070.00
	C2500 Chevy Pickup Truck	\$4,170.83
	Certified Rebuild D10 Coal Dozer	\$17,388.63
	Certified Rebuild Of D9R01 Tractor	\$93,450.76
	Certified Rebuild Of D9R02 Tractor	\$147,302.83
	D8L Tractor Rebuild	\$386,793.07
	Endloader	\$168,606.97
	EZGO #1	\$7,035.16
	EZGO #2	\$7,035.15
	F250 Pickup Truck	\$13,272.13
	Forklift	\$28,252.78
Forklift For Store Room	\$832.92	

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B25**

(B25) Automobiles, Trucks, Trailers and Other Vehicles

DESCRIPTION OF PROPERTY		CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Location/Department	Description	
Will County, IL	Mobile Crane	\$62,387.50
	Skidsteer Loader	\$40,569.81
	Tractor/Scraper Pans #1	\$71,535.15
	Tractor/Scraper Pans #2	\$71,535.16
	W/C Station Water Wagon	\$105,532.81
	Subtotal Will County	\$1,282,266.88
		\$4,589,697.23

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B28**

(B28) Office Equipment, Furnishings and Supplies

Location/Department	DESCRIPTION OF PROPERTY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Bolingbrook, IL	Autocad Software	\$9,538.68
	Business Recovery For Coal PI	\$167,129.57
	Cash Call Accounting 2007	\$779.11
	Cisco 6513 Switch, Data Center	\$6,760.22
	Cisco Route Switch Modules 2007	\$16,294.98
	EH & S Program	\$810,477.73
	Fleetvision Air Emissions	\$25,750.20
	GMS Enhancement	\$416.67
	Hand Held Program/Operator Rounds	\$144,819.06
	IT Hardware Chicago	\$10,878.21
	IT Infrastructure Hardware	\$263,832.40
	MWG PC Annual Refresh	\$29,039.29
	Network Hardware Refresh (Bolingbrook)	\$244,972.06
	Nisoft Printers Replacement	\$4,463.83
	Pi Server/Hmi Simplifica	\$11,384.14
	Security System Upgrade 2007	\$114.18
	Servers 2009	\$24,304.48
	Video System, Joliet Conference	\$563.62
Subtotal Bolingbrook	\$1,771,518.43	
Joliet, IL	DS3 Equipment, Cisco Router	\$1,164.59
	Fiber Optic Line	\$24,272.36
	Furniture For Training Facility	\$47,310.15
	Remodel Room 103 In Annex - Furniture	\$38,043.47
	TV Monitors At Joliet Annex	\$22,959.62
	Vibration Analyzers	\$7,145.84
Subtotal Joliet	\$140,896.03	
Powerton, IL	Caterpillar Computer Aided	\$242,874.83
	Fleet Communication	\$10,251.54
	U5 Cyclone Burner Management (Repl)	\$557,575.74
	U5 DCS Processor (Repl)	\$142,603.02
	U6 Cyclone Burner Management (Repl)	\$376,620.19
	U6 DCS Processor	\$138,060.87
Subtotal Powerton	\$1,467,986.19	
Will County, IL	CEM Equipment	\$1,445.69
	Fleet Communications	\$15,406.06
	Install New Cable Line In Admin Office	\$711.88
	Video Conferencing Equipment	\$5,855.55
Subtotal Will County	\$23,419.18	
		\$3,403,819.83

Case No. 12-49218 (JPC)

**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Bolingbrook, IL	Creve Coeur Blending Facility	\$1,422,002.29
	Fisk Peaker Equipment	\$400,131.00
	Ottawa Blending Facility	\$1,422,002.29
	Sorbent Trap Mercury Monitor Project	\$112,433.12
	Waukegan Peaker Equipment	<u>\$225,681.00</u>
	Subtotal Bolingbrook	\$3,582,249.70
Joliet, IL	#12 SBAC	\$578,187.73
	34KV UAT 74 Aux Power Switchgear	\$2,267,572.00
	81A & 82A Low Pressure Heater Bundles	\$689,619.06
	Automate Coal Tripper	\$363,265.53
	Breaker House Elevator	\$348,607.03
	Bus 70	\$305,789.68
	Bus 80 Installation	\$381,627.69
	C1 Air Conveyor	\$416,626.37
	Capital Lease	\$339,124,051.54
	Carbon Monoxide Monitors	\$180,265.38
	Chemical Dust Suppression Systems	\$200,904.66
	Coal Handling Cont'l Syst	\$189,963.69
	Coal Handling Locker Room	\$253,290.35
	Condenser Galleries	\$106,384.92
	Dust Control	\$1,830,288.52
	Dust Control	\$1,414,689.15
	Dust Control	\$59,601.20
	Dust Control	\$59,533.77
	Dust Control 05 - Crusher, Breaker, Eng	\$6,977,722.44
	Dust Suppression System	\$315,943.91
	Fossil Separation Project	\$8,557.26
	Gas Metering Project	\$5,123.91
	New Gate House	\$31,319.94
	New Precipitator Rappers	\$418,611.85
	Precipitator Gallery Installation	\$278,784.54
	Rail Track Spur	\$2,473,922.34
	Security Upgrade	\$604,222.56
	U6 ACI	\$2,886,399.87
	U6 ACI Injection Ports	\$221,518.61
	U6 Air Compressor	\$292,588.76
	U6 Air Heater Baskets Replacement	\$1,828,553.84
	U6 Allocated Purchase	\$26,434,146.48
	U6 Automatic Deluge Fire Protection	\$96,349.29
U6 Boiler Floor	\$2,626,675.72	
U6 Cathodic Protection	\$11,045.47	
U6 DCS Upgrade	\$1,482,699.42	
U6 Emergency Diesel Generator	\$303,006.25	

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Joliet, IL	U6 Hydrogen Generator	\$268,128.15
	U6 Hydrogen Purity Meter	\$104,731.07
	U6 Mercury Controls - CEM	\$391,238.64
	U6 Over Fire Air	\$1,897,669.42
	U6 Reheat Piping	\$1,264,686.87
	U6 Reheat Tube Bundles	\$4,315,006.27
	U6 Replace Stacker Plc I/O Controls	\$130,391.44
	U6 RO Installation	\$362,673.59
	U6 Screenwall Tubes	\$631,457.77
	U6 SNCR	\$12,089,563.61
	U6 Stacker Radio Link	\$37,505.53
	U6 Turbine Crane Controls (Repl)	\$90,095.19
	U6 Turbine Supervisory Instrumentation	\$232,212.71
	U7 4K V Switch Gear	\$4,114,852.77
	U7 71 Rh Pendant Tubes	\$2,620,295.48
	U7 ACI	\$2,956,373.04
	U7 ACI Injection Ports	\$173,678.42
	U7 Air Heaters	\$3,743,768.05
	U7 BMS Module Upgrade	\$101,981.04
	U7 DAS Replacement	\$568,270.66
	U7 DCS Ois Enhancement	\$516,679.49
	U7 Flame Scanner Replacement	\$520,132.19
	U7 Hydrogenpurity Cabinets	\$64,550.55
	U7 Mercury Controls - CEM	\$389,576.18
	U7 Mill Steam Inerting Piping	\$315,277.23
	U7 Mill Steam Inerting Valves	\$684,451.48
	U7 Oxygen Probes	\$76,562.14
	U7 Partial Discharge Motor Monitor	\$35,811.55
	U7 Penthouse Ventilation System	\$405,592.60
	U7 Precip Rapper Installation	\$640,920.64
	U7 Rear Sh Division Panels	\$1,812,958.43
	U7 Replace 71A And 72A LP Heater Tube	\$640,516.73
	U7 Replace Condenser Tubes	\$7,741,877.37
	U7 SNCR	\$11,544,667.51
	U7 Stack Platform	\$37,108.02
	U7 Static Exciter	\$807,326.46
	U7 TSI Replacement	\$367,226.56
	U7/8 Deepbed Cathodic Protection	\$43,935.01
	U7/8 Domestic Water Tank	\$319,285.21
	U7/8 FD Fan Galleries	\$122,451.73
	U7/8 Reverse Osmosis Installation	\$567,256.52
	U7/8 Storm Water Improvements	\$54,089.05
	U7/8 System Instrumentation	\$303,841.43
	U7/8 Trash Rake	\$373,346.07

Case No. 12-49218 (JPC)

**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Joliet, IL	U8 4Kv Switchgear	\$3,517,072.42
	U8 81 Boiler Flame Scanner	\$172,771.70
	U8 82 Reheat Pendant Installation	\$3,550,144.87
	U8 ACI	\$2,834,676.31
	U8 ACI Injection Ports	\$197,828.71
	U8 BMS Module Upgrade	\$103,572.56
	U8 Boiler 82 Falme Scanners (06/2010)	\$500,990.60
	U8 Data Acquisition System (DAS)	\$453,984.77
	U8 DCS OIS System	\$387,819.19
	U8 Hot Reheat Piping	\$2,667,367.46
	U8 Hydrogenpurity Cabinets	\$62,949.65
	U8 Hydrojet Cleaning System	\$1,327,122.32
	U8 Install Low Temp Superheat	\$2,867,254.42
	U8 Mercury Controls - CEM	\$429,759.94
	U8 Mill Steam Inerting Electrical	\$11,765,805.57
	U8 Mill Steam Inerting Piping	\$798,832.55
	U8 Mill Steam Inerting Valves	\$668,384.19
	U8 Over Fire Air	\$5,408,891.57
	U8 Oxygen Probes	\$67,798.90
	U8 Partial Discharge On Motors	\$30,578.19
	U8 Penthouse Ventillation System	\$474,312.18
	U8 Replace Air Heaters	\$3,301,511.76
	U8 Replace Condenser (04/2010)	\$5,420,124.53
	U8 SNCR	\$7,078,509.44
	U8 Static Exciter Installation	\$587,514.22
	U8 Turbine Supervisory Instrum. (06/2010)	\$336,960.06
Upgrade Dust Collection Systems	\$237,562.87	
	Subtotal Joliet	\$515,797,581.55
Powerton, IL	6 Channel Simulator Test Kit	\$49,657.21
	61 Boiler Secondary Air Dampers	\$2,907,920.30
	62 Boiler Secondary Air Dampers	\$2,473,356.45
	A&E Conveyor Safety Platforms	\$736,745.36
	Air Heater Basket In 511 & 522	\$487,809.38
	Aqueous Parts Washer	\$3,380.72
	BOP Dc High Voltage Tester	\$24,261.85
	BOP Polisher Panel PLC	\$126,954.80
	Capital Lease	\$483,497,769.24
	Car Dumper	\$2,149,596.94
	CI - 2011 PDM Vibration Monitor	\$15,191.20
	CSI Vibration Meters	\$6,681.87
	Distributed Sniffer Upgrade.	\$4,723.20
	Dust Control	\$579,837.92
	Dust Control	\$551,287.60

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**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Powerton, IL	Dust Control	\$82,266.94
	Fire Detection Services, Material	\$42,447.28
	Hoist	\$13,712.67
	Install Reverse Osmosis Unit	\$293,886.52
	Installation Of New Equalization Tank	\$586,875.64
	Mercury Monitor System Installation	\$484,794.74
	PO0800 Rail Modification - Phase 1	\$10,210,302.68
	Replace U5 Voltage Regulator	\$228,834.70
	Ruger Lift	\$17,488.20
	Safety Winch	\$6,960.20
	Security Project	\$555,330.57
	SNCR Engineering - Powerton U6	\$19,468,743.41
	Stack Flow Instrumentation	\$134,532.64
	Tripper Rooms Dust Collectors, 05	\$2,980,586.54
	Tripper Rooms Dust Collectors, 06	\$795,944.41
	U5 212 And 212A Valve Replacements	\$2,322,813.47
	U5 51/52 Complete OFA NOX Control System	\$3,365,986.78
	U5 ACI Injection Ports	\$210,036.46
	U5 Activated Carbon Injection	\$3,777,180.54
	U5 Air Heater Baskets	\$651,211.34
	U5 Bailey DCS & Power Supply	\$120,233.40
	U5 Cyclone Secondary Air Damper Mod - 51 Boiler	\$3,048,445.45
	U5 Cyclone Secondary Air Damper Mod - 52 Boiler	\$3,326,681.24
	U5 Hot Reheat Piping Replacement	\$33,472.96
	U5 HP Heaters Replacements	\$3,096,064.26
	U5 MCR Bailey Consoles (Replacement)	\$414,703.38
	U5 Neural Net Addition	\$71,186.92
	U5 Overfire Air	\$146,767.36
	U5 Overfire Air Project	\$666,757.31
	U5 SNCR Engineering	\$16,921,762.16
	U5 Startup Pipe Hangers	\$478,229.20
	U5/U6 Replace Bailey Power Supplies	\$29,249.55
	U6 ACI Injection Ports	\$155,481.72
	U6 Activated Carbon Injection	\$3,488,809.25
	U6 Bailey DCS & Power Supply	\$120,216.33
	U6 BLR 2nd Pass Wraparound Installation	\$367,344.99
	U6 Demin System	\$116,153.28
	U6 Electrostatic Precipitator Control	\$224,533.56
	U6 Generator Stator Rewind	\$6,888,883.09
	U6 Hot Reheat Piping Replacement	\$4,619,385.64
	U6 HP Heaters	\$2,778,442.62
	U6 MCR Bailey Consoles (Replacement)	\$461,864.64
	U6 NOX CO & O2 Monitor Installation	\$243,381.65
	U6 Overfire Air Project	\$1,625,476.69

Case No. 12-49218 (JPC)

**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Powerton, IL	U6 Replace 61 Boiler Psh & Rh Connect Tubes	\$4,551,444.53
	U6 SSH Wraparound Tubes - 61,62 Boilers	\$1,606,456.81
	U6 SSH Wraparound Tubes - 61,62 Boilers	\$1,538,079.19
	U6 SSH Wraparound Tubes - 61,62 Boilers	\$372,609.77
	U6 Startup Pipe Hangers	\$785,966.86
	U6 Thermal Drains	\$829,043.59
	U6 Voltage Regulator (Replacement)	\$190,355.63
	Subtotal Powerton	\$599,162,592.80
Will County, IL	Allocated Purchase Pe	\$150,037,624.02
	Ash Handling	\$536,919.64
	Boiler Circulating Water	\$4,117,851.18
	Boiler Combustion Air	\$314,798.61
	Boiler Instrumental Controls	\$1,424,844.71
	Car Dumper Enclosure	\$89,191.77
	Coal Pile Runoff Enclosure	\$373,932.43
	Coal Scales	\$100,892.34
	Coal Tunnel Electric Lights	\$28,399.43
	Coal Tunnel Utilities	\$123,030.06
	Dust Control	\$175,068.34
	Dust Control	\$114,860.72
	Dust Mitigation Project	\$1,151,376.40
	Feedwater Heater Drains	\$326,724.84
	Flex Plant	\$197,063.41
	Hot Reheat Piping	\$558,220.69
	Install Reverse Osmosis System	\$243,411.42
	Overfire Air	\$4,425,279.89
	Precipitator	\$3,586,292.30
	Radiation Level Detectors	\$77,892.27
	Security Enhancement	\$322,031.67
	SNCR - Trona Unit 3	\$10,200,256.31
	SNCR - Trona Unit 4	\$6,974,285.36
	Soda Ash Addition Systems	\$945,996.66
	Transfer House Chutes Dust Control	\$443,036.92
	Transfer House Washdown Dust Control	\$87,963.93
	U1 Boiler Outage Fall	\$1,898,329.82
	U1 Hot Reheat Piping	\$656,314.94
	U1 Turbine Outage Fall	\$801,231.75
	U1 Turbine Water Induction Protection	\$91,887.82
	U2 Boiler Outage Fall	\$1,557,202.56
U2 Hot Reheat Piping	\$1,281,182.42	
U2 Turbine	\$256,662.40	
U2 Turbine Outage Fall	\$2,094,873.87	
U2 Turbine Water Induction Protection	\$129,374.72	

Case No. 12-49218 (JPC)

**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B29**

(B29) Machinery, Fixtures, Equipment and Supplies Used in Business

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Location	Description	
Will County, IL	U3 Activated Carbon Injection System	\$2,763,775.95
	U3 Boiler Outage Fall	\$980,427.78
	U3 Mercury Controls	\$372,211.37
	U3 Mill Steam Inerting Electrical	\$2,196,186.77
	U3 Mill Steam Inerting Piping	\$2,196,845.56
	U3 Mill Steam Inerting Valves	\$2,196,186.62
	U3 Turbine Water Induction Protection	\$710,909.30
	U4 480V Switchgear Replacement	\$437,836.73
	U4 ACI Injection Ports	\$295,537.63
	U4 Activated Carbon Injection System	\$2,666,465.00
	U4 Hot Reheat Piping	\$2,534,547.26
	U4 Hp Feedwater Heaters	\$1,461,152.99
	U4 HP Generator Field Replacement	\$5,869,135.32
	U4 HP Stator Rewind	\$6,463,017.48
	U4 Mercury Controls	\$391,239.14
	U4 Mill Steam Inerting Electrical	\$2,185,725.76
	U4 Mill Steam Inerting Piping	\$2,388,391.29
	U4 Mill Steam Inerting Valves	\$2,378,583.86
	U4 New Main Power Transformer	\$5,635,855.00
		Subtotal Will County
		<u>\$1,358,410,760.48</u>

Case No. 12-49218 (JPC)

Midwest Generation, LLC
 SCHEDULES OF ASSETS AND LIABILITIES
 ATTACHMENT B30

(B30) Inventory

DESCRIPTION AND LOCATION OF PROPERTY		DEBTOR'S INTEREST IN PROPERTY
Inventory Description	Location	
Fuel - Oil	Various	\$3,368,041.06
Fuel - Coal		\$129,020,232.54
Fuel - Gas		\$184,443.60
Fuel - Activated Carbon		\$2,790,689.68
Fuel - Urea		\$710,281.70
Critical Spare Parts		\$5,326,443.32
Inventory - Station Stores		\$41,125,651.66
Inventory - Refurbishments		\$148,013.25
Obsolescence Reserve		(\$1,286,819.64)
		<u>\$181,386,977.17</u>

Case No. 12-49218 (JPC)

**Midwest Generation, LLC
SCHEDULES OF ASSETS AND LIABILITIES
ATTACHMENT B35**

(B35) Other Personal Property of Any Kind Not Already Listed

DESCRIPTION AND LOCATION OF PROPERTY		CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Description	Location	
Asset Retirement Oblig-FAS143, net	235 Remington Blvd., Suite A	\$27,312.22
Business Interruption Claim	Bolingbrook, IL 60440	\$134,692.11
Cash flow hedge - Financial Instruments		\$2,879,587.63
CIP - Reconciliation account & Non Reconciliation account, net		\$36,858,650.08
Deferred Acquisition Cost, net		\$5,582,815.28
Deferred Tax Benefits-LT		\$81,719,406.32
Derivatives - Financial Instruments		\$2,256,965.67
Excess Cost Over Allocation, net		\$268,757,569.48
Inventory - Season/Annual NOX & SO2 Credits		\$163,755.00
Leasehold Improvements, net		\$102,609.43
NOX Emission Allowances, net		\$177,752,965.02
Prepaid Air/Water Permit		\$1,262,132.38
Prepaid Insurance		\$6,799,722.00
Prepaid Invoices		\$144,868.40
Prepaid Rent - ST		\$670,504.85
Property Claim		\$246,187.88
Restricted Cash - Security Deposits		\$4,498,906.50
SO2 Emission Allowances, net		\$200,568,110.68
		\$790,426,760.93

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)
))	

**AMENDED SCHEDULES OF ASSETS AND LIABILITIES FOR
MIDWEST GENERATION, LLC, CASE NO. 12-49218 (JPC)**

SUPPLEMENT TO SCHEDULE F²

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 These amended schedules incorporate by reference and must be considered in connection with the *Global Notes and Statement of Limitations, Methodologies, and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs*, attached to the Schedules of Assets and Liabilities [Docket No. 469].

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

	C O D E B T O R	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
		H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.					
1	ACCOUNT NO: DONALD CLAYBAUGH			Indemnification	X	X		Undetermined
2	ACCOUNT NO: DEBTOR EMPLOYEES			Accrued Vacation Pay*		X		\$793,598.24
3	ACCOUNT NO: KAREN HOUSE			Indemnification	X	X		Undetermined
4	ACCOUNT NO: JOHN C KENNEDY			Indemnification	X	X		Undetermined
5	ACCOUNT NO: MARIA LITOS			Indemnification	X	X		Undetermined

Sub -Total >
(Total of this Page) **\$793,598.24**

2 continuation sheets attached

* Details regarding individual employees' accrued vacation claims have been or will be provided upon request to the Office of the United States Trustee for the Northern District of Illinois and the advisors to the official committee of unsecured creditors appointed in these chapter 11 cases and the ad hoc committee of certain holders of Edison Mission Energy's senior unsecured notes.

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
		H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
6	ACCOUNT NO: FRED W MCCLUSKEY				X	X	Undetermined
7	ACCOUNT NO: DANIEL D MCDEVITT				X	X	Undetermined
8	ACCOUNT NO: DOUGLAS R MCFARLAN				X	X	Undetermined
9	ACCOUNT NO: AARON MOSS				X	X	Undetermined
10	ACCOUNT NO: CRYSTAL S NEEDHAM				X	X	Undetermined
11	ACCOUNT NO: WILLIAM (TRES) M PETMECKY III				X	X	Undetermined
12	ACCOUNT NO: MARIA RIGATTI				X	X	Undetermined

Sub - Total >
(Total of this Page) **Undetermined**

In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	Amount of Claim
		H W J C	Date Claim was Incurred and Consideration for Claim. If claim is subject to Setoff, so state.				
13	ACCOUNT NO: CINDY VANDRAN						Undetermined
14	ACCOUNT NO: ANDREA WOOD						Undetermined

Sub -Total >
(Total of this Page)
Total >

Undetermined
\$793,598.24

United States Bankruptcy Court
Northern District of Illinois

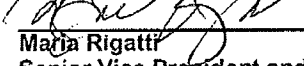
In re Midwest Generation, LLC, Case No. 12-49218 (JPC)
Debtor Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Senior Vice President and Chief Financial Officer of Edison Mission Energy, the parent company of the Debtor in this Chapter 11 case, declare under penalty of perjury that I have read or have directed the review of the foregoing summary and schedules, consisting of 21 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date July 1, 2013

Signature: 
Maria Rigatti
Senior Vice President and Chief Financial Officer
of Edison Mission Energy

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*