

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)	
)		

**NOTICE OF FILING OF AMENDMENTS TO
DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES**

YOU ARE RECEIVING THIS NOTICE BECAUSE THE DEBTORS HAVE IDENTIFIED YOU AS A POTENTIAL CLAIMANT AND ARE AMENDING THEIR ORIGINAL SCHEDULES TO INCLUDE YOUR POTENTIAL CLAIM. PLEASE TAKE NOTICE THAT YOUR RIGHTS MAY BE AFFECTED BY THE FILING OF THESE AMENDED SCHEDULES. THEREFORE, YOU ARE ADVISED TO CAREFULLY REVIEW THE INFORMATION CONTAINED IN THIS NOTICE AND THE AMENDED SCHEDULES.

PLEASE TAKE NOTICE that on February 14, 2013, Edison Mission Energy and certain of its domestic subsidiaries (collectively, the “Initial Debtors”) filed their respective *Schedules of Assets and Liabilities* [Docket Nos. 469, 471, 473, 475, 477, 479, 481, 483, 484, 486, 488, 490, 492, 494, 496, 498, and 500] (collectively, the “Initial Debtors’ Schedules”) with the United States Bankruptcy Court for the Northern District of Illinois (the “Court”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and rule 1007(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

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.

PLEASE TAKE FURTHER NOTICE that on May 16, 2013, EME Homer City Generation L.P., Homer City Property Holdings, Inc., and Edison Mission Finance Co. (together with the Initial Debtors, the “Debtors”) filed their respective *Schedules of Assets and Liabilities* [Docket Nos. 787, 789, and 791] (together with the Initial Debtors’ Schedules, the “Original Schedules”) with the Court pursuant to section 521 of the Bankruptcy Code and Bankruptcy Rule 1007(b).

PLEASE TAKE FURTHER NOTICE that on July 2, 2013, the Debtors filed certain amendments to the Original Schedules (the “Amended Schedules”) to include certain claims and potential claims (the “Newly Scheduled Claims”) that were not identified in the Original Schedules.

PLEASE TAKE FURTHER NOTICE that certain Newly Scheduled Claims have been marked as contingent, unliquidated, and/or disputed. Pursuant to the *Order (A) Setting Bar Dates for Filing Proof 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”), any claimant holding a contingent, unliquidated, or disputed claim is required to file a proof of claim; provided, however, the Debtors’ directors, managers, and officers shall not be required to file proofs of claim with respect to claims for indemnification identified in the Amended Schedules. Pursuant to the Bar Date Order, the deadline to file proofs of claim related to the Newly Scheduled Claims shall be **August 16, 2013, at 5:00 p.m., prevailing Central Time**, which is more than thirty (30) days from the date that notice of the Amended Schedules was given (the “Amended Schedules Bar Date”), unless the Court orders otherwise.

PLEASE TAKE FURTHER NOTICE that the following procedures for the filing of proofs of claim shall apply.

- (a) Proofs of claim must conform substantially to Official Bankruptcy Form No. 10, attached hereto as **Exhibit A**.
- (b) Proofs of claim must be filed either by U.S. Postal Service mail, overnight delivery, or hand delivery of the original proof of claim to GCG, Inc. (the "Notice and Claims Agent") at the Edison Mission Energy Claims Processing, c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017.
- (c) Proofs of claim will be deemed filed only when received by the Notice and Claims Agent or the Clerk of the Bankruptcy Court on or before the Amended Schedules Bar Date.
- (d) Proofs of claim must: (i) be signed; (ii) include supporting documentation (if voluminous, attach a summary) or an explanation as to why documentation is not available; (iii) be in the English language; and (iv) be denominated in United States currency.
- (e) Proofs of claim must specify by name and case number the Debtor against which the claim is filed; if the holder asserts a claim against more than one Debtor or has claims against different Debtors, a separate proof of claim form must be filed with respect to each Debtor.

PLEASE TAKE FURTHER NOTICE that if you fail to file a proof of claim by the Amended Schedules Bar Date according to the procedures set forth herein, you will be bound by the classification and/or amount of liability set forth in the Amended Schedules.

PLEASE TAKE FURTHER NOTICE that, copies of the Original Schedules and Amended Schedules are available: (i) from the Notice and Claims Agent by calling (866) 241-6491 and on the Debtors' restructuring website at www.edisonmissionrestructuring.com; and/or (ii) for inspection on the Court's Internet website at www.ilnb.uscourts.gov. A login and password to the Court's Public Access to Electronic Court Records are required to access this information and can be obtained at www.pacer.psc.uscourts.gov. Copies of the Original Schedules and Amended Schedules may also be examined between the hours of 8:30 a.m. and

4:30 p.m., prevailing Central Time, Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, 219 South Dearborn Street, Chicago, Illinois 60604.

Dated: July 2, 2013

/s/ David R. Seligman, P.C.

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*Counsel to Debtor Camino Energy Company
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and Debtors in Possession*

Exhibit A

Proof of Claim Form



UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF ILLINOIS				PROOF OF CLAIM
Name of Debtor (Check Only One): <input type="checkbox"/> Edison Mission Energy <input type="checkbox"/> Camino Energy Company <input type="checkbox"/> Chestnut Ridge Energy Company <input type="checkbox"/> Edison Mission Energy Fuel Services, LLC <input type="checkbox"/> Edison Mission Fuel Resources, Inc. <input type="checkbox"/> Edison Mission Fuel Transportation, Inc. <input type="checkbox"/> Edison Mission Holdings Co. <input type="checkbox"/> Edison Mission Midwest Holdings Co. <input type="checkbox"/> Midwest Finance Corp.	Case No. 12-49219 12-49222 12-49220 12-49221 12-49223 12-49224 12-49225 12-49226 12-49227	Name of Debtor (Check Only One): <input type="checkbox"/> Midwest Generation EME, LLC <input type="checkbox"/> Midwest Generation, LLC <input type="checkbox"/> Midwest Generation Procurement Services, LLC <input type="checkbox"/> Midwest Peaker Holdings, Inc. <input type="checkbox"/> Mission Energy Westside, Inc. <input type="checkbox"/> San Joaquin Energy Company <input type="checkbox"/> Southern Sierra Energy Company <input type="checkbox"/> Western Sierra Energy Company	Case No. 12-49228 12-49218 12-49229 12-49230 12-49231 12-49232 12-49233 12-49234	<p style="text-align: center;"><u>Your Claim is Scheduled As Follows:</u></p> <p>If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, EXCEPT AS FOLLOWS: If the amount shown is listed as any of DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim MUST be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.</p>
NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.				
Name of Creditor (the person or other entity to whom the Debtor owes money or property):	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.			If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, EXCEPT AS FOLLOWS: If the amount shown is listed as any of DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim MUST be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.
Name and address where notices should be sent:	Court Claim Number: <hr style="width: 80%; margin: 5px auto;"/> (If known)			
Telephone number: Email Address:	Filed on: <hr style="width: 80%; margin: 5px auto;"/>			
Name and address where payment should be sent (if different from above): Telephone number: Email Address:	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.			
1. Amount of Claim as of Date Case Filed: \$ _____ If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. If all or part of the claim arises from the value of any goods received by the Debtor within 20 days before December 17, 2012, the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business, pursuant to 11 U.S.C. § 503(b)(9), complete item 6. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.				
2. Basis for Claim: (See instruction #2)				
3. Last four digits of any number by which creditor identifies Debtor: _____	3a. Debtor may have scheduled account as: <hr style="width: 80%; margin: 5px auto;"/> (See instruction #3a)		3b. Uniform Claim Identifier (optional): ----- (See instruction #3b)	
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.				
Nature of property or right of setoff:			Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____	
<input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other			Basis for perfection: _____	
Describe: _____			Amount of Secured Claim: \$ _____	
Value of Property: \$ _____			Amount Unsecured: \$ _____	
Annual Interest Rate _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)				
5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507 (a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.				
<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507 (a)(1)(A) or (a)(1)(B).		<input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the Debtor's business ceased, whichever is earlier – 11 U.S.C. § 507 (a)(4).		Amount entitled to priority: \$ _____
<input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507 (a)(7).		<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8).		
<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).		<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).		
*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.				
6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before December 17, 2012, the date of commencement of the above cases, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ _____				
7. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7)				

8. Documents: Attached are **redacted** copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. [If the claim is secured, box 4 has been completed, and **redacted** copies of documents providing evidence of perfection of a security interest are attached. (See instruction #8, and the definition of "redacted".)]
 DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.
 If the documents are not available, please explain: _____

9. Signature: (See instruction #9) Check the appropriate box.
 I am the creditor I am the creditor's authorized agent. I am the trustee, or the Debtor, or their authorized agent. (See Bankruptcy Rule 3004.) I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)
 (Attach copy of power of attorney, if any.)
 I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.
 Print Name: _____
 Title: _____ (Signature) _____ (Date)
 Company: _____
 Address and telephone number (if different from notice address above):

 Telephone number: _____ email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the Debtor, exceptions to these general rules may apply. The attorneys for the Debtors and their court-appointed claims agent, GCG, are not authorized and are not providing you with any legal advice.

PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: **IF BY MAIL:** EDISON MISSION ENERGY, ET AL., C/O GCG, P.O. BOX 9942, DUBLIN, OH 43017-5942. **IF BY HAND OR OVERNIGHT COURIER:** EDISON MISSION ENERGY, ET AL., C/O GCG, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.

THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS JUNE 17, 2013 AT 4:00 P.M. (PREVAILING CENTRAL TIME)
 THE GOVERNMENTAL BAR DATE IN THESE CHAPTER 11 CASES IS JUNE 17, 2013 AT 4:00 P.M. (PREVAILING CENTRAL TIME)

Items to be completed in Proof of Claim Form

Court, Name of Debtor, and Case Number:
 These chapter 11 cases were commenced in the United States Bankruptcy Court for the Northern District of Illinois on December 17, 2012 (the "Petition Date"). You should select the Debtor against which you are asserting your claim.
A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR.
Creditor's Name and Address:
 Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).
1. Amount of Claim as of Date Case Filed:
 State the total amount owed to the creditor on the Petition Date. Follow the instructions concerning whether to complete items 4, 5 and 6. Check the box if interest or other charges are included in the claim.
2. Basis for Claim:
 State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to your claim.
3. Last Four Digits of Any Number by Which Creditor Identifies Debtor: State only the last four digits of the Debtor's account or other number used by the creditor to identify the Debtor.
3a. Debtor May Have Scheduled Account As:
 Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the Debtor.
3b. Uniform Claim Identifier:
 If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.
4. Secured Claim:
 Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a):
 If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.
6. Claim Pursuant to 11 U.S.C. § 503 (b)(9):
 If you have a claim arising from the value of any goods received by the Debtor within 20 days before December 17, 2012, the date of commencement of the above cases, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business, state the amount of such claim and attach documentation supporting such claim. (See DEFINITIONS, below.)
7. Credits:
 An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the Debtor credit for any payments received toward the debt.
8. Documents:
 Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential healthcare information. Do not send original documents, as attachments may be destroyed after scanning.
9. Date and Signature:
 The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

INFORMATION

Debtor

A Debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is the person, corporation, or other entity to whom the Debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. § 101(10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the Debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the Debtor on the date of the bankruptcy filing. The creditor must file the form with GCG as described in the instructions above and in the Bar Date Notice.

Section 503(b)(9) Claim

A Section 503(b)(9) claim is a claim for the value of any goods received by the Debtor within 20 days before the date of commencement of a bankruptcy case in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the Debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a Debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the Debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive a date-stamped copy of your proof of claim form, please provide a self-addressed stamped envelope and a copy of your proof of claim form when you submit the original to GCG. You will also receive an acknowledgment letter from GCG after your proof of claim form has been processed.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the Debtor. These entities do not represent the bankruptcy court or the Debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

Display of Proof of Claim on Case Administration Website

As the official claims agent, and in accordance with Federal Bankruptcy Rule 9037(g), GCG will display the first page of your proof of claim form on the case administration website. Please be aware that any personal information not otherwise redacted on your proof of claim form will be displayed over the internet.

ATTACHMENT A

List of Debtors and Case Numbers

Indicate on the face of the Proof of Claim form the Debtor against which you assert a claim.

Choose only one Debtor for each Proof of Claim form.

- Edison Mission Energy 12-49219
- Camino Energy Company 12-49222
- Chestnut Ridge Energy Company 12-49220
- Edison Mission Energy Fuel Services, LLC 12-49221
- Edison Mission Fuel Resources, Inc. 12-49223
- Edison Mission Fuel Transportation, Inc. 12-49224
- Edison Mission Holdings Co. 12-49225
- Edison Mission Midwest Holdings Co. 12-49226
- Midwest Finance Corp. 12-49227
- Midwest Generation EME, LLC 12-49228
- Midwest Generation, LLC 12-49218
- Midwest Generation Procurement Services, LLC 12-49229
- Midwest Peaker Holdings, Inc. 12-49230
- Mission Energy Westside, Inc. 12-49231
- San Joaquin Energy Company 12-49232
- Southern Sierra Energy Company 12-49233
- Western Sierra Energy Company 12-49234