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FIRSTENERGY CORP
Form 35-CERT
May 31, 2002

SEC File No. 70-9793

And

SEC FILE NO. 70-9941

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

CERTIFICATE PURSUANT TO

RULE 24

OF PARTIAL COMPLETION OF

TRANSACTIONS

FirstEnergy Corp.

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In the matter of           :
FirstEnergy Corp.         :   Certificate Pursuant
                           :   to Rule 24 of Partial
                           :   Completion of
                           :   Transactions
SEC File No. 70-9793      :
SEC File No. 70-9941      :
(Public Utility Holding Company Act :
of 1935)                  :
-----:

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TO THE MEMBERS OF THE SECURITIES AND EXCHANGE COMMISSION:

The undersigned, FirstEnergy Corp (FirstEnergy) hereby certifies pursuant to Rule 24 of the Rules and Regulations under the Public Utility Holding Company Act of 1935 (the Act), that certain of the transactions proposed in the Applications, as amended, filed in SEC File No. 70-9793 and SEC File No. 70-9941, respectively, have been carried out in accordance with the Commission's Orders dated with respect to the said Applications as follows:

1. During the period January 1, 2002 through March 31, 2002, there were no sales of common stock or Preferred Securities by FirstEnergy.

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2. FirstEnergy issued 383,324 shares of common stock pursuant to options granted under employee benefit plans and dividends reinvestment plans during the first quarter of 2002.

3. During the period January 1, 2002 through March 31, 2002, no FirstEnergy common stock was transferred to a seller of securities of a company being acquired.

4. During the first quarter of 2002, the following guarantees were made by FirstEnergy to support activities of its subsidiaries, FirstEnergy Solutions Corp. (FE Solutions), FirstEnergy Facilities Services Group, LLC (FE Facilities), FirstEnergy Ventures Corp (FE Ventures) and FirstEnergy Generation (FE Generation):

FE Solutions (Trading - Electric)

| Beneficiary ----- | Amount ----- | Terms ----- | Purpose of Guarantee ----- |
|---------------------------------------|-----------------|----------------|----------------------------------|
| AES NewEnergy | 1,500,000 | (a) | (b) |
| Allegheny Energy | 3,000,000 | (a) | (b) |
| American Electric Power Corp | 25,000,000 | (a) | (b) |
| American Transmission System | 500,000 | (a) | (b) |
| Aquila Energy Marketing | 8,000,000 | (a) | (b) |
| BP Energy Trading | 3,000,000 | (a) | (b) |
| Cargil Alliant | 1,000,000 | (a) | (b) |
| Carolina Power & Light | 500,000 | (a) | (b) |
| Cinergy Capital & Trading | 250,000 | (a) | (b) |
| Cinergy Services, Inc. | 10,000,000 | (a) | (b) |
| CMS Marketing, Service and Trading | 1,500,000 | (a) | (b) |
| Conectiv Energy Supply | 2,000,000 | (a) | (b) |
| Constellation Power Source | 5,000,000 | (a) | (b) |

2

| | | | |
|---|------------|-----|-----|
| Consumers Energy | 250,000 | (a) | (b) |
| Coral Energy | 5,000,000 | (a) | (b) |
| Dayton Power & Light | 3,000,000 | (a) | (b) |
| Delmarva Power & Light Co. | 750,000 | (a) | (b) |
| Detroit Edison Co. | 500,000 | (a) | (b) |
| DTE Energy Trading | 3,500,000 | (a) | (b) |
| Duke Power | 1,500,000 | (a) | (b) |
| Dynegy Power Marketing | 5,000,000 | (a) | (b) |
| El Paso Merchant Energy -Gas, LP | 5,000,000 | (a) | (b) |
| Energy USA - TPC | 2,000,000 | (a) | (b) |
| Entergy - Koch Trading | 5,000,000 | (a) | (b) |
| Exelon Generation | 4,000,000 | (a) | (b) |
| Michigan Electric Transmission | 250,000 | (a) | (b) |
| Midwest ISO | 2,000,000 | (a) | (b) |
| Morgan Stanley Capital Group Inc. | 5,000,000 | (a) | (b) |
| New York Independent System Operator | 1,000,000 | (a) | (b) |
| New York State Electric & Gas | 500,000 | (a) | (b) |
| Northern Indiana Public Svc | 1,000,000 | (a) | (b) |
| Orion Power Midwest | 2,500,000 | (a) | (b) |
| PJM Interconnection | 20,000,000 | (a) | (b) |
| PP&L EnergyPlus | 15,000,000 | (a) | (b) |
| Public Service Electric & Gas | 9,000,000 | (a) | (b) |

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| | | | |
|---------------------------------|-----------|-----|-----|
| Reliant Energy Services | 5,000,000 | (a) | (b) |
| Sempra Energy Trading Corp. | 2,500,000 | (a) | (b) |
| Southern Energy Marketing | 3,000,000 | (a) | (b) |
| Tractebel Energy Marketing | 1,000,000 | (a) | (b) |
| TransAlta Energy Marketing Inc. | 500,000 | (a) | (b) |
| Virginia Power | 5,000,000 | (a) | (b) |
| Williams Energy Services | 5,000,000 | (a) | (b) |

FE Solutions (Trading - Gas)

| | | | |
|--|------------|-----|-----|
| AEP Energy Services Corp. | 7,500,000 | (a) | (b) |
| ANR Pipeline | 50,000 | (a) | (b) |
| Aquila Energy | 5,000,000 | (a) | (b) |
| Atlas Resources | 10,000,000 | (a) | (b) |
| BP Amoco | 2,500,000 | (a) | (b) |
| BP Energy | 8,000,000 | (a) | (b) |
| Cargil | 4,000,000 | (a) | (b) |
| Catalyst Energy | 630,000 | (a) | (b) |
| Cinergy Marketing & Trading | 4,000,000 | (a) | (b) |
| CMS Marketing, Services & Trade | 1,000,000 | (a) | (b) |
| CoEnergy Trading | 4,000,000 | (a) | (b) |
| Colonial Energy | 1,000,000 | (a) | (b) |
| Columbia Gas Transmission Corp. | 2,500,000 | (a) | (b) |
| Columbia Gulf Transmission Co. | 1,000,000 | (a) | (b) |
| Coral Energy Resources | 1,000,000 | (a) | (b) |
| Dominion Field Services | 2,000,000 | (a) | (b) |
| Dominion Retail | 1,000,000 | (a) | (b) |
| Dominion Transmission | 3,000,000 | (a) | (b) |
| Duke Energy Trading and Marketing LLC | 2,500,000 | (a) | (b) |

3

| | | | |
|--|------------|-----|-----|
| Dynergy Marketing & Trade | 6,000,000 | (a) | (b) |
| El Paso Merchant Energy | 6,500,000 | (a) | (b) |
| Energy USA -TPC | 4,000,000 | (a) | (b) |
| Equitable Energy, LLC | 3,000,000 | (a) | (b) |
| Equitable Gas | 1,000,000 | (a) | (b) |
| Markwest Hydrocarbon | 1,000,000 | (a) | (b) |
| MidAmerican Energy | 1,500,000 | (a) | (b) |
| Morgan Stanley Capital Natural Fuel Gas . Distribution Corp. | 250,000 | (a) | (b) |
| NJR Energy Services | 9,000,000 | (a) | (b) |
| ONEOK Energy Marketing | 5,000,000 | (a) | (b) |
| Paribas Bank | 5,000,000 | (a) | (b) |
| PEPCO Energy Services | 1,000,000 | (a) | (b) |
| ProLiance Energy | 4,000,000 | (a) | (b) |
| Prudential Securities | 25,000,000 | (a) | (b) |
| Public Service Electric & Gas | 1,000,000 | (a) | (b) |
| Reliant Energy Services | 7,000,000 | (a) | (b) |
| Sempra Energy Trading | 1,000,000 | (a) | (b) |
| South Jersey Resource Group | 950,000 | (a) | (b) |
| Southern Company Energy Marketing | 4,000,000 | (a) | (b) |
| Tennessee Gas Pipeline | 1,000,000 | (a) | (b) |
| Texaco Natural Gas | 3,000,000 | (a) | (b) |
| Texas Eastern Transmission | 500,000 | (a) | (b) |

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| | | | |
|--|-----------|-----|-----|
| TXU Energy Trading | 5,000,000 | (a) | (b) |
| Virginia Power Energy / Virginia Power Services | 5,000,000 | (a) | (b) |
| Vista Resources | 1,000,000 | (a) | (b) |
| Western Gas Resources | 4,000,000 | (a) | (b) |
| Williams Energy Services | 8,000,000 | (a) | (b) |
| WPS Energy Services | 6,000,000 | (a) | (b) |

FE Solutions (Long-Term Supply Contracts)

| | | | |
|-------------------------|------------|---------|-----|
| Constellation | 46,000,000 | 5 Years | (b) |
| NRG Lake Plant Contract | 30,000,000 | 5 Years | (b) |

FE Generation (Fuel Marketing/Coal)

| | | | |
|---|-----------|-----|-----|
| Aquila Energy Marketing | 2,000,000 | (a) | (c) |
| Catepillar Equipment Lease | 865,000 | (a) | (c) |
| DTE Coal Services | 500,000 | (a) | (c) |
| MichCon - Sumpster Facility Construction | 6,800,000 | (a) | (c) |
| Peabody Coaltrade | 5,000,000 | (a) | (c) |
| PSEG Energy Resources | 1,000,000 | (a) | (c) |
| Southern Energy Marketing | 1,000,000 | (a) | (c) |

FE Solutions (Retail)

| | | | |
|---------------------------|------------|-----|-----|
| Akron Center Plaza | 1,000,000 | (a) | (d) |
| Pitt. Medical Center | 800,000 | (a) | (d) |
| Allegheny Power | 225,000 | (a) | (d) |
| American Electric Power | 1,100,000 | (a) | (d) |
| Atlantic City Electric | 21,500,000 | (a) | (d) |
| Atlantic City Electric | 750,000 | (a) | (d) |
| Baltimore Gas & Electric | 25,000 | (a) | (d) |
| Cincinnati Gas & Electric | 2,600,000 | (a) | (d) |
| Columbia Gas of Ohio | 1,500,000 | (a) | (d) |

4

| | | | |
|-----------------------------|------------|-----|-----|
| Dayton Power & Light | 280,000 | (a) | (d) |
| Delmarva Power & Light | 25,000 | (a) | (d) |
| Detroit Edison | 1,000,000 | (a) | (d) |
| Dominion Peoples | 1,000,000 | (a) | (d) |
| GSA Ohio Bid | 6,000,000 | (a) | (d) |
| Jersey Central P&L | 8,600,000 | (a) | (d) |
| Northern Indiana Public Svc | 7,350,000 | (a) | (d) |
| PJM | 1,500,000 | (a) | (d) |
| Potomac Electric Power | 25,000 | (a) | (d) |
| Public Service Electric | 43,000,000 | (a) | (d) |
| Public Service Electric | 500,000 | (a) | (d) |
| State of Michigan | 100,000 | (a) | (d) |

FE Facilities - HVAC

| | | | |
|------------------|------------|---------|-----|
| Wachovia | 1,100,000 | 1 Year | (e) |
| GE Capital | 3,000,000 | 5 Years | (f) |
| GE Capital | 10,000,000 | 5 Years | (f) |
| Fifth Third Bank | 2,000,000 | 1 Year | (e) |

FE Ventures

| | | | |
|-------------------------|------------|---------|-----|
| Fleet National Bank | 12,000,000 | 3 Years | (e) |
| Chase Manhattan Bank | 15,000,000 | 2 Years | (g) |
| General Services Admin. | 800,000 | 2 Years | (h) |

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| | | | |
|--------------------|------------|---------|-----|
| National City Bank | 10,000,000 | 5 Years | (i) |
| First Merit Bank | 9,624,000 | 1 Year | (j) |

- (a) Such guarantees are issued for a one year term, with a ten-day termination right by FirstEnergy
- (b) Parental guarantees issued by FirstEnergy to provide credit support for electric power and natural gas purchases by subsidiary
- (c) Credit backstop to support coal and emission trading
- (d) Credit requirement in non-FirstEnergy service territories
- (e) Credit backstop to revolving credit agreement
- (f) Credit backstop equipment lease agreement
- (g) Bruce Mansfield oxidation project credit backstop
- (h) Credit backstop federal courthouse project
- (i) Credit backstop for real estate financing
- (j) Credit backstop for two FirstEnergy airplane leases

5. During the period January 1, 2002 through March 31, 2002, the FirstEnergy Companies issued the following indebtedness:

| | Transaction Date | Maturity Date | Rate | Transaction Amount | Loan Balance |
|------------------------|---------------------|------------------|------|-----------------------|--------------|
| | ----- | ----- | --- | ----- | ----- |
| CitiBank (FE Revolver) | | | | | |
| FirstEnergy | 1/7/02 | 1/14/02 | 2.93 | (40,000,000) | 100,056,875 |
| FirstEnergy | 1/14/02 | 1/14/02 | 0.00 | (75,000,000) | 0 |
| FirstEnergy | 1/14/02 | 2/13/02 | 2.93 | 0 | 100,243,750 |
| FirstEnergy | 1/18/02 | 1/25/02 | 2.86 | (50,000,000) | 20,011,131 |
| FirstEnergy | 1/25/02 | 2/1/02 | 2.86 | (10,000,000) | 10,005,565 |
| FirstEnergy | 1/28/02 | 2/11/02 | 2.86 | 100,000,000 | 100,111,319 |
| FirstEnergy | 1/28/02 | 2/27/02 | 2.81 | 0 | 250,585,937 |
| FirstEnergy | 1/31/02 | 2/14/02 | 2.93 | 40,000,000 | 40,045,500 |
| FirstEnergy | 2/1/02 | 2/1/02 | 0.00 | (10,000,000) | 0 |
| FirstEnergy | 2/11/02 | 2/11/02 | 0.00 | (100,000,000) | 0 |
| FirstEnergy | 2/13/02 | 2/20/02 | 2.93 | (30,000,000) | 70,039,812 |
| FirstEnergy | 2/14/02 | 2/14/02 | 0.00 | (40,000,000) | 0 |

5

| | | | | | |
|-------------|---------|---------|------|---------------|-------------|
| FirstEnergy | 2/20/02 | 3/6/02 | 2.93 | 45,000,000 | 115,130,812 |
| FirstEnergy | 2/22/02 | 3/15/02 | 2.93 | 250,000,000 | 250,426,562 |
| FirstEnergy | 2/27/02 | 3/6/02 | 2.88 | (50,000,000) | 200,111,805 |
| FirstEnergy | 3/1/02 | 3/22/02 | 2.93 | 40,000,000 | 40,068,250 |
| FirstEnergy | 3/6/02 | 3/13/02 | 2.93 | (100,000,000) | 15,008,531 |
| FirstEnergy | 3/6/02 | 4/5/02 | 2.94 | 50,000,000 | 250,611,979 |
| FirstEnergy | 3/15/02 | 3/28/02 | 2.99 | 40,000,000 | 290,312,857 |
| FirstEnergy | 3/22/02 | 3/28/02 | 2.99 | 25,000,000 | 65,032,364 |
| FirstEnergy | 3/28/02 | 4/5/02 | 3.11 | 0 | 65,044,958 |
| FirstEnergy | 3/28/02 | 4/5/02 | 3.11 | 160,000,000 | 450,311,250 |

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CitiBank (OE Revolver)

| | | | | | |
|-------------|---------|---------|------|---------------|-------------|
| Ohio Edison | 1/24/02 | 1/31/02 | 2.41 | 60,000,000 | 60,028,145 |
| Ohio Edison | 1/31/02 | 1/31/02 | 0.00 | (60,000,000) | 0 |
| Ohio Edison | 2/1/02 | 2/15/02 | 2.60 | 200,000,000 | 200,202,222 |
| Ohio Edison | 2/15/02 | 2/22/02 | 2.60 | 0 | 200,101,111 |
| Ohio Edison | 2/22/02 | 2/22/02 | 2.60 | (200,000,000) | 0 |
| Ohio Edison | 3/1/02 | 3/15/02 | 2.60 | 125,000,000 | 125,126,388 |
| Ohio Edison | 3/15/02 | 3/28/02 | 2.66 | (20,000,000) | 105,100,953 |
| Ohio Edison | 3/28/02 | 4/11/02 | 2.66 | 0 | 105,108,718 |

6. During the period January 1, 2002 through March 31, 2002, the following short term debt was issued by the Utility Subsidiaries:

ATSI-Intercompany Loan to:

| | | | | | |
|-------------|----------|---------|------|-------------|------------|
| Ohio Edison | 12/31/01 | 1/2/02 | 3.55 | 0 | 26,081,151 |
| Ohio Edison | 1/2/02 | 1/31/02 | 3.63 | 0 | 26,157,383 |
| Ohio Edison | 1/31/02 | 2/1/02 | 3.63 | 15,910,000 | 42,071,623 |
| Ohio Edison | 2/1/02 | 2/28/02 | 3.46 | 0 | 42,180,954 |
| Ohio Edison | 2/28/02 | 3/1/02 | 3.46 | (5,448,000) | 36,736,489 |
| Ohio Edison | 3/1/02 | 3/29/02 | 2.18 | (4,617,000) | 32,174,045 |
| Ohio Edison | 3/29/02 | 4/1/02 | 2.18 | 7,300,000 | 39,481,228 |

FirstEnergy-Intercompany Loan to:

| | | | | | |
|-------------------|---------|---------|------|--------------|-------------|
| JCP&L | 1/2/02 | 2/1/02 | 3.63 | 0 | 18,257,692 |
| JCP&L | 2/1/02 | 2/11/02 | 3.46 | 0 | 18,275,264 |
| JCP&L | 2/11/02 | 2/11/02 | 0.00 | (18,275,264) | 0 |
| Met-Ed | 1/2/02 | 2/1/02 | 3.63 | 0 | 72,314,532 |
| Met-Ed | 2/1/02 | 2/11/02 | 3.46 | 0 | 72,384,133 |
| Met-Ed | 2/11/02 | 2/20/02 | 3.46 | (25,000,000) | 47,425,179 |
| Met-Ed | 2/20/02 | 3/1/02 | 3.46 | 10,000,000 | 57,474,922 |
| Met-Ed | 3/1/02 | 3/15/02 | 2.18 | 40,000,000 | 97,557,703 |
| Met-Ed | 3/15/02 | 4/1/02 | 2.18 | 30,000,000 | 127,689,246 |
| Ohio Edison | 3/29/02 | 4/1/02 | 2.18 | 75,600,000 | 75,613,757 |
| Penelec | 1/2/02 | 1/18/02 | 3.63 | 0 | 77,840,131 |
| Penelec | 1/18/02 | 2/1/02 | 3.63 | (20,000,000) | 57,921,746 |
| Penelec | 2/1/02 | 2/11/02 | 3.46 | 0 | 57,977,494 |
| Penelec | 2/11/02 | 3/1/02 | 3.46 | (30,000,000) | 28,025,964 |
| Penelec | 3/1/02 | 3/15/02 | 2.18 | 0 | 28,049,765 |
| Penelec | 3/15/02 | 4/1/02 | 2.18 | 10,000,000 | 38,089,003 |
| Penn Power Energy | 1/2/02 | 2/1/02 | 3.63 | 0 | 14,870,039 |
| Penn Power Energy | 2/1/02 | 2/28/02 | 3.56 | 0 | 14,909,692 |
| Penn Power Energy | 2/28/02 | 3/1/02 | 3.56 | (11,997) | 14,899,165 |
| Penn Power Energy | 3/1/02 | 3/25/02 | 2.86 | 0 | 14,927,601 |
| Penn Power Energy | 3/25/02 | 3/29/02 | 2.86 | 3,000 | 14,935,351 |
| Penn Power Energy | 3/29/02 | 4/1/02 | 2.86 | (158,989) | 14,779,887 |

OES Fuel 1-Intercompany Loan to:

| | | | | | |
|-------------|---------|---------|------|------------|------------|
| Ohio Edison | 1/28/02 | 2/28/02 | 2.45 | 53,000,000 | 53,111,587 |
| Ohio Edison | 2/28/02 | 3/28/02 | 2.53 | 52,880,000 | 52,983,850 |

OES Fuel 2-Intercompany Loan to:

| | | | | | |
|-------------|---------|---------|------|-----------|-----------|
| Ohio Edison | 1/15/02 | 2/15/02 | 2.50 | 5,300,000 | 5,311,386 |
|-------------|---------|---------|------|-----------|-----------|

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|-------------|---------|---------|------|-----------|-----------|
| Ohio Edison | 2/15/02 | 3/15/02 | 2.53 | 4,680,000 | 4,689,191 |
| Ohio Edison | 3/15/02 | 3/28/02 | 2.58 | 3,400,000 | 3,403,161 |

6

Ohio Edison-Intercompany Loan to:

| | | | | | |
|----------------|---------|---------|------|--------------|-------------|
| Cleveland Elec | 1/2/02 | 1/31/02 | 3.63 | 0 | 90,553,480 |
| Cleveland Elec | 1/31/02 | 2/1/02 | 3.63 | 7,002,000) | 83,559,901 |
| Cleveland Elec | 2/1/02 | 2/28/02 | 3.46 | 0 | 83,777,046 |
| Cleveland Elec | 2/28/02 | 3/1/02 | 3.46 | 71,220,000 | 155,011,965 |
| Cleveland Elec | 3/1/02 | 3/29/02 | 2.18 | 0 | 155,275,254 |
| Cleveland Elec | 3/29/02 | 4/1/02 | 2.18 | 4,180,000 | 159,484,272 |
| | | | | | |
| Toledo Edison | 1/2/02 | 1/31/02 | 3.63 | 0 | 17,261,843 |
| Toledo Edison | 1/31/02 | 1/31/02 | 0.00 | (17,261,843) | 0 |
| Toledo Edison | 2/28/02 | 3/1/02 | 3.46 | 94,791,790 | 94,800,913 |
| Toledo Edison | 3/1/02 | 3/29/02 | 2.18 | 0 | 94,961,934 |
| Toledo Edison | 3/29/02 | 4/1/02 | 2.18 | (8,756,000) | 86,221,622 |

PennPower-Intercompany Loan to:

| | | | | | |
|-------------|---------|---------|------|--------------|------------|
| Ohio Edison | 1/2/02 | 1/25/02 | 3.63 | 0 | 54,203,666 |
| Ohio Edison | 1/25/02 | 1/31/02 | 3.63 | (2,735,000) | 51,499,791 |
| Ohio Edison | 1/31/02 | 2/1/02 | 3.63 | 4,852,000 | 56,357,470 |
| Ohio Edison | 2/1/02 | 2/28/02 | 3.46 | 0 | 56,503,926 |
| Ohio Edison | 2/28/02 | 3/1/02 | 3.46 | 11,240,000 | 67,750,446 |
| Ohio Edison | 3/1/02 | 3/29/02 | 2.18 | (9,125,000) | 58,725,022 |
| Ohio Edison | 3/29/02 | 4/1/02 | 2.18 | (57,720,000) | 1,005,205 |

Toledo Edison-Intercompany Loan to:

| | | | | | |
|-------------|---------|---------|------|-------------|-----------|
| Ohio Edison | 1/31/02 | 2/1/02 | 3.63 | 0 | 2,057,363 |
| Ohio Edison | 2/1/02 | 2/28/02 | 3.46 | 0 | 2,062,709 |
| Ohio Edison | 2/28/02 | 2/28/02 | 0.00 | (2,062,709) | 0 |

FirstEnergy-Intercompany Loan to:

| | | | | | |
|----------------|---------|---------|------|-------------|-------------|
| Advanced Tech | 1/2/02 | 1/31/02 | 3.63 | 0 | 5,508,711 |
| Advanced Tech | 1/31/02 | 2/1/02 | 3.63 | 166,020 | 5,675,304 |
| Advanced Tech | 2/1/02 | 2/28/02 | 3.56 | 0 | 5,690,438 |
| Advanced Tech | 2/28/02 | 3/1/02 | 3.56 | (37,702) | 5,653,294 |
| Advanced Tech | 3/1/02 | 3/29/02 | 2.86 | 0 | 5,665,882 |
| | | | | | |
| E-Group | 1/2/02 | 2/1/02 | 3.63 | 0 | 1,380,873 |
| E-Group | 2/1/02 | 2/28/02 | 3.56 | 0 | 1,384,556 |
| E-Group | 2/28/02 | 3/1/02 | 3.56 | 156,832 | 1,541,540 |
| E-Group | 3/1/02 | 3/29/02 | 2.86 | 0 | 1,544,973 |
| | | | | | |
| EI UK | 1/1/02 | 1/4/02 | 6.56 | 0 | 335,988,103 |
| EI UK | 1/4/02 | 1/18/02 | 6.56 | (1,829,570) | 335,011,008 |
| EI UK | 1/18/02 | 1/22/02 | 6.56 | (288,915) | 334,966,068 |
| EI UK | 1/22/02 | 2/1/02 | 6.56 | (2,499,980) | 333,071,915 |
| EI UK | 2/1/02 | 3/1/02 | 6.56 | 0 | 334,771,322 |
| | | | | | |
| Facilities Svc | 1/2/02 | 1/3/02 | 3.63 | 0 | 23,856,641 |
| Facilities Svc | 1/3/02 | 1/11/02 | 3.63 | 75,000 | 23,950,937 |
| Facilities Svc | 1/11/02 | 1/14/02 | 3.63 | 75,000 | 4,033,202 |
| Facilities Svc | 1/14/02 | 1/18/02 | 3.63 | 75,000 | 24,117,921 |

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|----------------|---------|---------|------|-------------|------------|
| Facilities Svc | 1/18/02 | 1/23/02 | 3.63 | (1,000,000) | 23,129,571 |
| Facilities Svc | 1/23/02 | 1/25/02 | 3.63 | (350,000) | 22,784,163 |
| Facilities Svc | 1/25/02 | 1/29/02 | 3.63 | (150,000) | 22,643,288 |
| Facilities Svc | 1/29/02 | 1/31/02 | 3.63 | 50,000 | 22,697,863 |
| Facilities Svc | 1/31/02 | 2/1/02 | 3.63 | 437,267 | 23,137,462 |
| Facilities Svc | 2/1/02 | 2/4/02 | 3.56 | 0 | 23,144,317 |
| Facilities Svc | 2/4/02 | 2/11/02 | 3.56 | (200,000) | 22,960,180 |
| Facilities Svc | 2/11/02 | 2/14/02 | 3.56 | (200,000) | 22,766,923 |
| Facilities Svc | 2/14/02 | 2/15/02 | 3.56 | (200,000) | 22,569,152 |
| Facilities Svc | 2/15/02 | 2/20/02 | 3.56 | 1,800,000 | 24,381,186 |
| Facilities Svc | 2/20/02 | 2/25/02 | 3.56 | (600,000) | 23,792,930 |
| Facilities Svc | 2/25/02 | 2/28/02 | 3.56 | (1,000,000) | 22,799,683 |
| Facilities Svc | 2/28/02 | 3/1/02 | 3.56 | 1,378,866 | 24,180,937 |
| Facilities Svc | 3/1/02 | 3/4/02 | 2.86 | 0 | 24,186,706 |
| Facilities Svc | 3/4/02 | 3/5/02 | 2.86 | 2,100,000 | 26,288,797 |
| Facilities Svc | 3/5/02 | 3/13/02 | 2.86 | (125,000) | 26,180,442 |
| Facilities Svc | 3/13/02 | 3/15/02 | 2.86 | (350,000) | 25,834,550 |
| Facilities Svc | 3/15/02 | 3/18/02 | 2.86 | (200,000) | 25,640,666 |
| Facilities Svc | 3/18/02 | 3/25/02 | 2.86 | 1,500,000 | 27,155,774 |
| Facilities Svc | 3/25/02 | 3/28/02 | 2.86 | (1,000,000) | 26,162,014 |
| Facilities Svc | 3/28/02 | 3/29/02 | 2.86 | (400,000) | 25,764,063 |

7

| | | | | | |
|-----------------|---------|---------|------|--------------|-------------|
| FE Generation | 1/2/02 | 1/31/02 | 3.63 | 0 | 414,946,278 |
| FE Generation | 1/31/02 | 2/1/02 | 3.63 | (10,005,464) | 404,981,627 |
| FE Generation | 2/1/02 | 2/28/02 | 3.56 | 0 | 406,061,567 |
| FE Generation | 2/28/02 | 3/1/02 | 3.56 | (24,211,123) | 381,888,156 |
| FE Generation | 3/1/02 | 3/29/02 | 2.86 | 0 | 382,738,489 |
| FE Nuclear | 2/28/02 | 3/1/02 | 3.56 | 0 | 14,009,951 |
| FE Nuclear | 3/1/02 | 3/29/02 | 2.86 | 0 | 14,041,146 |
| FE Properties | 2/28/02 | 3/1/02 | 3.56 | 138,286 | 138,300 |
| FE Properties | 3/1/02 | 3/29/02 | 2.86 | 0 | 138,608 |
| FE Ventures | 2/28/02 | 3/1/02 | 3.56 | 0 | 16,100 |
| FE Ventures | 3/1/02 | 3/29/02 | 2.86 | 0 | 16,136 |
| FirstEnergy Svc | 1/2/02 | 1/31/02 | 3.63 | 0 | 1,991,852 |
| FirstEnergy Svc | 1/2/02 | 1/31/02 | 3.63 | 0 | 24,006,489 |
| FirstEnergy Svc | 1/2/02 | 1/31/02 | 3.63 | 0 | 25,133,103 |
| FirstEnergy Svc | 1/31/02 | 2/1/02 | 3.63 | 4,066,413 | 6,058,876 |
| FirstEnergy Svc | 1/31/02 | 2/1/02 | 3.63 | (406,578) | 23,602,290 |
| FirstEnergy Svc | 1/31/02 | 2/1/02 | 3.63 | 46,183 | 25,181,823 |
| FirstEnergy Svc | 2/1/02 | 3/1/02 | 3.56 | 0 | 6,075,631 |
| FirstEnergy Svc | 2/1/02 | 3/1/02 | 3.56 | 0 | 23,667,560 |
| FirstEnergy Svc | 2/1/02 | 3/1/02 | 3.56 | 0 | 25,251,461 |
| FE Solutions | 1/2/02 | 1/25/02 | 3.63 | 0 | 287,029,144 |
| FE Solutions | 1/25/02 | 1/31/02 | 3.63 | (40,690,000) | 246,488,113 |
| FE Solutions | 1/31/02 | 2/1/02 | 3.63 | 20,610,000 | 267,125,034 |
| FE Solutions | 2/1/02 | 2/28/02 | 3.56 | 0 | 267,837,360 |
| FE Solutions | 2/28/02 | 3/1/02 | 3.56 | (12,674,000) | 255,188,561 |
| FE Solutions | 3/1/02 | 3/29/02 | 2.86 | 0 | 255,756,778 |
| GPU Capital | 1/1/02 | 2/1/02 | 6.56 | 0 | 859,241,083 |
| GPU Capital | 2/1/02 | 3/1/02 | 6.56 | 0 | 863,625,122 |

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| | | | | | |
|------------------------------------|---------|---------|------|--------------|------------|
| GPU Telecom | 1/2/02 | 1/31/02 | 3.63 | 0 | 15,064,616 |
| GPU Telecom | 1/31/02 | 2/1/02 | 3.63 | 1,592,202 | 16,658,498 |
| GPU Telecom | 2/1/02 | 2/28/02 | 3.56 | 0 | 16,702,920 |
| GPU Telecom | 2/28/02 | 3/1/02 | 3.56 | 504,765 | 17,209,385 |
| GPU Telecom | 3/1/02 | 3/29/02 | 2.86 | 0 | 17,247,704 |
| NorthEast Gas | 1/2/02 | 2/1/02 | 3.63 | 0 | 4,513,606 |
| NorthEast Gas | 2/1/02 | 3/1/02 | 3.46 | 0 | 4,512,127 |
| Penn Power Energy | 1/2/02 | 2/1/02 | 3.63 | 0 | 14,870,039 |
| Penn Power Energy | 2/1/02 | 2/28/02 | 3.56 | 0 | 14,909,692 |
| Penn Power Energy | 2/28/02 | 3/1/02 | 3.56 | (11,997) | 14,899,165 |
| Penn Power Energy | 3/1/02 | 3/25/02 | 2.86 | 0 | 14,927,601 |
| Penn Power Energy | 3/25/02 | 3/29/02 | 2.86 | 3,000 | 14,935,351 |
| JCP&L | 1/2/02 | 2/1/02 | 3.63 | 0 | 18,257,692 |
| JCP&L | 2/1/02 | 2/11/02 | 3.46 | 0 | 18,275,264 |
| JCP&L | 2/11/02 | 2/11/02 | 0.00 | (18,275,264) | 0 |
| Met-Ed | 1/2/02 | 2/1/02 | 3.63 | 0 | 72,314,532 |
| Met-Ed | 2/1/02 | 2/11/02 | 3.46 | 0 | 72,384,133 |
| Met-Ed | 2/11/02 | 2/20/02 | 3.46 | (25,000,000) | 47,425,179 |
| Met-Ed | 2/20/02 | 3/1/02 | 3.46 | 10,000,000 | 57,474,922 |
| Met-Ed | 3/1/02 | 3/15/02 | 2.18 | 40,000,000 | 97,557,703 |
| Penelec | 1/2/02 | 1/18/02 | 3.63 | 0 | 77,840,131 |
| Penelec | 1/18/02 | 2/1/02 | 3.63 | (20,000,000) | 57,921,746 |
| Penelec | 2/1/02 | 2/11/02 | 3.46 | 0 | 57,977,494 |
| Penelec | 2/11/02 | 3/1/02 | 3.46 | (30,000,000) | 28,025,964 |
| Penelec | 3/1/02 | 3/15/02 | 2.18 | 0 | 28,049,765 |
| GPU Advanced-Intercompany Loan to: | | | | | |
| ----- | | | | | |
| FE Solutions | 2/28/02 | 3/1/02 | 3.56 | 0 | 13,001,283 |
| FE Solutions | 3/1/02 | 3/29/02 | 2.86 | 0 | 13,030,233 |

8

| | | | | | |
|---------------------------|---------|---------|------|--------------|------------|
| IBJ (Bi-Lateral Facility) | | | | | |
| Ohio Edison | 1/2/02 | 1/3/02 | 2.65 | 0 | 23,001,693 |
| Ohio Edison | 1/3/02 | 1/4/02 | 2.53 | (8,500,000) | 14,501,019 |
| Ohio Edison | 1/4/02 | 1/7/02 | 2.40 | 8,500,000 | 23,004,600 |
| Ohio Edison | 1/7/02 | 1/8/02 | 2.47 | 7,000,000 | 30,002,058 |
| Ohio Edison | 1/8/02 | 1/9/02 | 2.34 | (5,500,000) | 24,501,592 |
| Ohio Edison | 1/9/02 | 1/10/02 | 2.34 | (13,500,000) | 11,000,715 |
| Ohio Edison | 1/10/02 | 1/10/02 | 0.00 | (11,000,000) | 0 |
| Ohio Edison | 1/14/02 | 1/15/02 | 2.47 | 30,000,000 | 30,002,058 |
| Ohio Edison | 1/15/02 | 1/16/02 | 2.56 | (13,000,000) | 17,001,208 |
| Ohio Edison | 1/16/02 | 1/17/02 | 2.40 | (15,000,000) | 2,000,133 |
| Ohio Edison | 1/17/02 | 1/18/02 | 2.34 | 4,500,000 | 6,500,422 |
| Ohio Edison | 1/18/02 | 1/22/02 | 2.34 | 23,500,000 | 30,007,800 |
| Ohio Edison | 1/22/02 | 1/23/02 | 2.47 | 0 | 30,002,058 |
| Ohio Edison | 1/23/02 | 1/24/02 | 2.59 | (2,000,000) | 28,002,014 |
| Ohio Edison | 1/24/02 | 1/24/02 | 0.00 | (28,000,000) | 0 |
| Ohio Edison | 1/25/02 | 1/28/02 | 2.47 | 11,500,000 | 11,502,367 |
| Ohio Edison | 1/28/02 | 1/28/02 | 0.00 | (11,500,000) | 0 |
| Ohio Edison | 2/4/02 | 2/5/02 | 2.53 | 0 | 2,500,175 |
| Ohio Edison | 2/5/02 | 2/5/02 | 0.00 | (2,500,000) | 0 |
| Ohio Edison | 2/14/02 | 2/15/02 | 2.47 | 15,500,000 | 15,501,063 |
| Ohio Edison | 2/15/02 | 2/19/02 | 2.53 | 14,500,000 | 30,008,433 |

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| | | | | | |
|-------------|---------|---------|------|--------------|------------|
| Ohio Edison | 2/19/02 | 2/20/02 | 2.47 | 0 | 30,002,058 |
| Ohio Edison | 2/20/02 | 2/20/02 | 0.00 | (30,000,000) | 0 |
| Ohio Edison | 2/28/02 | 3/1/02 | 2.56 | 4,500,000 | 4,500,320 |
| Ohio Edison | 3/1/02 | 3/4/02 | 2.47 | 16,500,000 | 21,004,322 |
| Ohio Edison | 3/4/02 | 3/5/02 | 2.47 | (4,500,000) | 16,501,132 |
| Ohio Edison | 3/5/02 | 3/5/02 | 0.00 | (16,500,000) | 0 |
| Ohio Edison | 3/6/02 | 3/7/02 | 2.34 | 30,000,000 | 30,001,950 |
| Ohio Edison | 3/7/02 | 3/8/02 | 2.47 | (5,500,000) | 24,501,680 |
| Ohio Edison | 3/8/02 | 3/11/02 | 2.37 | (13,500,000) | 11,002,172 |
| Ohio Edison | 3/11/02 | 3/12/02 | 2.47 | 7,000,000 | 18,001,235 |
| Ohio Edison | 3/12/02 | 3/12/02 | 0.00 | (18,000,000) | 0 |
| Ohio Edison | 3/15/02 | 3/18/02 | 2.53 | 30,000,000 | 30,006,325 |
| Ohio Edison | 3/18/02 | 3/19/02 | 2.47 | 0 | 30,002,058 |
| Ohio Edison | 3/19/02 | 3/20/02 | 2.40 | (14,000,000) | 16,001,066 |
| Ohio Edison | 3/20/02 | 3/21/02 | 2.40 | 14,000,000 | 30,002,000 |
| Ohio Edison | 3/21/02 | 3/22/02 | 2.47 | 0 | 30,002,058 |
| Ohio Edison | 3/22/02 | 3/25/02 | 2.40 | (27,500,000) | 2,500,500 |
| Ohio Edison | 3/25/02 | 3/26/02 | 2.47 | 10,000,000 | 12,500,857 |
| Ohio Edison | 3/26/02 | 3/27/02 | 2.47 | (12,500,000) | 0 |

KeyBank (Bi-Lateral Facility)

| | | | | | |
|-------------|---------|---------|------|--------------|------------|
| Ohio Edison | 1/7/02 | 1/8/02 | 2.75 | 3,500,000 | 3,500,267 |
| Ohio Edison | 1/8/02 | 1/8/02 | 0.00 | (3,500,000) | 0 |
| Ohio Edison | 1/18/02 | 1/22/02 | 2.66 | 11,500,000 | 11,503,394 |
| Ohio Edison | 1/22/02 | 1/23/02 | 2.81 | (8,000,000) | 3,500,273 |
| Ohio Edison | 1/23/02 | 1/23/02 | 0.00 | (3,500,000) | 0 |
| Ohio Edison | 2/15/02 | 2/19/02 | 2.88 | 8,500,000 | 8,502,715 |
| Ohio Edison | 2/19/02 | 2/20/02 | 2.81 | 3,500,000 | 12,000,937 |
| Ohio Edison | 2/20/02 | 2/20/02 | 0.00 | (12,000,000) | 0 |

7. During the first quarter of 2002, there were no financings consummated by any Non-Utility Subsidiary that were not exempt under rule 52.

8. Neither FirstEnergy nor any of its Utility Subsidiaries entered into any Hedge Instruments or Anticipatory Hedges during the first quarter of 2002.

9. Investments made during the first quarter 2002 in any intermediate subsidiary or financing subsidiary are as follows:

9

| Company | Investment |
|-------------------------------|-------------------|
| ----- | ----- |
| | (in Thousands \$) |
| Centerior Funding Corp. | (68,070) |
| FE Facilities Holding Co. | (102) |
| GPU Power | 1,500 |
| Warrenton River Terminal, Ltd | 50 |
| Dunbar Mechanical Inc. | 980 |

10. During the first quarter of 2002 FirstEnergy filed no U-6B-2 forms.

11. During the first quarter of 2002, no jurisdictional financing transactions were entered into by any FirstEnergy company.

12. The following table presented in thousands, provides the capital structure of FirstEnergy on a consolidated basis and each Utility Subsidiary as of the end

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of the first quarter 2002.

| FirstEnergy Corp. | Amount | Ratio |
|----------------------|--------------|---------|
| ----- | ----- | ----- |
| Common Equity | \$7,436,518 | 30.90% |
| Preferred Stock | 1,104,564 | 4.59% |
| Long Term Debt | 14,645,710 | 60.87% |
| Short Term Debt | 875,433 | 3.64% |
| ----- | ----- | ----- |
| Total Capitalization | \$21,193,758 | 100.00% |
| ----- | ----- | ----- |

| | | |
|----------------------|-------------|---------|
| Ohio Edison | | |
| Common Equity | \$2,623,556 | 48.12% |
| Preferred Stock | 335,070 | 6.15% |
| Long Term Debt | 2,206,958 | 40.48% |
| Short Term Debt | 286,132 | 5.25% |
| ----- | ----- | ----- |
| Total Capitalization | \$5,451,716 | 100.00% |
| ----- | ----- | ----- |

| | | |
|----------------------|-------------|---------|
| Cleveland Electric | | |
| Common Equity | \$1,086,519 | 26.56% |
| Preferred Stock | 265,693 | 6.49% |
| Long-Term Debt | 2,565,999 | 62.72% |
| Short-Term Debt | 173,188 | 4.23% |
| ----- | ----- | ----- |
| Total Capitalization | \$4,091,399 | 100.00% |
| ----- | ----- | ----- |

| | | |
|----------------------|-------------|---------|
| Toledo Edison | | |
| Common Equity | \$626,633 | 35.86% |
| Preferred Stock | 126,000 | 7.21% |
| Long-Term Debt. | 908,579 | 52.00% |
| Short-Term Debt | 86,206 | 4.93% |
| ----- | ----- | ----- |
| Total Capitalization | \$1,747,418 | 100.00% |
| ----- | ----- | ----- |

| | | |
|----------------------|-----------|---------|
| Pennsylvania Power | | |
| Common Equity | \$227,013 | 42.56% |
| Preferred Stock | 54,105 | 10.14% |
| Long-Term Debt | 252,301 | 47.30% |
| Short-Term Debt | - | -% |
| ----- | ----- | ----- |
| Total Capitalization | \$533,419 | 100.00% |
| ----- | ----- | ----- |

10

| | | |
|----------------------|-------------|---------|
| JCP&L | | |
| Common Equity | \$3,203,866 | 69.37% |
| Preferred Stock | 193,600 | 4.19% |
| Long-Term Debt | 1,221,129 | 26.44% |
| Short-Term Debt | - | -% |
| ----- | ----- | ----- |
| Total Capitalization | \$4,618,595 | 100.00% |
| ----- | ----- | ----- |

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| | | |
|----------------------|-------------|---------|
| Met-Ed | | |
| Common Equity | \$1,307,902 | 62.00% |
| Preferred Stock | 92,200 | 4.37% |
| Long-Term Debt | 581,808 | 27.58% |
| Short-Term Debt | 127,558 | 6.05% |
| | ----- | ----- |
| Total Capitalization | \$2,109,468 | 100.00% |
| | ----- | ----- |

| | | |
|----------------------|-------------|---------|
| Pennelec | | |
| Common Equity | \$1,319,873 | 66.91% |
| Preferred Stock | 92,000 | 4.66% |
| Long-Term Debt | 522,687 | 26.50% |
| Short-Term Debt | 38,050 | 1.93% |
| | ----- | ----- |
| Total Capitalization | \$1,972,610 | 100.00% |
| | ----- | ----- |

Note: FirstEnergy's long-term debt is adjusted to include \$85 million classified as "Liabilities Related to Assets Pending Sale" on the balance sheet.

13. The following table presented in thousands provides retained earnings analysis of FirstEnergy on a consolidated basis and each Utility Subsidiary as of the end of the first quarter 2002.

| | FirstEnergy Corp. | Ohio Edison | Cleveland Electric | Toledo Edison |
|----------------------------------|----------------------|----------------|-----------------------|------------------|
| | ----- | ----- | ----- | ----- |
| Balance, January 1, 2002 | \$1,521,805 | \$572,272 | \$150,183 | \$113,436 |
| Net Income (Loss) | 116,493 | 56,351 | 12,696 | (708) |
| Cash Dividends on Pfd Stock | 0 | (2,596) | (5,172) | (3,425) |
| Cash Dividends on Common Stock | (109,726) | (101,200) | 0 | (5,600) |
| Premium on Pfd Stock Redemptions | 0 | 0 | (3,150) | (1,299) |
| | ----- | ----- | ----- | ----- |
| Balance, March 31, 2002 | \$1,528,572 | \$524,827 | \$154,557 | \$102,404 |
| | ----- | ----- | ----- | ----- |

| | Penn. Power | JCP&L | Met-Ed | Penelec |
|----------------------------------|----------------|----------|----------|----------|
| | ----- | ----- | ----- | ----- |
| Balance, January 1, 2002 | \$35,398 | \$29,343 | \$14,617 | \$10,795 |
| Net Income (Loss) | 11,950 | 39,979 | 19,118 | 14,147 |
| Cash Dividends on Pfd Stock | (925) | (753) | 0 | 0 |
| Cash Dividends on Common Stock | (7800) | 0 | 0 | 0 |
| Premium on Pfd Stock Redemptions | 0 | 0 | 0 | 0 |
| | ----- | ----- | ----- | ----- |
| Balance, March 31, 2002 | \$38,623 | \$68,569 | \$33,735 | \$24,942 |
| | ----- | ----- | ----- | ----- |

14. There was no change during the first quarter of 2002 related to the ratings provided by any nationally recognized rating agency for securities issued by FirstEnergy or any of its Utility Subsidiaries.

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SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

FIRSTENERGY CORP.

May 30, 2002

By: /s/ Harvey L. Wagner

Harvey L. Wagner
Vice President and Controller
(Principal Accounting Officer)