

FILE

BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of Ohio)
Power Company and Columbus)
Southern Power Company for Authority)
to Merge and Related Approvals.)

Case No. 10-2376-EL-UNC

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COMMENTS OF THE KROGER CO.

These comments are in response to an Order by the Public Utilities Commission of Ohio in the above-captioned matter, seeking comment on its review of the Application of Ohio Power Company and Columbus Southern Power Company (collectively "AEP") for Authority to Merge and Related Approvals.

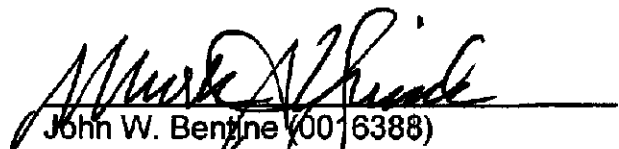
The Kroger Co. ("Kroger"), headquartered in Ohio, is one of the largest grocers in the United States. Kroger operates approximately 2,500 grocery stores across the United States. As a large customer in mostly commercial rate classes, Kroger has a unique perspective which may prove valuable in evaluating the issues addressed in this docket.

As a preliminary matter, Kroger submits that the Commission should assert jurisdiction over the merger application pursuant to Ohio Revised Code §§4905.04 through 4905.06. AEP asserts that the merger will promote public convenience and result in the provision of adequate service for a reasonable rate, rental, toll or charge. The Commission should require AEP to make an appropriate showing and offer appropriate and specific proof that this standard will be met by the merger.

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Additionally, AEP maintains that the merger will provide efficiencies that will result in benefits for customers. Kroger encourages the Commission to identify a mechanism for passing these benefits on to customers either through a rider credit or through deferred accounting treatment and recognition in the next distribution rate case.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "John W. Bentine", is written over a horizontal line.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing *Comments of The Kroger Co.* was served this 25th day of February, 2011 upon the following via electronic mail and U.S. regular mail, postage prepaid:

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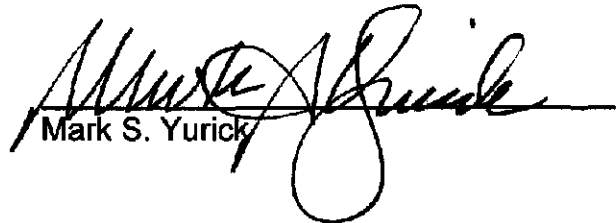
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