

FILE

BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO 2012 FEB 27 PM 4: 18

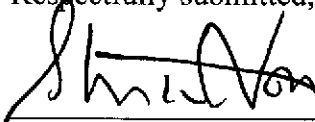
In the Matter of the Application of Ohio)
Power Company for Approval of an) Case No. 11-5333-EL-UNC
Amendment to its Corporate Separation Plan)

PUCO

MOTION FOR DISMISSAL WITHOUT PREJUDICE

In light of the Commission's February 23, 2012 Entry on Rehearing in Case Nos. 11-346-EL-UNC et al., Ohio Power Company's (OPCo) considers its Application in this docket to be moot. For the reasons set forth in the attached memorandum in support, OPCo requests that the Application be dismissed without prejudice as being moot.

Respectfully submitted,



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MEMORANDUM IN SUPPORT

Ohio Power Company's (OPCo) Application in this docket was filed as soon as practicable after the signatory parties agreed to the Stipulation and Recommendation in Case Nos. 11-346-EL-SSO *et al.* (Stipulation). The Application was premised on the Commission's adoption of the Stipulation. The Commission's December 14, 2011 Opinion and Order modified and approved the Stipulation (including the proposed divestiture of generation assets), but indicated (at 61) that the Commission would "continue to review the corporate separation plan's remaining issues in an expeditious manner" in Case No. 11-5333-EL-UNC. However, the February 23, 2012 Entry on Rehearing ultimately rejected the Stipulation and specifically concluded (at 8) that "the Commission's approval of AEP Ohio's generation asset divestiture pursuant to Section 4928.17(E), Revised Code, is revoked." Consequently, OPCo now considers its Application in this docket to be moot¹ and requests that the Commission dismiss the Application without prejudice to future requests for corporate separation under Section 4928.17, Revised Code.

In light of the mootness of the Application and OPCo's request for voluntary dismissal without prejudice, the recent rehearing requests filed by OCC and IEU are also moot. Of course, OPCo opposes the arguments made by OCC and IEU and reserves the right to contest such

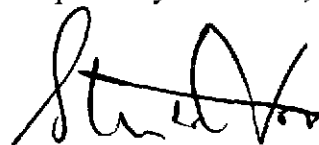
¹ While acknowledging the mootness of its Application in this docket based on the February 23, 2012 Entry on Rehearing in Case Nos. 11-346-EL-SSO *et al.*, OPCo fully reserves all legal rights and remedies with respect to separately challenging the Commission's orders in Case Nos. 11-346-EL-SSO *et al.* Further, the mootness of the present Application (which was premised on acceptance of the Stipulation) has no bearing on the merits of a future application by OPCo requesting corporate separation under Section 4928.17, Revised Code. Thus, the request for voluntary dismissal based on mootness is without prejudice.

arguments in future proceedings. Specifically, OCC sought rehearing relative to the Commission's approval of the asset transfer at net book value. OPCo opposes OCC's request for the same reasons stated in the October 18, 2011 Joint Motion for Waiver in this case, OPCo's December 29, 2011 reply comments in this docket (pages 12-15) and as explained in its December 22, 2011 application for rehearing in Case No. 11-3549-EL-SSO (equal treatment with Duke Energy Ohio). IEU claims that contractual obligations/liabilities that would be temporarily retained by OPCo under the plan are unlawful and that the Commission did not fully explain its approvals in this regard. OPCo opposes IEU's request for the same reasons stated in OPCo's December 29, 2011 reply comments in this docket (pages 5-12, 16-17) and as explained in its December 22, 2011 application for rehearing in Case No. 11-3549-EL-SSO (equal treatment with Duke Energy Ohio). In any case, the Commission should not further address any of the moot issues raised on rehearing and should, instead, dismiss the Application without prejudice as to future requests for full corporate separation.

CONCLUSION

For the reasons set forth above, the application should be dismissed without prejudice as being moot.

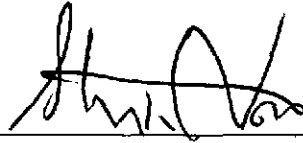
Respectfully submitted,



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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and accurate copy of the foregoing document was served this 27th day of February, 2012 by U.S. Mail and electronic mail, upon the persons listed below.



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