

**BEFORE**

**THE PUBLIC UTILITIES COMMISSION OF OHIO**

In the Matter of the Application of The     )  
Cleveland Electric Illuminating Company )  
for Authority to Issue, Sell, or Enter into     )  
Debt Transactions.                             )

Case No. 11-4288-EL-AIS

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**THIRD SUPPLEMENTAL APPLICATION**

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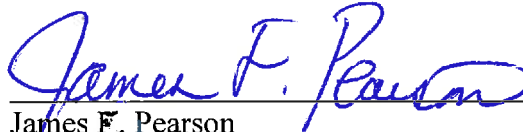
Pursuant to Section 4905.40, Ohio Revised Code, The Cleveland Electric Illuminating Company (“Applicant”) respectfully requests the authorization of The Public Utilities Commission of Ohio (“Commission”) to increase the aggregate principal amount of capital lease transactions into which Applicant is currently authorized to enter pursuant to the Commission’s September 7, 2011 Finding and Order in the above-captioned proceeding (the “Initial Order”), as amended by the Commission’s August 1, 2012 Supplemental Finding and Order (the “Supplemental Order”) and as further amended by the Commission’s August 28, 2013 Second Supplemental Order (the “Second Supplemental Order”). The Applicant seeks to modestly increase the authorized amount from \$25 million to \$26.5 million (“Increased Authorized Amount”).

The Initial Order provided authority for Applicant to enter into capital lease transactions in the aggregate principal amounts of \$15 million upon terms and conditions that were set forth in the initial application filed on July 31, 2011 (“Original Application”). The Supplemental Order provided authority for Applicant to enter into capital lease transactions in the aggregate principal amount of \$20 million upon terms and conditions that were set forth in the Supplemental Application that Applicant filed with the Commission on June 7, 2012. The Second Supplemental Order provided authority for Applicant to enter into capital lease transactions in the aggregate principal amount of \$25 million upon terms and conditions that were set forth in the Second Supplemental Application that Applicant filed with the Commission on June 10, 2013.

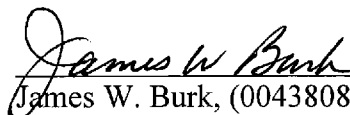
The Applicant seeks increased authority with this Third Supplemental Application to allow Applicant to replace aging vehicles with more reliable vehicles, which is expected to improve its ability to more quickly respond to service interruptions, with the purpose of enhancing reliability in the Applicant's service. In order therefore, prospectively, to adequately finance the transportation and related equipment as contemplated by and referenced in the Original Application on financially favorable terms, Applicant requests that the authority initially granted and subsequently increased be further modestly increased to the requested Increased Authorized Amount. Except for these changes in the amounts authorized, the terms and conditions of subject lease transactions and the Commission's requirements upon Applicants related thereto shall in all other respects remain materially unchanged from those that the Commission approved in the Initial Order, the Supplemental Order, and the Second Supplemental Order.

The Commission's expeditious review and approval of the Third Supplemental Application is requested in order that the proposed additional lease transactions may be promptly effected.

Respectfully submitted,



James F. Pearson  
Senior Vice president and  
Chief Financial Officer



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**Case No(s). 11-4288-EL-AIS**

Summary: Application (Third Supplemental) electronically filed by Ms. Carrie M Dunn on behalf of The Cleveland Electric Illuminating Company