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December 7, 2017

Barcy F. McNeal
Commission Secretary
The Public Utilities Commission of Ohio
180 East Broad Street
Columbus, OH 43215

Subject: Case No. 17-2140-EL-AIS

Dear Mrs. McNeal

Below please find certain amendments to the Initial Application (as defined below) of *The Toledo Edison Company* (the "Applicant") in connection with its request for authority to issue, renew or assume liability on Notes and other Indebtedness pursuant to O.R.C. §4905.401. Capitalized terms used herein without definition have the respective meanings assigned thereto in the Application filed on October 20, 2017 by the Applicant in Case No. 17-2140-EL-AIS (the "Initial Application").

These amendments to the Initial Application propose a decrease to the previously requested aggregate principal amount of short-term notes included in the Initial Application. The request is being done after further review of the Applicant's projected liquidity needs for the 2018 Fiscal Year.

The Initial Application is hereby amended as follows:

Paragraph 3 on page 2, paragraph 10 on pages 4-5 and paragraph (2) on page 6 are hereby amended and restated in their entirety to read as follows:

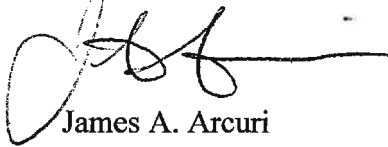
3. Pursuant to the provisions of O.R.C. §4905.401, the Company requests the Commission to authorize the Company to have Short-Term Notes outstanding at any one time during the 2018 Fiscal Year in an aggregate principal amount up to \$300,000,000 (the "Authorized Principal") (such Authorized Principal to include the Statutory Exemption Limit).
10. The Commission, in its 2016 Order, authorized the Company, through December 31, 2017, to have short-term notes outstanding including the Statutory Exemption, in the aggregate principal amount of not more than \$500,000,000 at any one time and to participate in the Money Pool. During the 2018 Fiscal Year, the Company estimates

that it may again need to exceed the Statutory Exemption Limit. Thus, the Company hereby requests the Commission to permit the Company to have short-term notes outstanding including the Statutory Exemption, in the aggregate principal amount of not more than \$300,000,000 at any one time and to participate in the Money Pool by providing Internal or External Funds to 2017 Participating Companies through the Money Pool.

- (2) That this Commission authorizes the Company, during the 2018 Fiscal Year, to issue, renew or assume liability on Short-Term Notes, as requested in this Application, provided however, that the aggregate Short-Term Notes do not exceed \$300,000,000 outstanding at any one time, and provided further that such amount is exclusive of any long-term financing the Company may incur during said period with this Commission's approval.

Please file on copy of this letter in Case No. 17-2140-EL-AIS and provide two copies to Staff.
Thank you.

Regards,

A handwritten signature in black ink, appearing to read 'JA Arcuri', with a long horizontal flourish extending to the right.

James A. Arcuri

This foregoing document was electronically filed with the Public Utilities

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Case No(s). 17-2140-EL-AIS

Summary: Correspondence regarding Case No. 17-2140-EL-AIS electronically filed by Mr. Joshua R. Eckert on behalf of The Toledo Edison Company