

**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

In the Matter of the Application of Ohio)	
Edison Company, The Cleveland Electric)	
Illuminating Company, and The Toledo)	
Edison Company For Approval of a Market)	
Rate Offer to Conduct A Competitive)	
Bidding Process for Standard Service Offer)	Case No. 09-906-EL-SSO
Electric Generation Supply, Accounting)	
Modifications Associated With)	
Reconciliation Mechanism, and Tariffs for)	
Generation Service)	

**MOTION FOR LEAVE TO INTERVENE OF
DIRECT ENERGY SERVICES, LLC**

Now comes Direct Energy Services, LLC ("Direct Energy") who, pursuant to Section 4903.221, Revised Code and Rule 4901-1-11 of the Ohio Administrative Code, moves for intervention in the above-styled proceeding as a full party of record. The reasons supporting the intervention are contained in the accompanying Memorandum in Support.

WHEREFORE, Direct Energy respectfully requests that the Commission grant this motion for leave to intervene and that Direct Energy Services, LLC be made a full party of record.

Respectfully Submitted,



 M. Howard Petricoff (0008287)
 Stephen M. Howard (0022421)
 VORYS, SATER, SEYMOUR AND PEASE LLP
 52 East Gay Street / P. O. Box 1008
 Columbus, Ohio 43216-1008
 Tel. (614) 464-5414
 Fax (614) 464-6350

Attorneys for Direct Energy Services, LLC

MEMORANDUM IN SUPPORT

Section 4903.221, Revised Code and Rule 4901-1-11 of the Ohio Administrative Code, establish the standard for intervention in the above-styled proceeding as a full party of record.

Rule 4901-1-11 of the Ohio Administrative Code states in part:

Upon timely motion, any person shall be permitted to intervene in a proceeding upon a showing that:

* * *

(2) The person has a real and substantial interest in the proceeding, and the person is so situated that the disposition of the proceeding may, as a practical matter, impair or impede his or her ability to protect that interest, unless the person's interest is adequately represented by existing parties.

In addition to establishment of a direct interest, the factors that the Public Utilities Commission of Ohio (the "Commission") considers in implementing the above rule are the nature of the intervenor's interest, the extent that interest is represented by existing parties, the intervenor's potential contribution to a just and expeditious resolution of the issues involved, and whether intervention would result in an undue delay of the proceeding. (See also R.C. 4903.221(B) upon which the above rule is authorized). A review of these factors in light of following facts supports granting Direct Energy's intervention.

Direct Energy Services, LLC is authorized to provide retail generation aggregation, power marketer, and power broker services within Ohio pursuant to Certificate No. 00-019(5). Direct Energy has been an active intervenor in matters before this Commission affecting electric services. Direct Energy Services, LLC or its parent or a subsidiary may participate as a bidder in the auction proposed in the matter at bar.

In the instant matter, FirstEnergy filed an application (the "Application") proposing a Market Rate Offer ("MRO") to procure power to provide the default standard service electric

generation service beginning on June 1, 2011 for FirstEnergy's retail electric customers. Direct Energy has business interests in the State that will be affected by the outcome of the proceeding. As a potential provider of retail generation aggregator, power marketer and power broker services in Ohio, Direct Energy has an interest in the instant proceeding as the Commission assesses the means by which FirstEnergy will procure its electric generation service, and makes other decisions that will affect the viability of the competitive electric market in Ohio.

This motion for intervention precedes all discovery or other procedural termination dates. The motion is also being filed more than five days before the hearing deadline established in Rule 4901-1-29. Thus, the intervention is timely and should not unduly delay the instant proceedings. Finally, because of its unique expertise and participation in the competitive retail and wholesale markets in Ohio and across the country, Direct Energy will be able to assist in the development of a full and complete record to assist the Commission in its consideration of the Application.

WHEREFORE, Direct Energy respectfully requests that the Commission grant this joint motion for leave to intervene and that it be made a full party of record. For purposes of receiving service in the proceeding, in addition to the undersigned, Direct Energy requests that the following person be placed on the official service list in addition to counsel:

Teresa Ringenbach
Direct Energy Services, LLC
5400 Frantz Road, Suite 250
Dublin, OH 43016
614-799-3427
Teresa.ringenbach@directenergy.com

Respectfully Submitted,



M. Howard Petricoff, Trial Counsel (0008287)
Stephen M. Howard (0022421)
VORYS, SATER, SEYMOUR AND PEASE LLP
52 East Gay Street
P. O. Box 1008
Columbus, Ohio 43216-1008
Tel. (614) 464-5414
Fax (614) 464-6350

Attorneys for Direct Energy Services, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and accurate copy of the foregoing documents was served this 6th day of November, 2009 by regular U.S. mail, postage prepaid, or by electronic mail, upon the persons listed below.



M. Howard Petricoff

Mark A. Hayden
FirstEnergy Corp.
76 South Main Street
Akron, OH 44308

Michael Kurtz
Boehm Kurtz & Lowery
36 E. Seventh Street, Suite 1510
Cincinnati, OH 45202

Garrett Stone
Brickfield, Burchette, Ritts & Stone P.C.
1025 Thomas Jefferson Street N.W.
8th Floor, West Tower
Washington DC 20007

Cynthia Fonner Brady
Constellation Energy Resources LLC
550 W. Washington Blvd., Suite 300
Chicago, IL 60661

David C. Rinebolt
Ohio Partners for Affordable Energy
231 W. Lima Street
P.O. Box 1713
Findlay, OH 45839-1793

Jeffrey Small
Gregory Poulos
Office of Ohio Consumers' Counsel
10 W. Broad Street, Suite 1800
Columbus, OH 43215-3485

Matthew White
Chester Willcox & Saxbe LLP
65 East State Street, Suite 1000
Columbus, OH 43215

Stephen L. Beeler
Assistant Director of Law
City of Cleveland
Department of Law
601 Lakeside Avenue, Room 106
Cleveland, OH 44114

David Fein
Constellation NewEnergy, Inc.
550 W. Washington Blvd., Suite 300
Chicago, IL 60661

Michael Lavanga
Brickfield, Burchette, Ritts & Stone P.C.
1025 Thomas Jefferson Street N.W.
8th Floor, West Tower
Washington DC 20007-5201

Joseph M. Clark
McNees Wallace & Nurick LLC
21 E. State Street, 17th Floor
Columbus, OH 43215

Glenn Krassen
Bricker & Eckler LLP
1375 E. Ninth Street, Suite 1500
Cleveland, OH 44114-1718

Thomas O'Brien
Bricker & Eckler LLP
100 South Third Street
Columbus, OH 43215