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May 11, 2001

91-729-WW-RJR

Staff of the Ohio Public Utilities Commission
180 East Broad Street, 6th Floor
Columbus, Ohio 43215

Attention: Ms. V. Sue Daly, Utilities Specialist III
Utilities Department - Gas, Water & Steam Division

Re: Merger of Parent Company of Holiday Service Corp.
With nv Nuon

Dear Ms. Daly:

On March 21, 2001, Utilities, Inc., an Illinois corporation (Company) entered into a Merger Agreement (Agreement") with nv Nuon, a Dutch public company with limited liability (Nuon). On May 16, 2001, pursuant to the terms of the Agreement, the shareholders of Company will be asked to approve a Proposal of Merger, and thereby adopt the terms of said Agreement and Plan of Merger.

As a result of the adoption and approval of the said Agreement, a merger will subsequently occur wherein Nuon Acquisition Sub, Inc., an Illinois corporation and a wholly-owned subsidiary of Nuon (Acquisition Sub), will be merged with and into the Company with the Company continuing as the surviving corporation. Upon the completion of said merger, Company will continue as a wholly-owned subsidiary of Nuon.

As the Commission is aware, Company currently holds 100% of the outstanding shares of Holiday Service Corp. (Holiday) and, as such, is the parent of Holiday. The Company is not an Ohio public utility at the present time nor will it become one after the completion of the proposed merger. Holiday, the wholly-owned subsidiary of Company, is currently an Ohio public utility providing water service in the State of Ohio and will remain a public utility after the proposed merger is completed. Holiday will be issuing no stock, bonds, notes or other evidence of indebtedness payable at periods of more than 12 months after the date of their issuance. Holiday's corporate structure and financial condition will remain unchanged, both before and after the merger. The only changes which will occur will be at the Company level, as described above.

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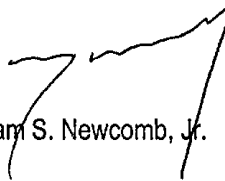
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A review of the Ohio statutes, including but not limited to Sections 4905.40, 41; 49.04, .05 and .06 Ohio Revised Code (O.R.C.) indicate that the Ohio Public Utilities Commission has no jurisdiction over the proposed merger and therefore no approval by the Commission is required or appropriate. Holiday, as an Ohio public utility, therefore respectfully requests that the staff of the Ohio Public Utilities Commission acknowledge its concurrence with this conclusion; that no application by either company as Holiday is required or appropriate, Holiday requests that this concurrence be accomplished either by separate letter or by executing a copy of this letter, which is included herewith.

Holiday Service Corp. and its counsel appreciate your cooperation in this matter, and if we can be of any assistance in understanding this transaction, please contact the undersigned at your earliest convenience. Thank you very much for your help.

Very truly yours,



William S. Newcomb, Jr.

WSN/dsl

Enclosure

OHIO PUBLIC UTILITIES COMMISSION

Date: May 22, 2001

By: 