



FirstEnergy Nuclear Operating Company

76 South Main Street
Akron, Ohio 44308

Peter P. Sena III
President and Chief Operating Officer

July 26, 2011

L-11-236

10 CFR 50.80

ATTN: Document Control Desk
U.S. Nuclear Regulatory Commission
Washington, DC 20555-0001

SUBJECT:

Beaver Valley Power Station, Unit Nos. 1 and 2

Docket No. 50-334, License No. DPR-66

Docket No. 50-412, License No. NPF-73

Davis-Besse Nuclear Power Station, Unit No. 1

Docket No. 50-346, License No. NPF-3

Perry Nuclear Power Plant, Unit No. 1

Docket No. 50-440, License No. NPF-58

Notice Regarding Limited Liability Company Conversion and Request for Threshold
Determination Under 10 CFR 50.80

FirstEnergy Nuclear Operating Company (FENOC), acting on behalf of FirstEnergy Nuclear Generation Corp. (FENGenCo), provides this notice regarding the proposed conversion of FENGenCo to a limited liability company. FENGenCo is an owner licensee for the following facilities:

- 100% of Beaver Valley Power Station, Unit No. 1
- 60.08% of Beaver Valley Power Station, Unit No. 2
- 100% of Davis-Besse Nuclear Power Station, Unit No. 1
- 87.42% of Perry Nuclear Power Plant, Unit No. 1

FENGenCo will be converted from a corporation organized under the laws of the State of Ohio to a limited liability company organized under the laws of the State of Ohio. The proposed conversion will occur by operation of Ohio law, and it is expected to be effected by a filing with the Secretary of State of Ohio. "FirstEnergy Nuclear Generation Corp." will change its name to "FirstEnergy Nuclear Generation, LLC," but it will remain the same legal entity after the conversion, under a new name and a new corporate form.

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Beaver Valley Power Station, Unit Nos. 1 and 2
Davis-Besse Nuclear Power Station, Unit No. 1
Perry Nuclear Power Plant, Unit No. 1
L-11-236
Page 2

In a letter dated October 29, 2009 to Entergy Nuclear Operations, Inc. (Agencywide Documents Access and Management System (ADAMS) Accession Number ML092870647), the Nuclear Regulatory Commission (NRC) indicated that the conversion to a limited liability company does not involve a transfer of control pursuant to 10 CFR 50.80, "Transfer of licenses," if the conversion does not involve a dissolution of the company or the transfer of ownership. Regarding FENGenCo, the conversion to an Ohio limited liability company will be made pursuant to Sections 1701.792 and 1705.361 of the Ohio Revised Code. The entity currently named FENGenCo will remain the owner licensee both before and after the conversion. The entity currently named FENGenCo will remain responsible for providing funding for the operation of its ownership shares in the above-listed facilities and fulfill all other obligations as an owner licensee, including providing decommissioning funding assurance for its ownership shares in compliance with 10-CFR 50.75. There will be no ownership or management changes as a result of the conversion. Since the entity (FENGenCo) has not been dissolved and no ownership has been transferred, a license transfer pursuant to 10 CFR 50.80 is not required.

Based upon this information, FENOC requests the NRC make a threshold determination that the proposed conversion of FENGenCo from a corporation to a limited liability company does not involve any direct or indirect transfer of control of any NRC license that requires prior NRC written consent pursuant to 10 CFR 50.80. FENOC requests the NRC issue the threshold determination as promptly as practicable, but in any event no later than September 30, 2011. FENOC intends to submit a request for the administrative license amendments necessary to reflect FENGenCo's new name.

There are no regulatory commitments contained in this letter. If there are any questions or if additional information is required, please contact Mr. Thomas A. Lentz, Manager – Fleet Licensing, at (330) 761-6071.

Sincerely,

A handwritten signature in black ink, appearing to read "Peter P. Sena III", written in a cursive style.

Peter P. Sena III

Beaver Valley Power Station, Unit Nos. 1 and 2
Davis-Besse Nuclear Power Station, Unit No. 1
Perry Nuclear Power Plant, Unit No. 1
L-11-236
Page 3

cc: NRC Region I Administrator
NRC Region III Administrator
NRC Project Manager - Beaver Valley Power Station
NRC Project Manager - Davis-Besse Nuclear Power Station
NRC Project Manager - Perry Nuclear Power Plant
NRC Resident Inspector - Beaver Valley Power Station
NRC Resident Inspector - Davis-Besse Nuclear Power Station
NRC Resident Inspector - Perry Nuclear Power Plant
Director BRP/DEP
Site Representative BRP/DEP
Utility Radiological Safety Board