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January 31, 2012

Via Electronic Information Exchange

Terry J. Lodge, Esq.
316 N. Michigan St., Suite 520
Toledo, OH 43604

Brian G. Harris, Esq.
Office of the General Counsel
U.S. Nuclear Regulatory Commission
Washington, DC 20555-0001

RE: Second Update to Mandatory Disclosures Pursuant to 10 C.F.R. § 2.336; FirstEnergy Nuclear Operating Co., License Renewal for Davis-Besse Nuclear Power Station, Docket No. 50-346

Dear Counsel:

Pursuant to 10 C.F.R. § 2.336, the Board's Initial Scheduling Order dated June 15, 2011, and the Board's Order modifying the Initial Scheduling Order dated November 2, 2011, FirstEnergy Nuclear Operating Company (FENOC) is providing the enclosed disclosures for Intervenors' Contentions 1 and 4 as restated and admitted by the Board on April 26, 2011 (LBP-11-13).

FENOC's disclosures consist of the following:

- Enclosure 1 is reserved for the names, addresses, and telephone numbers of the persons upon whose opinion FENOC will base its positions on the contentions and upon whom FENOC may rely as witnesses, and a copy of the analyses and authorities upon which they base their opinions. FENOC has not yet identified witnesses for any hearing on the contentions, and will update Enclosure 1 when it has identified its witnesses.
- Enclosure 2 provides a description, by category and location, of the documents, data compilations, and tangible things in the possession, custody, or control of FENOC that may be relevant to the admitted contentions. Per the Scheduling Order and our agreement, these

Terry J. Lodge, Esq.
Brian G. Harris, Esq.
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disclosures do not include privileged documents, or publicly-available documents unless FirstEnergy expects to rely on them at hearing. If you determine that you would like a copy of any of these documents, please inform me of which documents you would like, and I will provide a copy to you.

- Enclosure 3 provides an index of documents, data compilations, or tangible things that may be relevant to the contentions but that contain proprietary information, Sensitive Unclassified Non-Safeguards Information (SUNSI), or otherwise protected information. Upon request, FENOC will provide a copy under the terms of a Protective Order issued by the Board.

In order to compile Enclosures 2 and 3, a search was conducted of documents in FENOC's possession, custody, or control. The attached affidavit attests that all relevant materials identified by this search that are required to be disclosed under the Scheduling Order have been disclosed.

When FENOC identifies additional relevant documents or the witnesses for any hearing on the contentions, FENOC will update these disclosures as required by the Board's Scheduling Order.

FENOC has been conservative in identifying documents for inclusion in Enclosures 2 and 3. By identifying documents in those Enclosures, FENOC does not necessarily concede that the documents are in fact relevant or material to the admitted contentions.

Sincerely,

Executed in Accord with 10 C.F.R. § 2.304(d)

Signed (electronically) by Timothy P. Matthews
Timothy P. Matthews

Counsel for FirstEnergy Nuclear Operating Co.

Enclosures

**UNITED STATES OF AMERICA
NUCLEAR REGULATORY COMMISSION**

BEFORE THE ATOMIC SAFETY AND LICENSING BOARD

In the Matter of)

FIRSTENERGY NUCLEAR OPERATING COMPANY)

(Davis-Besse Nuclear Power Station, Unit 1))

Docket No. 50-346-LR

AFFIDAVIT OF CLIFF CUSTER

1. My name is Cliff Custer. I am the Project Manager, License Renewal, at FirstEnergy Nuclear Operating Company (“FENOC”). Working with the attorneys for FENOC, I have been responsible for managing the collection of documents, data compilations, and tangible things to comply with the mandatory disclosure requirements in 10 C.F.R. § 2.336 and the Atomic Safety and Licensing Board’s Initial Scheduling Order dated June 15, 2011 (“Scheduling Order”) in this proceeding, and the Licensing Board’s Order Granting Motion for Modification of Initial Scheduling Order dated November 2, 2011 in this proceeding.
2. FENOC conducted a search of documents, data compilations, and tangible things in its possession, custody, and control for information relevant to the admitted contentions, and in the possession, custody, and control of its affiliated companies, as specified in 10 C.F.R. § 2.336(a). As provided in 10 C.F.R. § 2.336(c), this search encompassed information and documents reasonably available to FENOC and its affiliated companies, including:
 - a. Both electronic and paper documents;

- b. Corporate records, Davis-Besse license renewal project files, and documents in the possession and control of individuals who have worked on the Davis-Besse license renewal project or on matters potentially relevant to the admitted contentions; and
 - c. Documents, data compilations, and tangible things in the possession and control of AREVA, Inc. (“AREVA”), which assisted FENOC in preparing portions of the Davis-Besse Environmental Report.
- 3. Consistent with the Board’s Scheduling Order, Enclosure 2 to this Affidavit provides an index of relevant, non-privileged, non-protected documents, data compilations, and tangible things that were located as a result of this search.
- 4. Consistent with the Board’s Scheduling Order, Enclosure 3 to this Affidavit provides the index of relevant documents, data compilations, and tangible things containing information that FENOC believes are proprietary to FENOC or its affiliated companies or third parties, or falls within the category of Sensitive Unclassified, Non-Safeguards Information (“SUNSI”).
- 5. FENOC has been conservative in identifying documents for inclusion in the Enclosures. Accordingly, FENOC is not suggesting that just because a document is listed on the Enclosure that it is indeed relevant to one of the admitted contentions.
- 6. These disclosures are reasonably accurate and complete as of December 31, 2011.

The statements made above are true to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.



Cliff Custer

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Beaver Valley Nuclear Power Station

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Executed this th30 day of January 2012.

Enclosure 1 (Reserved)

Enclosure 2

First Energy-Davis-Besse License Renewal Proceeding
Mandatory Disclosure Log
Second Update, January 31, 2012

Log No.	Category	Location*	Document Title	Date	Contentions
FEDB-00000685	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	CS_PhotoVoltaics_20090421.pdf	4/21/2009	Contention 1
FEDB-00000686	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Second Generation of CAES Technology- Perf Operat -Energy Storage ESP PG 2009.pdf	1/25/2010	Contention 1
FEDB-00000687	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	AA-CAES Diagram_EPRI.bmp	1/21/2010	Contention 1
FEDB-00000688	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	AA-CAES Diagram_EPRI_2.bmp	1/21/2010	Contention 1
FEDB-00000689	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Mason_CoupledWind-CAESPowerPlants_ComparativeBaseLoadPowerPlantAnalysis_RERI_13August2009[1].pdf	1/18/2010	Contention 1
FEDB-00000690	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Compressed Air Energy Storage (CAES).htm	1/14/2010	Contention 1
FEDB-00000691	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	EESAT%202005%20presentation.pdf	1/12/2010	Contention 1
FEDB-00000692	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	ESPC_Presentation_at_EESAT_May_2007.pdf	1/21/2010	Contention 1
FEDB-00000693	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	ESPC CT Caes AI.bmp	2/11/2010	Contention 1
FEDB-00000694	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	ESPC CT Caes AI_Expand.bmp	2/11/2010	Contention 1
FEDB-00000695	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	PP Training_05_Storage 060110.ppt	8/31/2010	Contention 1
FEDB-00000696	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	EWEC_Paper_Final_2004.pdf	1/13/2010	Contention 1
FEDB-00000697	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	projekt_0507_engl_internetx.pdf	1/13/2010	Contention 1
FEDB-00000698	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	MAAP input.pdf	12/30/2011	Contention 4
FEDB-00000699	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Caes1 vs CAES2 R1.pdf	1/25/2010	Contention 1
FEDB-00000700	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Compressed Air Energy Storage (CAES).txt	1/13/2010	Contention 1
FEDB-00000701	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Dr_Paul_Denholm.pdf	1/14/2010	Contention 1
FEDB-00000702	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Mechanical Energy Storage.ppt	1/18/2010	Contention 1

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First Energy-Davis-Besse License Renewal Proceeding
Mandatory Disclosure Log
Second Update, January 31, 2012

Log No.	Category	Location*	Document Title	Date	Contentions
FEDB-00000703	eMail;eMail without attachment	Morgan, Lewis & Bockius	Fw: [Prism 2.0 Project] Follow-up to Energy Storage Webcast	12/22/2011	Contention 1
FEDB-00000704	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	OVERALL DESIGN PHILOSOPHY RIV 1 2-15-08	2/15/2008	Contention 1

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Enclosure 3

First Energy-Davis-Besse License Renewal Proceeding
Proprietary Log
Second Update, January 31, 2012

Log No.	Category	Location*	Document Title	Date	Confidentiality	Contentions
FEDBPROP-00003596	Standard file;Standard file with attachment	Morgan, Lewis & Bockius	Chapter 18 Impacts of Fossil Fuel Quality - PowerPoint Slides - rev2a.ppt	9/4/2008	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003597	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	20090302090812-Gellings.%20EPRI.pdf	1/14/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003598	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	AA-CAES_011510_RWC.ppt	2/12/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003599	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	CAES Systems_011510_RWC.ppt	2/22/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003600	eMail;eMail with attachment	Morgan, Lewis & Bockius	RE: [Prism 2.0 Project] Reminder on Energy Storage Webcast, Friday, Dec 16 from 12 to 1:30 pm ET.	12/16/2011	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003601	Attachment	Morgan, Lewis & Bockius	Prism 2_Energy Storage Webcast_Final.pdf	12/16/2011	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003602	eMail;eMail with attachment	Morgan, Lewis & Bockius	Re: Norton Data for PowerGEM	12/6/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003603	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	00000000001016004[1].pdf	1/25/2010	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003604	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	5.91+Haddington+-+Norton+267+MW+2+Unit+Comp+Air+Detail+Cost+10.20.09.pdf	1/18/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003605	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	14.29 NES Updated Model 090629shp.ppt	2/10/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003606	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	NORTON CAES MARKET SIMULATIONS FULL MODELING RESULTS	11/28/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003607	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	PDF 01.pdf	1/5/2012	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003608	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	! 0. 3%20EPRI%20-%20Energy%20Storage%20Overview%20-%20Dan%20Rastler.pdf	1/14/2010	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003609	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	5.92+Haddington+-+Norton+267+MW+2+Unit+Comp+Air+Sum+Cost+10.20.09.pdf	1/18/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003610	eMail;eMail with attachment	Morgan, Lewis & Bockius	EPRI CAES Demonstration Project Webcast Will Be Today, December 15, 2011 (from 11am to 12noon, PST, which is 2pm to 3pm, EST)	12/15/2011	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003611	Attachment	Morgan, Lewis & Bockius	Webcast EPRI CAES Demo Proj Webcast.Dec 15. 2011.V3.pdf	12/15/2011	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003612	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	00000000001020444[1].pdf	1/25/2010	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003613	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	5.20+Burns+and+Roe+Preliminary+Cost+Estimate.pdf	1/18/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003614	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	EPRI_Paper_on_CAES_Technology.pdf	1/21/2010	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003615	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	5.98+Haddington+Norton+267+MW+2+Unit+Rev+112409+Lvl +1+Sum+Rept.pdf	1/18/2010	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1

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First Energy-Davis-Besse License Renewal Proceeding
Proprietary Log
Second Update, January 31, 2012

Log No.	Category	Location*	Document Title	Date	Confidentiality	Contentions
FEDBPROP-00003616	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	Power Generation Technologies.pdf	5/24/2007	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003617	eMail;eMail with attachment	Morgan, Lewis & Bockius	FW: ISPD Project Listing / Status Update for October	11/17/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003618	Attachment	Morgan, Lewis & Bockius	ISPD Project Status Report October 2011_111611.doc	11/17/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003619	eMail;eMail with attachment	Morgan, Lewis & Bockius	low Mass values: HIGHLY PRIVILEGED AND CONFIDENTIAL -- NOT FOR DISCLOSURE:	12/30/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003620	Attachment	Morgan, Lewis & Bockius	DB Table E.3-17 SAMA Core Inventory.pdf	12/30/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 4
FEDBPROP-00003621	eMail;eMail without attachment	Morgan, Lewis & Bockius	Re: Norton Data for PowerGEM	12/14/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003622	Standard file;Standard file without attachment	Morgan, Lewis & Bockius	mass.xls	12/28/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 4
FEDBPROP-00003623	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	NORTON CAES MARKET SIMULATIONS UPDATED RESULTS	11/14/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003624	eMail;eMail with attachment	Morgan, Lewis & Bockius	PowerGEM Analysis of Norton Generation - December 2011	12/12/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003625	Attachment	Morgan, Lewis & Bockius	December xx presentation.pptx	12/12/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4); Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003626	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	[NORTON FOR 130MW NET]	11/21/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003627	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	WILLARD AND KELSEY SOLAR GROUP LLC MANUFACTURING COST PER WATT FORECAST	9/27/2011	Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003628	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	RESERVE ENERGY EXPLORATION COLT STATION WIND FARM		Third-Party Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1
FEDBPROP-00003629	Scanned Document;Standard file;Standard file without attachment	Morgan, Lewis & Bockius	FEVISIT GARY LEIDICH	9/27/2011	FE Proprietary - 10 C.F.R. § 2.390(a)(4)	Contention 1

**UNITED STATES OF AMERICA
NUCLEAR REGULATORY COMMISSION
ATOMIC SAFETY AND LICENSING BOARD**

In the Matter of)

FIRSTENERGY NUCLEAR OPERATING COMPANY)

(Davis-Besse Nuclear Power Station, Unit 1))

Docket No. 50-346-LR

January 31, 2012

CERTIFICATE OF SERVICE

I hereby certify that, on this date, a copy of FENOC's Second Update to Mandatory Disclosures Pursuant to 10 C.F.R. § 2.336 was filed with the Electronic Information Exchange in the above-captioned proceeding on the following recipients.

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