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December 17, 1982

Harold R Denton, Director
Office of Nuclear Reactor Regulation
Attn: Division of Licensing
US Nuclear Regulatory Commission
Washington, DC 20555

MIDLAND NUCLEAR COGENERATION PLANT
MIDLAND DOCKET NOS 50-329, 50-330
AMENDMENT 111
FILE: 0485.11, 0485.16 SERIAL: 20390

Enclosed herewith is Amendment 111 to the Company's Application for
Constiuction Permits and Operating Licenses containing three (3) signed
originals and sixty (60) copies of Revision 14 to the Responses to NRC
Requests Regarding Plant Fill.

Revision 14 of the Responses to NRC Requests Regarding Plant Fill contains
updated information as detailed in the application page.

/s/ J W Cook
JWC/GEC/bjb

CC RJCook, Midland Resident Inspector, (w/o)

Boo
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