

SHAW, PITTMAN, POTTS & TROWBRIDGE

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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DAVID R. LEWIS
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October 11, 1994

By Hand Delivery

U.S. Nuclear Regulatory Commission
Attn: Document Control Desk
Washington, D.C. 20555

Re: Perry Nuclear Power Plant, Unit No. 1
Docket No. 50-440; License No. NPF-58
Amendment of Ohio Edison Company Facility Leases

Dear Sir:

By Amendment No. 2 issued on March 16, 1987, to License No. NPF-58, the NRC authorized Ohio Edison Company to enter into sale and leaseback transactions for the Perry Nuclear Power Plant, Unit 1. As a condition of approval, the Amendment requires prior written notice of any change in, inter alia, the terms or conditions of any lease agreements executed as part of the transactions.

The participants in the sale and leaseback transactions subsequently executed by Ohio Edison are currently preparing to amend the facility leases. The amendments adjust the Basic Rent and certain schedules (Casualty Values, Special Casualty Values, and Modified Special Casualty Values) to preserve the Owner Participants' net economic return as the result of a change in tax rate. Such adjustment is permitted under the original transaction documents reviewed by the NRC prior to issuance of License Amendment No. 2. This letter is being delivered to provide the required notification of the change to the facility leases.

None of the changes to the facility leases affects operation of the plant, prevents or impairs compliance with NRC requirements, or otherwise adversely affects any NRC regulated activity.

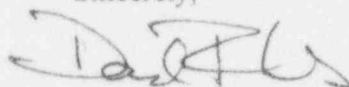
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If you have any questions, please call me at (202) 663-8474.

Sincerely,

A handwritten signature in dark ink, appearing to read 'D. Lewis', with a stylized flourish at the end.

David R. Lewis
Counsel for Licensee

cc: Regional Administrator, Region III
NRC Resident Inspector
NRC/NRR Project Manager (by hand delivery)