

IOWA-ILLINOIS GAS AND ELECTRIC COMPANY

RANDALL B. PALMER  
ATTORNEY  
GENERAL COUNSEL'S STAFF

November 21, 1994

By FEDERAL EXPRESS

Nuclear Regulatory Commission  
Document Control Desk  
Washington, D. C. 20555

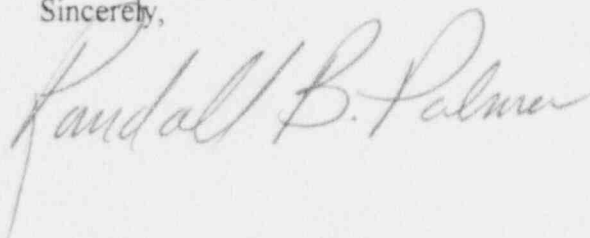
Re: Docket Nos. 50-254 and 50-265  
Quad-Cities Nuclear Power Station, Units 1 and 2  
Facility Operating License Nos. DPR-29 and DPR-30

Gentlemen and Ladies:

Enclosed for filing is the application of Iowa-Illinois Gas and Electric Company (Iowa-Illinois) and MidAmerican Energy Company (MidAmerican) seeking the consent of the Commission pursuant to 10 C.F.R. § 50.80 to transfer Iowa-Illinois' interest in the above-referenced licenses to MidAmerican. Subject to obtaining all necessary shareholder and regulatory approvals, Iowa-Illinois and MidAmerican have agreed to merge with Midwest Resources Inc. and Midwest Power Systems Inc. Upon consummation of the merger, MidAmerican will be the surviving corporation and public utility. Included with the application, which has been verified by Stanley J. Bright on behalf of both applicants, is a copy of the merger agreement and testimony filed with the Federal Energy Regulatory Commission regarding antitrust issues.

If you have any questions regarding this application, please contact me at the address and telephone numbers shown below.

Sincerely,



RBP-ks  
Enclosures

020100  
9411230089 941121  
PDR ADDCK 05000254  
P PDR

Arrol  
11/1

IOWA-ILLINOIS GAS AND ELECTRIC COMPANY

cc: Control Officer  
Nuclear Regulatory Commission  
Region III  
801 Warrenville Road  
Lisle, Illinois 60532-4351

By FEDERAL EXPRESS

Chris Miller  
Senior Resident Inspector  
Nuclear Regulatory Commission  
Quad Cities Nuclear Power Station  
22712 206th Avenue North  
Cordova, Illinois 61242-9740

By FEDERAL EXPRESS

Gene Holler, Esq.  
Nuclear Regulatory Commission  
Office of the General Counsel  
One White Flint North Building  
Room 15-618  
11555 Rockville Pike  
Rockville, Maryland 20852

By FEDERAL EXPRESS

Pamela B. Strobel  
Vice President and General Counsel  
Commonwealth Edison Company  
One First National Plaza  
Chicago, Illinois 60690

By FEDERAL EXPRESS

Federal Energy Regulatory Commission

Iowa Utilities Board

Illinois Commerce Commission