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April 30, 1992

Director of Nuclear Reactor Regulation
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555

Re: Docket No. 50-423

Dear Sir:

On behalf of Fitchburg Gas and Electric Light Company ("Fitchburg"), this will confirm that the merger of Fitchburg and UNITIL Corporation was completed on April 28, 1992. The closing of the merger fulfills the condition regarding completion of transfer of Fitchburg's interest in the license for Millstone Unit 3 contained in the Commission's order issued on April 28, 1992.

Very truly yours,

Harry H. Varga

Attorney for Fitchburg Gas
and Electric Light Company

cc: Eugene Holler, Esq.
Gerald Garfield, Esq.
Mr. John F. Opeka
Mr. Frank L. Childs

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