

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re: )  
 ) Chapter 11  
 )  
F21 OPCO, LLC, et al., ) Case No. 25-10469 (MFW)  
 )  
 ) (Jointly Administered)  
Debtors. )  
 ) Re: Docket Nos. 5, 73 & 128  
 )  
 ) Obj. Deadline: 4/8/25 at 4:00 p.m.  
 ) Hearing Date: 4/15/25 at 2:00 p.m.  
 )

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**JOINDER OF CERTAIN FIRSTENERGY OPERATING COMPANIES TO THE  
OBJECTION OF CERTAIN UTILITY COMPANIES TO THE DEBTORS' MOTION  
FOR ENTRY OF INTERIM AND FINAL ORDERS (I) (A) PROHIBITING UTILITY  
COMPANIES FROM DISCONTINUING, ALTERING, OR REFUSING SERVICE, (B)  
DEEMING UTILITY COMPANIES TO HAVE ADEQUATE ASSURANCE OF FUTURE  
PAYMENT, (C) ESTABLISHING PROCEDURES FOR RESOLVING REQUESTS FOR  
ADDITIONAL ASSURANCE, AND (II) GRANTING RELATED RELIEF**

Pennsylvania Electric Company ("Penelec"), Pennsylvania  
Power Company ("Penn Power"), Jersey Central Power & Light  
Company ("JCP&L"), Toledo Edison Company ("TE") and The Cleveland  
Electric Illuminating Company ("CEI") (collectively, the "Joinder  
Utilities"), by counsel, hereby join in the *Objection of Certain  
Utility Companies To the Debtors' Motion For Entry of Interim and  
Final Orders (I) (A) Prohibiting Utility Companies From  
Discontinuing, Altering, or Refusing Service, (B) Deeming Utility  
Companies To Have Adequate Assurance of Future Payment, (C)  
Establishing Procedures For Resolving Requests For Additional  
Assurance, and (II) Granting Related Relief* (the "Objection")  
Docket No. 128), and set forth the following:



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### **Introduction**

1. The Joinder Utilities adopt and incorporate by reference herein the *Introduction* section set forth in the Objection.

### **Facts**

2. The Joinder Utilities adopt and incorporate by reference herein the *Facts* section set forth in the Objection.

### **Facts Regarding the Utilities Section**

3. The Joinder Utilities adopt and incorporate by reference herein the *Facts Regarding the Utilities* section set forth in the Objection because the billing and payment terms set forth in that section are essentially the same as to the Joinder Utilities.

4. In order to avoid the need to bring witnesses and have lengthy testimony regarding the Joinder Utilities' regulated billing cycles, the Joinder Utilities request that this Court, pursuant to Rule 201 of the Federal Rules of Evidence, take judicial notice of their billing cycles. Pursuant to the foregoing request and based on the voluminous size of the applicable documents, the Joinder Utilities are providing the web site links to the following tariffs and/or state laws, regulations and/or ordinances:

CEI, and TE:

[https://www.firstenergycorp.com/content/customer/customer\\_choice/ohio/ohio\\_tariffs.html](https://www.firstenergycorp.com/content/customer/customer_choice/ohio/ohio_tariffs.html)

Penelec Penn Power:

[https://www.firstenergycorp.com/content/customer/customer\\_choice/pennsylvania/pennsylvania\\_tariffs.html](https://www.firstenergycorp.com/content/customer/customer_choice/pennsylvania/pennsylvania_tariffs.html)

JCP&L:

[https://www.firstenergycorp.com/content/customer/customer\\_choice/new\\_jersey/new\\_jersey\\_tariffs.html](https://www.firstenergycorp.com/content/customer/customer_choice/new_jersey/new_jersey_tariffs.html)

5. Subject to a reservation of the Joinder Utilities' right to supplement their post-petition deposit requests if additional accounts belonging to the Debtors are subsequently identified, the Joinder Utilities' estimated prepetition debt and post-petition deposit requests are as follows:

<u>Utility</u>	<u>No. of Accts.</u>	<u>Est. Prepet. Debt</u>	<u>Dep. Request</u>
Penelec	1	\$3,132.83	\$4,902 (2-month)
Penn Power	1	\$2,600.25	\$4,546 (2-month)
JCP&L	1	\$1,937.53	\$2,862 (2-month)
TE	1	\$3,642.04	\$9,854 (2-month)
CEI	4	\$11,585.02	\$8,812 (2-month)

6. Penelec held a prepetition cash deposit in the amount of \$3,732 that it recouped against prepetition debt pursuant to Section 366(c)(4) of the Bankruptcy Code. Any prepetition deposit amount remaining after recoupment can be applied to the Penelec post-petition deposit request.

7. Penn Power held a prepetition cash deposit in the amount of \$5,958 that it recouped against prepetition debt pursuant to Section 366(c)(4) of the Bankruptcy Code. Any

prepetition deposit amount remaining after recoupment can be applied to the Penn Power post-petition deposit request.

**Discussion**

8. The Joinder Utilities incorporate and adopt by reference the legal and factual arguments set forth in the Objection.

WHEREFORE, the Joinder Utilities respectfully request that this Court enter an order:

1. Denying the Utility Motion as to the Joinder Utilities;

2. Awarding the Joinder Utilities the post-petition adequate assurance of payment pursuant to Section 366 in the amounts and forms satisfactory to the Joinder Utilities; and

3. Providing such other and further relief as the Court deems just and appropriate.

Dated: March 31, 2025      WHITEFORD TAYLOR & PRESTON LLC

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and

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Company, Pennsylvania Power Company,  
Jersey Central Power & Light Company,  
Toledo Edison Company and The Cleveland  
Electric Illuminating Company*

**CERTIFICATE OF SERVICE**

I hereby certify that in addition to the notice and service provided through the Court's ECF system, on March 31, 2025, I caused a true and correct copy of the *Joinder of Certain FirstEnergy Operating Companies To the Objection of Certain Utility Companies To the Debtors' Motion For Entry of Interim and Final Orders (I) (A) Prohibiting Utility Companies From Discontinuing, Altering, or Refusing Service, (B) Deeming Utility Companies To Have Adequate Assurance of Future Payment, (C) Establishing Procedures For Resolving Requests For Additional Assurance, and (II) Granting Related Relief* to be served by email on:

Andrew L. Magaziner  
Robert F. Poppiti, Jr.  
Ashley E. Jacobs  
S. Alexander Faris  
Kristin L. McElroy  
Andrew M. Lee  
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