

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
LONGVIEW POWER, LLC, <u>et al.</u> , <sup>1</sup>	)	Case No. 13-12211 (BLS)
	)	
Debtors.	)	Jointly Administered
	)	

**LONGVIEW DEBTORS' MONTHLY  
OPERATING REPORT FOR THE PERIOD ENDING DECEMBER 31, 2013**

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LONGVIEW DEBTORS' ADDRESS:                    966 Crafts Run Road  
Maidsville, West Virginia 26541

DEBTORS' ATTORNEYS:                            Daniel J. DeFranceschi (No. 2732)  
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- and -

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<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: (a) Longview Power, LLC (1860); and Longview Intermediate Holdings C, LLC (1008) (collectively, the "Longview Debtors"); and (b) Mepco Holdings, LLC (6654); Mepco Intermediate Holdings A, LLC (0502); Mepco Intermediate Holdings, LLC (4248); Mepco, LLC (3172); Coresco, LLC (6397); Dana Mining Company of Pennsylvania, LLC (8721); Dana Mining Company, LLC (4499); Mepco Conveyor, LLC (0477); Shannopin Materials LLC (1616); Border Energy, LLC (2798); and Alternate Energy, LLC (2428) (the foregoing excluding the Longview Debtors, collectively, the "Mepco Debtors"). The Longview Debtors' principal offices are located at 966 Crafts Run Road, Maidsville, West Virginia 26541. The Mepco Debtors' principal offices are located at 308 Dents Run Road, Morgantown, West Virginia 26501.

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REPORT PREPARER: Longview Power, LLC, *et al.*

GENERAL NOTES:

The Monthly Operating Report includes activity for the following Debtors:

Debtor	Case Number
Longview Power, LLC	13-12211 (BLS)
Longview Intermediate Holdings C, LLC	13-12217 (BLS)

This Monthly Operating Report (“MOR”) has been prepared solely for the purpose of complying with the monthly reporting requirements applicable in these chapter 11 cases and is in a format acceptable to the United States Trustee. The financial information contained herein is limited in scope and covers a limited time period. Moreover, such information is preliminary and unaudited, and is not prepared in accordance with generally accepted accounting principles (“GAAP”) in the United States. In addition, the financial statements and supplemental information contained herein represent condensed combined information.

The unaudited consolidated financial statements have been derived from the books and records of the Debtors. This information, however, has not been subject to certain procedures that would typically be applied to financial information in accordance with GAAP, and upon application of such procedures the financial information could be subject to material change.

The financial information contained herein is presented on a preliminary and unaudited basis and remains subject to future adjustment.

The results of operations contained herein are not necessarily indicative of results which may be expected for any other period or for the full year and may not necessarily reflect the consolidated results of operations and financial position of the Debtors in the future.

The undersigned, having reviewed the attached report and being familiar with the Debtors' financial affairs, verifies, under penalty of perjury, that the information contained herein is complete, accurate and truthful to the best of my knowledge.

DATE: January 27, 2014

*/s/ James M. Grady*

\_\_\_\_\_  
James M. Grady

Deputy Chief Financial Officer

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF \_\_\_\_\_**

In re Longview Power LLC

Case No. 13-12211  
Reporting Period: **December-13**

**MONTHLY OPERATING REPORT**

File with Court and submit copy to United States Trustee within 20 days after end of month.

Submit copy of report to any official committee appointed in the case.

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Explanation Attached</b>	<b>Affidavit/Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1			
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a			
Schedule of Professional Fees Paid	MOR-1b			
Copies of bank statements				
Cash disbursements journals				
Statement of Operations	MOR-2			
Balance Sheet	MOR-3			
Status of Postpetition Taxes	MOR-4			
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period				
Summary of Unpaid Postpetition Debts	MOR-4			
Listing of aged accounts payable	MOR-4			
Accounts Receivable Reconciliation and Aging	MOR-5			
Debtor Questionnaire	MOR-5			

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature of Authorized Individual\*

January 23, 2014  
\_\_\_\_\_  
Date

James M. Grady  
\_\_\_\_\_  
Printed Name of Authorized Individual

Deputy Chief Financial Office  
\_\_\_\_\_  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: December-13

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**

Amounts reported should be per the debtor's books, not the bank statement. The beginning cash should be the ending cash from the prior month or, if this is the first report, the amount should be the balance on the date the petition was filed. The amounts reported in the "CURRENT MONTH - ACTUAL" column must equal the sum of the four bank account columns. The amounts reported in the "PROJECTED" columns should be taken from the SMALL BUSINESS INITIAL REPORT (FORM IR-1). Attach copies of the bank statements and the cash disbursements journal. The total disbursements listed in the disbursements journal must equal the total disbursements reported on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CONT)]

	BANK ACCOUNTS				CURRENT MONTH		CUMULATIVE FILING TO DATE		
	Union Revenue	Union O&M	Union Construction	PNC Discretionary	Restricted Cash Accounts	ACTUAL	PROJECTED (FN 1)	ACTUAL	PROJECTED (FN 1)
<b>CASH BEGINNING OF MONTH</b>	<b>3,155,574</b>	<b>0</b>	<b>1</b>	<b>4,534,440</b>	<b>8,166,558</b>	<b>15,856,573</b>		<b>19,963,062</b>	
<b>RECEIPTS</b>									
CASH SALES				0		0		6,461	
ACCOUNTS RECEIVABLE	21,585,633			11,416		21,597,049		60,607,089	
LOANS AND ADVANCES - Scotiabank	9,836,243					9,836,243		9,836,243	
SALE OF ASSETS						0		0	
ACCOUNT INTEREST EARNED	94				72	166		1,269	
OVERPAYMENT REFUNDS				5,831		5,831		121,933	
OTHER (ATTACH LIST)						0		0	
TRANSFERS (FROM DIP ACCTS)		16,486,658		4,750,000		21,236,658		68,788,210	
						0		0	
<b>TOTAL RECEIPTS</b>	<b>31,421,971</b>	<b>16,486,658</b>	<b>0</b>	<b>4,767,247</b>	<b>72</b>	<b>52,675,947</b>	<b>0</b>	<b>139,361,205</b>	<b>0</b>
<b>DISBURSEMENTS</b>									
NET PAYROLL (to Genpower Services)		218,464		237,515		455,979		1,730,952	
PAYROLL TAXES (to Genpower Services)		99,050		108,517		207,568		783,583	
OTHER PAYROLL COSTS (to Genpower Services)		30,404		27,424		57,827		252,391	
PLANT PROCESS WATER (Dunkard)		500,000				500,000		1,660,000	
						0		0	
COAL (Mepco)		10,498,583				10,498,583		32,022,753	
ASH DISPOSAL (Coresco)		390,157				390,157		964,857	
						0		0	
EMPLOYEE HEALTH / LIFE				87,557		87,557		406,113	
PROPERTY / CASUALTY INSURANCE				202,362		202,362		969,299	
WARRANTY LITIGATION SUPPORT				1,500,422		1,500,422		2,351,802	
SECURED / RENTAL / LEASES				51,249		51,249		197,474	
DONATIONS				750		750		1,750	
OPERATING & MAINTENANCE				2,262,514		2,262,514		7,886,482	
ENERGY CAPACITY CHARGE		0				0		181,116	
TAXES				2,031		2,031		14,272	
BANKING FEES			1	72		73		986	
SCOTIABANK - DEBT ISSUANCE / LOAN FEES						0		3,198,238	
DUNKARD DEBT PAYDOWN						0		6,194,782	
OTHER (ATTACH LIST)						0		0	
OWNER DRAW *						0		0	
TRANSFERS (TO DIP ACCTS)	16,486,658	4,750,000				21,236,658		68,788,210	
INTEREST - Scotiabank	12,021					12,021		12,021	
PROFESSIONAL FEES				514,919		514,919		1,155,336	
U.S. TRUSTEE FEES				10,083		10,083		10,083	
COURT COSTS						0		0	
						0		0	
<b>TOTAL DISBURSEMENTS</b>	<b>16,498,678</b>	<b>16,486,658</b>	<b>1</b>	<b>5,005,415</b>	<b>0</b>	<b>37,990,752</b>	<b>0</b>	<b>128,782,500</b>	<b>0</b>
<b>NET CASH FLOW</b>	<b>14,923,292</b>	<b>0</b>	<b>(1)</b>	<b>(238,168)</b>	<b>72</b>	<b>14,685,195</b>	<b>0</b>	<b>10,578,705</b>	<b>0</b>
(RECEIPTS LESS DISBURSEMENTS)									
<b>CASH - END OF MONTH</b>	<b>18,078,866</b>	<b>0</b>	<b>0</b>	<b>4,296,271</b>	<b>8,166,630</b>	<b>30,541,768</b>	<b>0</b>	<b>30,541,768</b>	<b>0</b>

\* COMPENSATION TO SOLE PROPRIETORS FOR SERVICES RENDERED TO BANKRUPTCY ESTATE

ok

**THE FOLLOWING SECTION MUST BE COMPLETED**

DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)	
TOTAL DISBURSEMENTS	\$37,990,752.31
LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS	(\$21,236,657.83)
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)	\$
<b>TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES</b>	<b>\$16,754,094.48</b>

FN1 - See attached for projected receipts and disbursements





In re Longview Power LLC Case No. 13-12211  
 Debtor Reporting Period: December-13

**STATEMENT OF OPERATIONS**  
 (Income Statement)

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

**Note - see the attached for Longview Power (LVP p&L). There was no activity for Longview Intermediate Holdings C**

REVENUES	Month	Cumulative Filing to Date
Gross Revenues	\$	\$
Less: Returns and Allowances		
Net Revenue	\$	\$
<b>COST OF GOODS SOLD</b>		
Beginning Inventory		
Add: Purchases		
Add: Cost of Labor		
Add: Other Costs (attach schedule)		
Less: Ending Inventory		
Cost of Goods Sold		
Gross Profit		
<b>OPERATING EXPENSES</b>		
Advertising		
Auto and Truck Expense		
Bad Debts		
Contributions		
Employee Benefits Programs		
Insider Compensation*		
Insurance		
Management Fees/Bonuses		
Office Expense		
Pension & Profit-Sharing Plans		
Repairs and Maintenance		
Rent and Lease Expense		
Salaries/Commissions/Fees		
Supplies		
Taxes - Payroll		
Taxes - Real Estate		
Taxes - Other		
Travel and Entertainment		
Utilities		
Other (attach schedule)		
Total Operating Expenses Before Depreciation		
Depreciation/Depletion/Amortization		
Net Profit (Loss) Before Other Income & Expenses		
<b>OTHER INCOME AND EXPENSES</b>		
Other Income (attach schedule)		
Interest Expense		
Other Expense (attach schedule)		
Net Profit (Loss) Before Reorganization Items		
<b>REORGANIZATION ITEMS</b>		
Professional Fees		
U. S. Trustee Quarterly Fees		
Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet)		
Gain (Loss) from Sale of Equipment		
Other Reorganization Expenses (attach schedule)		
Total Reorganization Expenses		
Income Taxes		
Net Profit (Loss)	\$	\$

\*"Insider" is defined in 11 U.S.C. Section 101(31).



In re Longview Power LLC Case No. 13-12211  
 Debtor Reporting Period: \_\_\_\_\_ December-13

**STATEMENT OF OPERATIONS - continuation sheet**

**Note - see the attached Longview Power P&L; No activity for Longview Intermediate Holdings C**

BREAKDOWN OF "OTHER" CATEGORY	Month	Cumulative Filing to Date
<b>Other Costs</b>		
<b>Other Operational Expenses</b>		
<b>Other Income</b>		
<b>Other Expenses</b>		
<b>Other Reorganization Expenses</b>		

**Reorganization Items - Interest Earned on Accumulated Cash from Chapter 11:**  
 Interest earned on cash accumulated during the chapter 11 case, which would not have been earned but for the bankruptcy proceeding, should be reported as a reorganization item.

In re \_\_\_\_\_ Longview Power LLC \_\_\_\_\_  
 Debtor

Case No. \_\_\_\_\_ 13-12211 \_\_\_\_\_  
 Reporting Period: \_\_\_\_\_ December-13

**BALANCE SHEET**

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from postpetition obligations.

**Note - see the attached Longview Power (LVP bal sht) and Longview Intermediate Holdings C (LV C bal sht)**

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>CURRENT ASSETS</b>		
Unrestricted Cash and Equivalents		
Restricted Cash and Cash Equivalents (see continuation sheet)		
Accounts Receivable (Net)		
Notes Receivable		
Inventories		
Prepaid Expenses		
Professional Retainers		
Other Current Assets (attach schedule)		
<b>TOTAL CURRENT ASSETS</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>PROPERTY AND EQUIPMENT</b>		
Real Property and Improvements		
Machinery and Equipment		
Furniture, Fixtures and Office Equipment		
Leasehold Improvements		
Vehicles		
Less Accumulated Depreciation		
<b>TOTAL PROPERTY &amp; EQUIPMENT</b>	<b>\$</b>	<b>\$</b>
<b>OTHER ASSETS</b>		
Loans to Insiders*		
Other Assets (attach schedule)		
<b>TOTAL OTHER ASSETS</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL ASSETS</b>	<b>\$</b>	<b>\$</b>

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)</b>		
Accounts Payable		
Taxes Payable (refer to FORM MOR-4)		
Wages Payable		
Notes Payable		
Rent / Leases - Building/Equipment		
Secured Debt / Adequate Protection Payments		
Professional Fees		
Amounts Due to Insiders*		
Other Postpetition Liabilities (attach schedule)		
<b>TOTAL POSTPETITION LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</b>		
Secured Debt		
Priority Debt		
Unsecured Debt		
<b>TOTAL PRE-PETITION LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>OWNER EQUITY</b>		
Capital Stock		
Additional Paid-In Capital		
Partners' Capital Account		
Owner's Equity Account		
Retained Earnings - Pre-Petition		
Retained Earnings - Postpetition		
Adjustments to Owner Equity (attach schedule)		
Postpetition Contributions (Distributions) (Draws) (attach schedule)		
<b>NET OWNER EQUITY</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	<b>\$</b>	<b>\$</b>

\*"Insider" is defined in 11 U.S.C. Section 101(31).



In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: December-13

**STATUS OF POSTPETITION TAXES**

The beginning tax liability should be the ending liability from the prior month or, if this is the first report, the amount should be zero. Attach photocopies of IRS Form 6123 or payment receipt to verify payment or deposit of federal payroll taxes. Attach photocopies of any tax returns filed during the reporting period.

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
<b>Federal</b>						
Withholding	0	0	0			0
FICA-Employee	0	0	0			0
FICA-Employer	0	0	0			0
Unemployment	0	0	0			0
Income	0	0	0			0
Other:	0	0	0			0
<b>Total Federal Taxes</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>
<b>State and Local</b>						
Withholding	0	0	0			0
Sales	0	0	0			0
Excise	0	0	0			0
Unemployment	0	0	0			0
Real Property	0	0	0			0
Personal Property	0	0	0			0
Other:	0	0	0			0
<b>Total State and Local</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>
<b>Total Taxes</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>

Employment related costs (wages, taxes, etc.) are paid by Genpower Services and invoiced to Longview Power as part of a management agreement

**SUMMARY OF UNPAID POSTPETITION DEBTS**

	Number of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	88,354.21	290,514.56	0.00	0.00	0.00	378,868.77
Wages Payable	0.00	0.00	0.00	0.00	0.00	0.00
Taxes Payable	0.00	0.00	0.00	0.00	0.00	0.00
Rent/Leases-Building	0.00	0.00	0.00	0.00	0.00	0.00
Rent/Leases-Equipment	0.00	0.00	0.00	0.00	0.00	0.00
Secured Debt/Adequate Protection Payments	0.00	0.00	0.00	0.00	0.00	0.00
Professional Fees	0.00	0.00	0.00	0.00	0.00	0.00
Amounts Due to Insiders*	0.00	0.00	0.00	0.00	0.00	0.00
Other:	0.00	0.00	0.00	0.00	0.00	0.00
Other:	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Postpetition Debts</b>	<b>88,354.21</b>	<b>290,514.56</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>378,868.77</b>

Note - debit balance in accounts payable for October due to prepayments awaiting invoices  
Explain how and when the Debtor intends to pay any past-due postpetition debts.

End of year holidays, vacations and bad weather early January, caught up 1/10/14

Employment related costs (wages, taxes, etc.) are paid by Genpower Services and invoiced to Longview Power as part of a management agreement  
No activity for Longview Intermediate Holdings C

\*"Insider" is defined in 11 U.S.C. Section 101(31).

In re \_\_\_\_\_ Longview Power LLC \_\_\_\_\_  
 Debtor

Case No. \_\_\_\_13-12211\_\_\_\_  
 Reporting Period: \_\_\_\_ December-13

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

<b>Accounts Receivable Reconciliation</b>	<b>Amount</b>
<b>Total Accounts Receivable at the beginning of the reporting period</b>	<b>9,502,107.25</b>
+ Amounts billed during the period	18,978,619.09
- Amounts collected during the period	(21,597,048.52)
- Amounts written off / expensed	0.00
<b>Total Accounts Receivable at the end of the reporting period</b>	<b>6,883,677.82</b>
<b>Accounts Receivable Aging</b>	
<b>Amount</b>	
0 - 30 days old	6,847,748.80
31 - 60 days old	35,929.02
61 - 90 days old	0.00
91+ days old	0.00
<b>Total Accounts Receivable</b>	<b>6,883,677.82</b>
Amount considered uncollectible (Bad Debt)	
<b>Accounts Receivable (Net)</b>	<b>6,883,677.82</b>

ok

**DEBTOR QUESTIONNAIRE**

<b>Must be completed each month</b>	<b>Yes</b>	<b>No</b>
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		XX
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		XX
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	XX	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	XX	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.		XX

Scotiabank Synthetic L/C [restricted] account opened 1/6/14

## Longview Power

## Balance Sheet

		December 2013	August 2013	Net Change
<b>Assets</b>		<b>Current Month</b>	<b>Petition Date</b>	
<b>Cash</b>				
10100	Main Account (Revenue)	18,078,866	1,601,717	16,477,150
10105	Deposit Account (Construction)	(0)	1	(1)
10110	Disbursement Account	4,296,271	4,000,879	295,393
10199	Cash -Clearing	-	-	-
	<b>Total Cash</b>	<b>22,375,138</b>	<b>5,602,597</b>	<b>16,772,541</b>
<b>Accounts Receivable</b>				
10300	Accounts Receivable	6,855,492	7,564,109	(708,616)
10398	Accounts Receivable - Other	28,185	767,524	(739,338)
	<b>Total Accounts Receivable</b>	<b>6,883,678</b>	<b>8,331,632</b>	<b>(1,447,955)</b>
<b>Inventories</b>				
10700	Coal Inventories	4,445,946	5,859,863	(1,413,917)
10705	Limestone Inventories	71,975	95,460	(23,485)
10720	Spare Parts Inventories	8,939,795	8,844,632	95,163
10799	Supplies Inventories - Other	-	-	-
	<b>Total Inventories</b>	<b>13,457,715</b>	<b>14,799,954</b>	<b>(1,342,239)</b>
<b>Prepaid Expenses</b>				
10900	Prepaid Expenses	532,321	223,641	308,680
10905	Deposits	8,166,630	14,360,466	(6,193,836)
10915	Prepaid Insurance	2,449,929	921,864	1,528,066
10925	Prepaid IT/Software Support	128,098	161,377	(33,279)
10930	Prepaid MCDA Lease	-	33,871	(33,871)
10935	Prepaid Engineering Support	12,033	28,335	(16,302)
10940	Professional Retainers	2,023,234	2,023,234	-
	<b>Total Prepaid Expenses</b>	<b>13,312,245</b>	<b>17,752,787</b>	<b>(4,440,542)</b>
<b>Debt Issuance Cost</b>				
11105	Debt Issuance Costs - Current	-	-	-
11305	Debt Issuance Costs - Noncurrent	21,982,952	18,689,089	3,293,864
	<b>Net Debt Issuance Cost</b>	<b>21,982,952</b>	<b>18,689,089</b>	<b>3,293,864</b>
<b>Property &amp; Equipment</b>				
11500	Land	15,590,377	15,590,377	-
11505	Land Improvements	51,905,265	51,905,265	-
11530	Furniture & Fixtures	948,113	948,113	-
11535	Machinery & Equipment	1,673,283,818	1,672,436,012	847,806
11540	Rolling Stock	742,501	742,501	-
11545	Capital Leases	1,454,420	1,454,420	-
11550	Computer Hardware and Software	3,026,562	3,026,562	-
11590	Construction in Process	931,718	3,634,423	(2,702,705)
	<b>Total Property &amp; Equipment</b>	<b>1,747,882,775</b>	<b>1,749,737,673</b>	<b>(1,854,898)</b>
11735	AD - Machinery & Equipment	(91,023,808)	(75,956,500)	(15,067,309)
11745	AD - Capital Leases	(644,234)	(573,859)	(70,375)
	<b>Net Property &amp; Equipment</b>	<b>1,656,214,732</b>	<b>1,673,207,315</b>	<b>(16,992,582)</b>
<b>Intangible Asset (SO2 Allowances)</b>				
11900	Intangible Assets	8,148,681	8,148,681	-
11905	Accumulated Amortization	(1,100,678)	(949,848)	(150,830)
	<b>Net Intangible</b>	<b>7,048,003</b>	<b>7,198,833</b>	<b>(150,830)</b>
	<b>Total Assets</b>	<b>1,741,274,463</b>	<b>1,745,582,206</b>	<b>(4,307,743)</b>

## Longview Power

## Balance Sheet

			December 2013	August 2013	Net Change	
<b>Liabilities &amp; Equity</b>						
<b>Accounts Payable</b>						
20100	Accounts Payable	PRE	565,356	1,294,813	(729,457)	
20100	Accounts Payable	Post	378,869	-	378,869	
20105	Accounts Payable - Clearing	Post	506,387	(0)	506,387	
20199	Accounts Payable - Other	Post	3,238,774	-	3,238,774	
	<b>Total Accounts Payable</b>		<b>4,689,386</b>	<b>1,294,813</b>	<b>3,394,573</b>	
<b>Intercompany</b>						
20305	Interco - GenPower Services		(1,051,616)	(1,161,039)	109,423	
20355	Interco - Dunkard Creek		(58,488)	(211,198)	152,710	
20360	Interco - Mepco, LLC	PRE	13,591,698	13,591,698	-	
20360	Interco - Mepco, LLC	Post	7,318,018	-	7,318,018	
20365	Interco - Coresco	PRE	265,614	265,614	-	
20365	Interco - Coresco	Post	431,352	-	431,352	
	<b>Total Intercompany</b>		<b>20,496,579</b>	<b>12,485,075</b>	<b>8,011,503</b>	
<b>Accrued Expenses</b>						
20800	Accrued Expenses	Utilities	PRE	51,039	51,039	-
20800	Accrued Expenses	Op Fees	PRE	113,254	113,254	-
20800	Accrued Expenses	Audit	Post	175,989	175,989	-
20800	Accrued Expenses		Post	257,452	-	257,452
20805	Accrued Expenses - PILOT		Post	2,227,890	1,473,282	754,608
20810	Accrued Interest		PRE	4,738,615	4,738,615	-
20810	Accrued Interest		Post	234,613	-	234,613
21705	Accrued Property Tax - Personal		Post	262,381	174,435	87,946
	<b>Total Accrued Expenses</b>		<b>8,061,233</b>	<b>6,726,615</b>	<b>1,334,618</b>	
<b>Accrued Payroll Related</b>						
21000	Accrued Salaries & Wages		Post	179,628	-	179,628
21010	Accrued Bonus AIP / Completion		[1]	2,549,928	2,259,229	290,700
21012	Accrued Bonus EAF		[1]	80,738	-	80,738
21015	Accrued Vacation		Post	98,495	94,334	4,160
21020	Accrued Sick		Post	177,331	164,949	12,382
21030	Accrued Holiday		Post	55,611	43,493	12,118
21099	Accrued Payroll - Other		Post	-	4,911	(4,911)
21205	Accrued Retirement Plans		Post	5,366	(2,158)	7,525
21300	Accrued Alimony / Child Support		Post	-	-	-
21595	Accrued Employee & Employer Taxes		Post	13,742	(4,729)	18,471
	<b>Total Accrued Payroll Related</b>		<b>3,160,839</b>	<b>2,560,029</b>	<b>600,810</b>	
<b>Other Current Liabilities---</b>						
21900	Long Term Debt - Current		PRE	459,015,347	459,015,347	-
21902	Original Issue Discount - Current		Post	(672,811)	-	(672,811)
21905	Capital Lease Obligations - Current		Post	306,036	266,466	39,571
21920	Price Risk Management - Current		PRE	-	-	-
21925	Short Term Note Payable		Post	1,654,111	209,572	1,444,539
21930	Interest Rate Swap - Current		PRE	1,642,792	1,642,792	-
21999	Other Current Liabilities		PRE	114,312	114,312	-
	<b>Total Other Current Liabilities</b>		<b>462,059,788</b>	<b>461,248,489</b>	<b>811,299</b>	
<b>Non-Current Liabilities</b>						
22100	Long Term Debt - Noncurrent		PRE	488,341,830	473,341,830	15,000,000
22102	Original Issue Discount - Non Current		Post	(609,268)	-	(609,268)
22105	Capital Lease - Noncurrent		Post	393,219	486,485	(93,266)
22120	Price Risk Management - Noncurrent		PRE	4,165,000	4,165,000	-
22130	Interest Rate Swap - Noncurrent			-	-	-
22140	Letter of Credit Obligations - Non Current		Post	83,694,782	-	83,694,782
22199	Other Non-current Liabilities		PRE	4,280,599	4,280,599	-
	<b>Total Other Non-Current Liabilities</b>		<b>580,266,162</b>	<b>482,273,914</b>	<b>97,992,248</b>	

Longview Power

Balance Sheet

		December 2013	August 2013	Net Change
<b>Equity</b>				
30100	Capital Contributions	1,045,181,561	1,045,181,561	-
30105	Capital Distributions	-	-	-
30115	Other Comprehensive Income (Loss)	(130,751,253)	(131,917,955)	1,166,702
00000..399	Retained Earnings			
	PRE	(134,270,336)	(134,270,336)	-
	Post	(117,619,495)	-	(117,619,495)
	<b>Total Partner Equity</b>	<b>662,540,477</b>	<b>778,993,270</b>	<b>(116,452,793)</b>
	<b>Total Liabilities &amp; Equity</b>	<b>1,741,274,463</b>	<b>1,745,582,206</b>	<b>(4,307,743)</b>
	Check	-	-	0



**Longview Power**  
**Internal Income Statement**  
**December 2013**

	<b>Current Month</b>	<b>Cumulative Since Filing</b>
<b>Revenues</b>		
Energy	\$ 18,287,096	\$ 56,521,498
Capacity	554,421	2,036,567
Energy / Capacity Hedge	-	-
Ancillary Services	131,766	535,563
Other Revenues	4,153	25,611
<b>Total Revenues</b>	<b>\$ 18,977,435</b>	<b>\$ 59,119,240</b>
<b>Fuel Cost</b>		
Coal	\$ 13,057,238	\$ 42,136,586
Natural Gas	10,231	207,439
Back Feed Power	-	113,369
Other Fuel	-	-
<b>Material Cost</b>		
Limestone	601,155	1,770,239
Hydrated Lime	54,704	191,297
Ammonia	247,663	793,650
Chemicals	73,461	220,935
Water Cost (inc disposal, exc. Non-EBITDA)	548,675	1,403,909
Other Material Expense	32,000	34,559
Ash Disposal	431,352	1,396,209
<b>Total Fuel and Material Cost</b>	<b>\$ 15,056,479</b>	<b>\$ 48,268,192</b>
<b>Labor Costs</b>		
Regular Wages	\$ 548,716	\$ 2,318,557
Overtime Wages	67,240	264,715
Bonus	40,369	429,860
Paid Leave (Vac, Hol, Sick, etc.)	30,094	121,637
Other Salaries & Wages	5,648	6,375
Employee Benefits (Med, Retire, etc.)	104,664	436,543
Payroll Taxes	44,676	140,168
<b>Operating Supplies &amp; Maintenance</b>		
Supplies, Parts & Repairs	294,491	1,106,889
Outside Maintenance Services	462,420	2,102,569
Equipment Fuel	54,735	105,483
Equipment Rentals / Leases	84,220	147,376
Other Maintenance Costs	51,265	151,851
Contract Services	80,238	207,811

**Longview Power**  
**Internal Income Statement**  
**December 2013**

Utilities	9,378	38,720
Freight Costs	7,499	39,997
Environmental	14,031	69,501
PILOT	193,991	788,479
Information Technology	48,039	212,073
Communications	25,416	43,646
Insurance	213,964	880,312
Professional Services	1,540,901	3,443,283
Office Expenses	8,789	23,673
Banking Fees	57,338	109,232
Property / Other Taxes	21,638	87,988
Travel & Entertainment	9,443	43,875
Other Operating Expenses	82,805	302,054
<b>Total Operating Costs</b>	<b>\$ 4,102,010</b>	<b>\$ 13,622,666</b>
<b>EBITDA</b>	<b>\$ (181,054)</b>	<b>\$ (2,771,618)</b>
Less: Dunkard Charges (non-EBITDA portion)	(154,257)	(90,317,170)
Less: Depreciation & Amortization	(3,798,468)	(15,418,660)
Less: Interest	(1,219,114)	(3,559,369)
Less: Restructuring Costs	(2,007,527)	(2,622,796)
Hedge MtM Gain <Loss>	-	-
Asset Disposal Gain <Loss>	-	(2,707,882)
Other Income <Expense>	-	(221,999)
<b>Net Income Before Tax</b>	<b>\$ (7,360,420)</b>	<b>\$ (117,619,495)</b>
Check	-	(0)

**Balance Sheet**

<b>Assets</b>	<b>December 2013 Current Month</b>	<b>August 2013 Petition Date</b>	<b>Net Change</b>
<b>Non Current Assets</b>			
Investment in Sub - Mepco	170,584,878	170,584,878	-
Investment in Sub - Longview Power	994,069,155	994,069,155	-
<b>Net Intangible</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Total Assets</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Liabilities &amp; Equity</b>			
<b>Equity</b>			
Capital Contributions	1,167,568,185	1,167,568,185	-
Retained Earnings      Beginning	(2,914,152)	(2,914,152)	-
Net Income <Loss> YTD	-	-	-
<b>Total Partner Equity</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Total Liabilities &amp; Equity</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
Check	-	-	-