

**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    |

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**LONGVIEW DEBTORS' MONTHLY  
OPERATING REPORT FOR THE PERIOD ENDING SEPTEMBER 30, 2014**

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

DEBTORS' ATTORNEYS:                         Daniel J. DeFranceschi (No. 2732)  
Paul N. Heath (No. 3704)  
Zachary I. Shapiro (No. 5103)  
Marisa A. Terranova (No. 5396)  
**RICHARDS, LAYTON & FINGER, P.A.**  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801  
Telephone:     (302) 651-7700  
Facsimile:     (302) 651-7701

- and -

Richard M. Cieri (admitted *pro hac vice*)  
Paul M. Basta, P.C. (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
601 Lexington Avenue  
New York, New York 10022-4611  
Telephone:     (212) 446-4800

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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.

Facsimile: (212) 446-4900

- and -

Ryan Preston Dahl (admitted *pro hac vice*)

**KIRKLAND & ELLIS LLP**

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

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Longview Power, LLC, *et al.*

REPORT PREPARER:

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: October 27, 2014

*/s/ Mark A. Joensen*

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Mark A. Joensen  
Chief Financial Officer

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

In re Longview Power LLC

Case No. 13-12211  
 Reporting Period: September-14

**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 (for 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           |                          |                             |                                      |

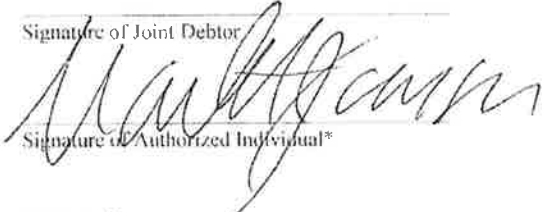
I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

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

\_\_\_\_\_  
 Date

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

\_\_\_\_\_  
 Date

  
 Signature of Authorized Individual\*

13 OCTOBER 2014  
 Date

Mark. A. Joensen

Chief Financial Officer

Printed Name of Authorized Individual

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

**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 (CON'T)]

|   | BANK ACCOUNTS      |                      |                    |                   |                          | CURRENT MONTH      |                  | CUMULATIVE FILING TO DATE |                  |
|---|--------------------|----------------------|--------------------|-------------------|--------------------------|--------------------|------------------|---------------------------|------------------|
|   | Union Revenue      | Union O&M / Interest | Union Construction | PNC Discretionary | Restricted Cash Accounts | ACTUAL             | PROJECTED (FN 1) | ACTUAL                    | PROJECTED (FN 1) |
| <b>CASH BEGINNING OF MONTH</b>              | <b>12,212,286</b>  | <b>0</b>             | <b>0</b>           | <b>2,778,250</b>  | <b>23,166,876</b>        | <b>38,157,413</b>  |                  | <b>19,963,062</b>         |                  |
| <b>RECEIPTS</b>                             |                    |                      |                    |                   |                          |                    |                  |                           |                  |
| CASH SALES                                  |                    |                      |                    |                   |                          | 0                  |                  | 6,461                     |                  |
| ACCOUNTS RECEIVABLE                         | 15,849,350         |                      |                    | 30,713            |                          | 15,880,062         |                  | 189,548,822               |                  |
| LOANS AND ADVANCES - Scotiabank             |                    |                      |                    |                   |                          | 0                  |                  | 39,836,243                |                  |
| SALE OF ASSETS                              |                    |                      |                    |                   |                          | 0                  |                  | 0                         |                  |
| ACCOUNT INTEREST EARNED                     | 121                |                      |                    |                   | 19                       | 140                |                  | 2,573                     |                  |
| OVERPAYMENTS / REFUNDS                      |                    |                      |                    |                   |                          | 0                  |                  | 1,757,856                 |                  |
| OTHER (ATTACH LIST)                         |                    |                      |                    |                   |                          | 0                  |                  | 0                         |                  |
| TRANSFERS (FROM DIP ACCTS)                  |                    | 23,085,523           |                    | 8,300,000         |                          | 31,385,523         |                  | 355,022,387               |                  |
| INTERCO COST SHARING (MEPCO)                | 4,101,470          |                      |                    |                   |                          | 4,101,470          |                  | 4,101,470                 |                  |
| <b>TOTAL RECEIPTS</b>                       | <b>19,950,941</b>  | <b>23,085,523</b>    | <b>0</b>           | <b>8,330,713</b>  | <b>19</b>                | <b>51,367,195</b>  | <b>0</b>         | <b>590,275,812</b>        | <b>0</b>         |
| <b>DISBURSEMENTS</b>                        |                    |                      |                    |                   |                          |                    |                  |                           |                  |
| NET PAYROLL (to Genpower Services)          |                    | 0                    |                    | 599,532           |                          | 599,532            |                  | 7,205,311                 |                  |
| PAYROLL TAXES (to Genpower Services)        |                    | 0                    |                    | 292,508           |                          | 292,508            |                  | 3,124,631                 |                  |
| OTHER PAYROLL COSTS (to Genpower Services)  |                    | 0                    |                    | 72,486            |                          | 72,486             |                  | 970,144                   |                  |
| PLANT PROCESS WATER (Dunkard)               |                    | 4,200,838            |                    | 0                 |                          | 4,200,838          |                  | 15,903,868                |                  |
| MANAGEMENT FEES (to Genpower Services)      |                    |                      |                    | 3,450             |                          | 3,450              |                  | 303,450                   |                  |
| COAL (Mepco)                                |                    | 9,900,068            |                    |                   |                          | 9,900,068          |                  | 100,298,062               |                  |
| ASH DISPOSAL (Coresco)                      |                    | 185,047              |                    |                   |                          | 185,047            |                  | 2,829,093                 |                  |
|   |                    |                      |                    |                   |                          | 0                  |                  | 0                         |                  |
| EMPLOYEE HEALTH / LIFE                      |                    |                      |                    | 115,772           |                          | 115,772            |                  | 1,466,255                 |                  |
| PROPERTY / CASUALTY INSURANCE               |                    | 12,070               |                    | 186,473           |                          | 198,543            |                  | 2,736,132                 |                  |
| WARRANTY LITIGATION SUPPORT                 |                    |                      |                    | 1,886,512         |                          | 1,886,512          |                  | 16,273,217                |                  |
| SECURED/ RENTAL/ LEASES                     |                    |                      |                    | 51,808            |                          | 51,808             |                  | 973,341                   |                  |
| DONATIONS                                   |                    |                      |                    | 600               |                          | 600                |                  | 18,450                    |                  |
| OPERATING & MAINTENACE (incl capex)         |                    |                      |                    | 4,047,860         |                          | 4,047,860          |                  | 39,395,098                |                  |
| ENERGY CAPACITY CHARGE                      |                    | 0                    |                    |                   |                          | 0                  |                  | 181,116                   |                  |
| TAXES                                       |                    |                      |                    | 44,842            |                          | 44,842             |                  | 2,680,080                 |                  |
| BANKING FEES                                |                    |                      | 0                  | 10,022            |                          | 10,022             |                  | 149,777                   |                  |
| SCOTIABANK - DEBT ISSUANCE / LOAN FEES      |                    |                      |                    |                   |                          | 0                  |                  | 3,198,238                 |                  |
| DUNKARD DEBT PAYDOWN                        |                    |                      |                    |                   |                          | 0                  |                  | 6,194,782                 |                  |
| PURCHASE GP SERVICES, DUNKARD BY LONGVIEW C |                    |                      |                    |                   |                          | 0                  |                  | 4,500,000                 |                  |
| APPALACHIAN STEWARDSHIP AGREEMENT           |                    |                      |                    |                   |                          | 0                  |                  | 500,000                   |                  |
| TRANSFERS (TO DIP ACCTS)                    | 23,085,523         | 8,300,000            |                    |                   |                          | 31,385,523         |                  | 335,022,387               |                  |
| INTEREST                                    |                    | 487,500              |                    |                   |                          | 487,500            |                  | 8,051,021                 |                  |
| PROFESSIONAL FEES (FN-2)                    |                    |                      |                    | 1,569,130         |                          | 1,569,130          |                  | 23,721,112                |                  |
| U.S. TRUSTEE FEES                           |                    |                      |                    | 0                 |                          | 0                  |                  | 70,725                    |                  |
| COURT COSTS                                 |                    |                      |                    |                   |                          | 0                  |                  | 0                         |                  |
|   |                    |                      |                    |                   |                          | 0                  |                  | 0                         |                  |
| <b>TOTAL DISBURSEMENTS</b>                  | <b>23,085,523</b>  | <b>23,085,523</b>    | <b>0</b>           | <b>8,880,994</b>  | <b>0</b>                 | <b>55,052,040</b>  | <b>0</b>         | <b>575,766,306</b>        | <b>0</b>         |
| <b>NET CASH FLOW</b>                        | <b>(3,134,582)</b> | <b>0</b>             | <b>0</b>           | <b>(550,282)</b>  | <b>19</b>                | <b>(3,684,845)</b> | <b>0</b>         | <b>14,509,506</b>         | <b>0</b>         |
| (RECEIPTS LESS DISBURSEMENTS)               |                    |                      |                    |                   |                          |                    |                  |                           |                  |
| <b>CASH - END OF MONTH</b>                  | <b>9,077,704</b>   | <b>0</b>             | <b>0</b>           | <b>2,227,968</b>  | <b>23,166,896</b>        | <b>34,472,568</b>  | <b>0</b>         | <b>34,472,568</b>         | <b>0</b>         |

**THE FOLLOWING SECTION MUST BE COMPLETED**

| DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN) |                          |
|---|--------------------------|
| <b>TOTAL DISBURSEMENTS</b>  | <b>\$55,052,039.63</b>   |
| LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS  | <b>(\$31,385,522.86)</b> |
| PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)                | <b>\$</b>                |
| <b>TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES</b>                        | <b>\$23,666,516.97</b>   |

FN1 - See attached for projected receipts and disbursements  
 FN2 - Includes restructuring professional fee payments for both debtors and creditors. Schedule MOR-1b only includes debtor-side professional fee payments

In re Longview Power LLC Debtor

Case No. 13-12211 Reporting Period: September-14

BANK RECONCILIATIONS

Continuation Sheet for MOR-1

A bank reconciliation must be included for each bank account. The debtor's bank reconciliation may be substituted for this page.

|  | Union Revenue |                     | Union O&M |             | Union Construction |             | PNC Discretionary |                     | Restricted Cash Accounts |                      |
|--|---------------|---------------------|-----------|-------------|--------------------|-------------|-------------------|---------------------|--------------------------|----------------------|
| <b>BALANCE PER BOOKS</b>                             |               | <b>9,077,704.41</b> |           | <b>0.00</b> |                    | <b>0.00</b> |                   | <b>2,227,968.22</b> |                          | <b>23,166,895.57</b> |
| BANK BALANCE   |               | 9,077,680.20        |           | 0.00        |                    | 0.00        |                   | 2,868,556.85        |                          | 23,166,895.57        |
| (+) DEPOSITS IN TRANSIT (ATTACH LIST)                |               | 0.00                |           | 0.00        |                    | 0.00        |                   | 246.96              |                          | 0.00                 |
| (-) OUTSTANDING CHECKS (ATTACH LIST)                 |               | 0.00                |           | 0.00        |                    | 0.00        |                   | (640,835.58)        |                          | 0.00                 |
| OTHER (ATTACH EXPLANATION)                           |               | 24.21               |           | 0.00        |                    | 0.00        |                   | (0.01)              |                          | 0.00                 |
| <b>ADJUSTED BANK BALANCE *</b>                       |               | <b>9,077,704.41</b> |           | <b>0.00</b> |                    | <b>0.00</b> |                   | <b>2,227,968.22</b> |                          | <b>23,166,895.57</b> |
| * Adjusted bank balance must equal balance per books |               |                     |           |             |                    |             |                   |                     |                          |                      |
| <b>DEPOSITS IN TRANSIT</b>                           | Date          | Amount              | Date      | Amount      | Date               | Amount      | Date              | Amount              | Date                     | Amount               |
|  |               |                     |           |             |                    |             |                   |                     |                          |                      |
| <b>CHECKS OUTSTANDING</b>                            | Ck. #         | Amount              | Ch. #     | Amount      | Ck. #              | Amount      | Ck. #             | Amount              | Ck. #                    | Amount               |
| SECURE US  |               |                     |           |             |                    |             | 7610              | 120.52              |                          |                      |
| AMERICAN PLATING POWER LLC                           |               |                     |           |             |                    |             | 9099              | 2,890.00            |                          |                      |
| ICF INTERNATIONAL                                    |               |                     |           |             |                    |             | 9124              | 70,000.00           |                          |                      |
| SICK MAIHAH INCORPORATED                             |               |                     |           |             |                    |             | 9147              | 7,720.15            |                          |                      |
| AIR TECHNOLOGIES                                     |               |                     |           |             |                    |             | 9169              | 4,281.68            |                          |                      |
| AIRGAS SPECIALTY PRODUCTS INCORPORATED               |               |                     |           |             |                    |             | 9170              | 130,390.88          |                          |                      |
| ALSTOM POWER INCORPORATED                            |               |                     |           |             |                    |             | 9171              | 2,184.00            |                          |                      |
| APPLIED INDUSTRIAL TECHNOLOGIES                      |               |                     |           |             |                    |             | 9172              | 659.46              |                          |                      |
| APPLIED MAINTENANCE SUPPLIES & SOLUTIONS             |               |                     |           |             |                    |             | 9173              | 322.50              |                          |                      |
| ARGA CONTROLS C/O ELECTRO SWITCH CORPORATION         |               |                     |           |             |                    |             | 9174              | 260.46              |                          |                      |
| AUBREY HUNT  |               |                     |           |             |                    |             | 9175              | 570.01              |                          |                      |
| CANON FINANCIAL SERVICES                             |               |                     |           |             |                    |             | 9176              | 276.91              |                          |                      |
| CED/MOSEBACH ELECTRIC SUPPLY                         |               |                     |           |             |                    |             | 9177              | 27.31               |                          |                      |
| CINTAS CORPORATION                                   |               |                     |           |             |                    |             | 9178              | 2,504.41            |                          |                      |
| CLAYTON ENGINEERING COMPANY                          |               |                     |           |             |                    |             | 9179              | 312.59              |                          |                      |
| CWM ENVIRONMENTAL                                    |               |                     |           |             |                    |             | 9181              | 745.00              |                          |                      |
| DAVIS VISION   |               |                     |           |             |                    |             | 9182              | 1,600.56            |                          |                      |
| DIAMOND POWER SPECIALTY COMPANY                      |               |                     |           |             |                    |             | 9183              | 1,229.70            |                          |                      |
| DOMINION HOPE  |               |                     |           |             |                    |             | 9184              | 64,427.38           |                          |                      |
| DONLEY HOLDINGS LLC                                  |               |                     |           |             |                    |             | 9185              | 1,243.65            |                          |                      |
| ED AND MARK LOCKSMITH                                |               |                     |           |             |                    |             | 9186              | 174.90              |                          |                      |
| ENERGY PIPING INCORPORATED                           |               |                     |           |             |                    |             | 9187              | 1,572.27            |                          |                      |
| EPICOR SOFTWARE CORPORATION                          |               |                     |           |             |                    |             | 9188              | 742.00              |                          |                      |
| EVOQUA WATER TECHNOLOGIES                            |               |                     |           |             |                    |             | 9190              | 29,580.00           |                          |                      |
| FASTENAL INDUSTRIAL AND CONSTRUCTION SUPPLY          |               |                     |           |             |                    |             | 9191              | 23,964.98           |                          |                      |
| FCX PERFORMANCE                                      |               |                     |           |             |                    |             | 9192              | 5,794.17            |                          |                      |
| FEDEX  |               |                     |           |             |                    |             | 9193              | 213.10              |                          |                      |
| GE BETZ INCORPORATED                                 |               |                     |           |             |                    |             | 9195              | 7,341.00            |                          |                      |
| GUTTMAN OIL  |               |                     |           |             |                    |             | 9197              | 6,594.82            |                          |                      |
| HACH COMPANY   |               |                     |           |             |                    |             | 9198              | 1,115.66            |                          |                      |
| ICE DATA   |               |                     |           |             |                    |             | 9199              | 1,500.00            |                          |                      |
| INFOR GLOBAL SOLUTIONS INCORPORATED                  |               |                     |           |             |                    |             | 9201              | 795.00              |                          |                      |
| INSIGHT SERVICES                                     |               |                     |           |             |                    |             | 9202              | 1,244.00            |                          |                      |
| JACKIE FLETCHER                                      |               |                     |           |             |                    |             | 9203              | 6,813.74            |                          |                      |
| KAISER'S COFFEE AND CANDY INCORPORATED               |               |                     |           |             |                    |             | 9204              | 153.90              |                          |                      |
| KLAUS METER AND PUMP INCORPORATED                    |               |                     |           |             |                    |             | 9205              | 170.87              |                          |                      |
| KURZ INSTRUMENTS C/O ANDREWS INDUSTRIAL CONTROLS     |               |                     |           |             |                    |             | 9206              | 104,517.46          |                          |                      |
| LUBRICATION ENGINEERS INCORPORATED                   |               |                     |           |             |                    |             | 9208              | 769.28              |                          |                      |
| MATHESON TRI-GAS INCORPORATED                        |               |                     |           |             |                    |             | 9209              | 2,336.41            |                          |                      |
| MCMASTER CARR  |               |                     |           |             |                    |             | 9210              | 2,617.57            |                          |                      |
| MECHANICAL DYNAMICS AND ANALYSIS LTD                 |               |                     |           |             |                    |             | 9211              | 3,039.00            |                          |                      |
| MERRILL COMMUNICATIONS LLC                           |               |                     |           |             |                    |             | 9212              | 7,206.34            |                          |                      |
| METSO MINERALS                                       |               |                     |           |             |                    |             | 9213              | 32,000.00           |                          |                      |
| MON POWER  |               |                     |           |             |                    |             | 9214              | 404.08              |                          |                      |
| MORRIS NICHOLS ARSHT AND TUNNELL LLP                 |               |                     |           |             |                    |             | 9215              | 2,238.00            |                          |                      |
| MOTION INDUSTRIES                                    |               |                     |           |             |                    |             | 9216              | 3,849.24            |                          |                      |
| MPW INDUSTRIAL SERVICES                              |               |                     |           |             |                    |             | 9217              | 11,700.00           |                          |                      |
| OTIS ELEVATOR  |               |                     |           |             |                    |             | 9218              | 7,906.92            |                          |                      |
| OVIVO USA, LLC                                       |               |                     |           |             |                    |             | 9219              | 2,954.29            |                          |                      |
| PPC LUBRICANTS                                       |               |                     |           |             |                    |             | 9220              | 1,706.50            |                          |                      |
| PREISER SCIENTIFIC INCORPORATED                      |               |                     |           |             |                    |             | 9221              | 58.50               |                          |                      |
| PROENERGY CRAFTS INCORPORATED                        |               |                     |           |             |                    |             | 9222              | 20,250.00           |                          |                      |
| RMB CONSULTING AND RESEARCH INCORPORATED             |               |                     |           |             |                    |             | 9224              | 2,979.50            |                          |                      |
| RVM ENTERPRISE INCORPORATED                          |               |                     |           |             |                    |             | 9225              | 17,850.00           |                          |                      |
| SCHROCK FENCE COMPANY                                |               |                     |           |             |                    |             | 9226              | 5,784.95            |                          |                      |
| SCOTT ELECTRIC COMPANY                               |               |                     |           |             |                    |             | 9227              | 2,297.00            |                          |                      |
| STAGGERS LANDSCAPING                                 |               |                     |           |             |                    |             | 9228              | 560.00              |                          |                      |
| SUNBELT RENTALS INCORPORATED                         |               |                     |           |             |                    |             | 9229              | 4,254.60            |                          |                      |
| THE MACOMB GROUP/AKRON                               |               |                     |           |             |                    |             | 9230              | 4,724.33            |                          |                      |
| UCC  |               |                     |           |             |                    |             | 9231              | 1,171.92            |                          |                      |
| UNIVAR USA INCORPORATED                              |               |                     |           |             |                    |             | 9232              | 9,312.06            |                          |                      |
| UPS  |               |                     |           |             |                    |             | 9233              | 780.13              |                          |                      |
| UPS FREIGHT  |               |                     |           |             |                    |             | 9234              | 311.72              |                          |                      |
| VERSITECH  |               |                     |           |             |                    |             | 9235              | 6,583.84            |                          |                      |
| WEST PENN POWER                                      |               |                     |           |             |                    |             | 9236              | 5.51                |                          |                      |
| WILLIAMS SCOTSMAN INCORPORATED                       |               |                     |           |             |                    |             | 9237              | 1,128.85            |                          |                      |
| OTHER  |               |                     |           |             |                    |             |                   |                     |                          |                      |
| Reconciliation Adjustment                            |               | 24.21               |           |             |                    |             |                   | (0.01)              |                          |                      |
| Unknown ACH Deduction Being Researched by Bank       |               |                     |           |             |                    |             |                   |                     |                          |                      |

In re Longview Power LLC Case No. 13-12211  
 Debtor Reporting Period: September-14

**SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID**

This schedule is to include all retained professional payments from case inception to current month.

Restructuring professionals; NOT litigation

| Payee                   | Period Covered     | Amount Approved | Payor          | Check  |            | Amount Paid |           | Year-To-Date |          |
|-------------------------|--------------------|-----------------|----------------|--------|------------|-------------|-----------|--------------|----------|
|                         |                    |                 |                | Number | Date       | Fees        | Expenses  | Fees         | Expenses |
| Donlin Recano & Company | August 2013        | 44,348.17       | Longview Power | Wire   | 10/8/2013  | 40,358.85   | 3,989.32  |              |          |
| Donlin Recano & Company | 11/25/13 (bar not) | 37,219.40       | Longview Power | wire   | 11/21/2013 | 0.00        | 37,219.40 |              |          |
| Donlin Recano & Company | 8/30/13-10/31/13   | 179,000.40      | Longview Power | wire   | 12/5/2013  | 139,092.20  | 39,908.20 |              |          |
| Donlin Recano & Company | 10/1-11/30/13      | 1,769.59        | Longview Power | Wire   | 1/30/2014  | 1,542.40    | 227.19    |              |          |
| Donlin Recano & Company | 12/1-12/31/13      | 27,335.67       | Longview Power | Wire   | 2/25/2014  | 15,343.60   | 11,992.07 |              |          |
| Donlin Recano & Company | 1/1/14-1/31/14     | 76,202.32       | Longview Power | wire   | 3/6/2014   | 64,438.21   | 11,764.11 |              |          |
| Donlin Recano & Company | 11/1/13-12/31/13   | 289,019.55      | Longview Power | wire   | 3/19/2014  | 226,370.92  | 62,648.63 |              |          |
| Donlin Recano & Company | 8/30/13-12/31/13   | 4,231.40        | Longview Power | wire   | 3/28/2014  | 4,231.40    | 0.00      |              |          |
| Donlin Recano & Company | 2/1/14-2/28/14     | 76,647.18       | Longview Power | wire   | 3/28/2014  | 60,304.16   | 16,343.02 |              |          |
| Donlin Recano & Company | 1/1/14-1/31/14     | 8,331.27        | Longview Power | wire   | 4/8/2014   | 7,362.16    | 969.11    |              |          |
| Donlin Recano & Company | 3/1/14-3/31/14     | 63,341.04       | Longview Power | wire   | 4/28/2014  | 51,957.36   | 11,383.68 |              |          |
| Donlin Recano & Company | 2/1/14-2/28/14     | 2,719.48        | Longview Power | wire   | 4/30/2014  | 2,576.96    | 142.52    |              |          |
| Donlin Recano & Company | 4/1/14-4/30/14     | 35,311.95       | Longview Power | 8190   | 6/5/2014   | 31,016.04   | 4,295.91  |              |          |
| Donlin Recano & Company | 3/1/14-3/31/14     | 585.90          | Longview Power | 8190   | 6/5/2014   | 556.32      | 29.58     |              |          |
| Donlin Recano & Company | 5/1/14-5/31/14     | 98,724.34       | Longview Power | wire   | 6/26/2014  | 77,404.19   | 21,320.15 |              |          |
| Donlin Recano & Company | 1/1/14-3/31/14     | 2,623.86        | Longview Power | wire   | 6/27/2014  | 2,623.86    | 0.00      |              |          |
| Donlin Recano & Company | 4/1/14-4/30/14     | 3,230.65        | Longview Power | wire   | 6/30/2014  | 367.36      | 2,863.29  |              |          |
| Donlin Recano & Company | 6/1/14-6/30/14     | 99,494.34       | Longview Power | 8691   | 7/31/2014  | 79,490.93   | 20,003.41 |              |          |
| Donlin Recano & Company | 5/1/14-5/31/14     | 4,212.74        | Longview Power | wire   | 7/28/2014  | 4,151.44    | 61.30     |              |          |
| Donlin Recano & Company | 6/1/14-6/30/14     | 3,725.38        | Longview Power | wire   | 8/26/2014  | 3,615.12    | 110.26    |              |          |
| Donlin Recano & Company | 7/1/14-7/31/14     | 67,173.23       | Longview Power | 8995   | 9/5/2014   | 54,990.56   | 12,182.67 |              |          |
| Donlin Recano & Company | 8/1/14-8/31/14     | 43,582.47       | Longview Power | 9111   | 9/18/2014  | 37,123.28   | 6,459.19  |              |          |
| Donlin Recano & Company | 4/1/14-6/30/14     | 2,033.48        | Longview Power | wire   | 9/19/2014  | 2,033.48    | 0.00      |              |          |
| Donlin Recano & Company | 7/1/14-7/31/14     | 5,505.34        | Longview Power | wire   | 9/25/2014  | 5,440.48    | 64.86     |              |          |
| Ernst & Young           | 8/30/13-9/30/13    | 26,651.34       | Longview Power | Wire   | 1/30/2014  | 26,651.34   | 0.00      |              |          |
| Ernst & Young           | 10/1/13-10/31/13   | 211,380.38      | Longview Power | Wire   | 1/30/2014  | 211,380.38  | 0.00      |              |          |
| Ernst & Young           | 11/1/13-12/31/13   | 69,514.02       | Longview Power | wire   | 3/14/2014  | 69,514.02   | 0.00      |              |          |
| Ernst & Young           | 8/30/13-12/31/13   | 94,321.95       | Longview Power | wire   | 3/24/2014  | 94,321.95   | 0.00      |              |          |
| Ernst & Young           | 1/1/14-1/31/14     | 154,671.06      | Longview Power | Wire   | 4/15/2014  | 154,671.06  | 0.00      |              |          |
| Ernst & Young           | 2/1/14-2/28/14     | 278,720.62      | Longview Power | wire   | 5/2/2014   | 275,559.40  | 3,161.22  |              |          |
| Ernst & Young           | 3/1/14-3/31/14     | 555,726.17      | Longview Power | wire   | 6/17/2014  | 542,600.41  | 13,125.76 |              |          |
| Ernst & Young           | 1/1/14-3/31/14     | 243,207.72      | Longview Power | wire   | 6/26/2014  | 243,207.72  | 0.00      |              |          |
| Ernst & Young           | 4/1/14-4/30/14     | 469,170.32      | Longview Power | wire   | 6/30/2014  | 464,165.62  | 5,004.70  |              |          |
| Ernst & Young           | 5/1/14-5/31/14     | 119,664.00      | Longview Power | wire   | 8/20/2014  | 115,290.28  | 4,373.72  |              |          |
| Ernst & Young           | 6/1/14-6/30/14     | 68,863.00       | Longview Power | wire   | 9/9/2014   | 68,863.00   | 0.00      |              |          |



|                          |                  |            |                |      |            |            |           |              |            |
|--------------------------|------------------|------------|----------------|------|------------|------------|-----------|--------------|------------|
| Ernst & Young            | 4/1/14-6/30/14   | 162,079.73 | Longview Power | wire | 9/19/2014  | 162,079.73 | 0.00      | 2,480,384.77 | 25,665.40  |
| Ernst & Young            | 7/1/14-7/31/14   | 52,079.86  | Longview Power | wire | 9/29/2014  | 52,079.86  | 0.00      |              |            |
| Kirkland & Ellis LLP     | 8/30/13-9/30/13  | 654,063.84 | Longview Power | Wire | 1/2/2014   | 633,788.40 | 20,275.44 |              |            |
| Kirkland & Ellis LLP     | 10/1-10/31/13    | 537,950.83 | Longview Power | Wire | 1/15/2014  | 507,248.21 | 30,702.62 |              |            |
| Kirkland & Ellis LLP     | 11/1-11/30/13    | 948,019.70 | Longview Power | Wire | 2/12/2014  | 929,355.20 | 18,664.50 |              |            |
| Kirkland & Ellis LLP     | 12/1/13-12/31/13 | 693,630.15 | Longview Power | wire | 3/6/2014   | 648,308.80 | 45,321.35 |              |            |
| Kirkland & Ellis LLP     | 8/30/13-12/31/13 | 717,110.20 | Longview Power | wire | 3/28/2014  | 717,110.20 | 0.00      |              |            |
| Kirkland & Ellis LLP     | 1/1/14-1/31/14   | 749,321.17 | Longview Power | Wire | 4/7/2014   | 725,647.20 | 23,673.97 |              |            |
| Kirkland & Ellis LLP     | 2/1/14-2/28/14   | 834,774.53 | Longview Power | Wire | 4/30/2014  | 811,552.80 | 23,221.73 |              |            |
| Kirkland & Ellis LLP     | 3/1/14-3/31/14   | 464,021.04 | Longview Power | Wire | 6/11/2014  | 432,858.40 | 31,162.64 |              |            |
| Kirkland & Ellis LLP     | 1/1/14-3/31/14   | 491,661.43 | Longview Power | Wire | 6/26/2014  | 491,661.43 | 0.00      |              |            |
| Kirkland & Ellis LLP     | 4/1/14-4/30/14   | 238,130.33 | Longview Power | Wire | 7/1/2014   | 224,992.80 | 13,137.53 |              |            |
| Kirkland & Ellis LLP     | 5/1/14-5/31/14   | 373,335.19 | Longview Power | Wire | 7/28/2014  | 357,046.40 | 16,288.79 |              |            |
| Kirkland & Ellis LLP     | 6/1/14-6/30/14   | 481,850.98 | Longview Power | Wire | 8/26/2014  | 449,006.00 | 32,844.98 |              |            |
| Kirkland & Ellis LLP     | 4/1/14-6/30/14   | 257,761.30 | Longview Power | Wire | 9/19/2014  | 257,761.30 | 0.00      |              |            |
| Kirkland & Ellis LLP     | 7/1/14-7/31/14   | 400,430.52 | Longview Power | Wire | 9/29/2014  | 376,689.20 | 23,741.32 | 7,563,026.34 | 279,034.87 |
| Lazard Freres & Company  | 10/1/13-10/31/13 | 140,000.00 | Longview Power | wire | 11/27/2013 | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 11/1-11/30/13    | 140,000.00 | Longview Power | Wire | 1/10/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 12/1-12/31/13    | 140,000.00 | Longview Power | Wire | 1/27/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 1/1-1/31/14      | 140,000.00 | Longview Power | 7175 | 2/21/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 2/1/14-2/28/14   | 140,000.00 | Longview Power | wire | 3/10/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 8/30/13-12/31/13 | 135,688.58 | Longview Power | wire | 3/28/2014  | 140,000.00 | -4,311.42 |              |            |
| Lazard Freres & Company  | 3/1/14-3/31/14   | 140,221.02 | Longview Power | Wire | 4/10/2014  | 140,000.00 | 221.02    |              |            |
| Lazard Freres & Company  | 4/1/14-4/30/14   | 140,000.00 | Longview Power | wire | 5/12/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 5/1/14-5/30/14   | 140,000.00 | Longview Power | wire | 6/16/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 9/1/13-9/30/13   | 140,000.00 | Longview Power | wire | 6/26/2014  | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 1/1/14-3/31/14   | 105,000.00 | Longview Power | wire | 6/27/2014  | 105,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 6/1/14-6/30/14   | 140,000.00 | Longview Power | wire | 8/6/2014   | 140,000.00 | 0.00      |              |            |
| Lazard Freres & Company  | 7/1/14-7/31/14   | 140,291.76 | Longview Power | wire | 8/21/2014  | 140,000.00 | 291.76    |              |            |
| Lazard Freres & Company  | 4/1/14-6/30/14   | 105,000.00 | Longview Power | wire | 9/19/2014  | 105,000.00 | 0.00      | 1,890,000.00 | -3,798.64  |
| Richards Layton Finger   | 8/30/13-9/30/13  | 169,218.60 | Longview Power | wire | 12/5/2013  | 154,422.40 | 14,796.20 |              |            |
| Richards Layton & Finger | 10/1-11/30/13    | 173,338.09 | Longview Power | Wire | 1/30/2014  | 161,460.80 | 11,877.29 |              |            |
| Richards Layton & Finger | 12/1/13-12/31/13 | 75,499.43  | Longview Power | wire | 3/10/2014  | 67,170.00  | 8,329.43  |              |            |
| Richards Layton & Finger | 8/30/13-12/31/13 | 95,763.30  | Longview Power | wire | 3/28/2014  | 95,763.30  | 0.00      |              |            |
| Richards Layton & Finger | 1/1/14-1/31/14   | 67,019.41  | Longview Power | Wire | 4/7/2014   | 62,744.40  | 4,275.01  |              |            |
| Richards Layton & Finger | 2/1/14-2/28/14   | 83,603.37  | Longview Power | Wire | 4/30/2014  | 77,426.00  | 6,177.37  |              |            |
| Richards Layton & Finger | 3/1/14-3/31/14   | 68,809.60  | Longview Power | 8244 | 6/5/2014   | 61,779.60  | 7,030.00  |              |            |
| Richards Layton & Finger | 4/1/14-4/30/14   | 31,615.38  | Longview Power | Wire | 6/26/2014  | 30,530.40  | 1,084.98  |              |            |
| Richards Layton & Finger | 1/1/14-3/31/14   | 50,487.50  | Longview Power | Wire | 6/27/2014  | 50,487.50  | 0.00      |              |            |
| Richards Layton & Finger | 5/1/14-5/31/14   | 57,987.88  | Longview Power | Wire | 7/28/2014  | 54,873.20  | 3,114.68  |              |            |
| Richards Layton & Finger | 6/1/14-6/30/14   | 99,535.93  | Longview Power | Wire | 8/26/2014  | 91,792.80  | 7,743.13  |              |            |
| Richards Layton & Finger | 4/1/14-6/30/14   | 44,299.10  | Longview Power | Wire | 9/19/2014  | 44,299.10  | 0.00      |              |            |
| Richards Layton & Finger | 7/1/14-7/31/14   | 67,629.44  | Longview Power | Wire | 9/15/2014  | 64,862.80  | 2,766.64  | 1,017,612.30 | 67,194.73  |



In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: September-14

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                          | 107,192.27              | 203,330.07        | -10,716.77        | 0.00        | -73.91        | 299,731.66        |
| 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>107,192.27</b>       | <b>203,330.07</b> | <b>-10,716.77</b> | <b>0.00</b> | <b>-73.91</b> | <b>299,731.66</b> |

Explain how and when the Debtor intends to pay any past-due postpetition debts.

Past due amounts are awaiting court approval to pay professional fees.

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: September-14

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

| Accounts Receivable Reconciliation  | Amount              |  |
|---|---------------------|--|
| <b>Total Accounts Receivable at the beginning of the reporting period</b> | <b>5,610,036.42</b> |  |
| + Amounts billed during the period  | 16,410,157.12       |  |
| - Amounts collected during the period                                     | (15,880,062.11)     |  |
| - Amounts written off / expensed  | 0.00                |  |
| <b>Total Accounts Receivable at the end of the reporting period</b>       | <b>6,140,131.43</b> |  |
| <b>Accounts Receivable Aging</b>  |                     |  |
| <b>Accounts Receivable Aging</b>  | <b>Amount</b>       |  |
| 0 - 30 days old   | 6,108,747.30        |  |
| 31 - 60 days old  | 27,531.02           |  |
| 61 - 90 days old  | 0.00                |  |
| 91+ days old  | 3,853.11            |  |
| <b>Total Accounts Receivable</b>  | <b>6,140,131.43</b> |  |
| Amount considered uncollectible (Bad Debt)                                |                     |  |
| <b>Accounts Receivable (Net)</b>  | <b>6,140,131.43</b> |  |

**DEBTOR QUESTIONNAIRE**

| Must be completed each month  | Yes | No |
|---|-----|----|
| 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 |

Longview Power  
Balance Sheet

|  | September 2014<br>Current Month | August 2013<br>Petition Date | Net Change          |
|--|---------------------------------|------------------------------|---------------------|
| <b>Assets</b>                            |                                 |                              |                     |
| <b>Cash</b>                              |                                 |                              |                     |
| 10100                                    | 9,077,704                       | 1,601,717                    | 7,475,988           |
| 10105                                    | -                               | 1                            | (1)                 |
| 10110                                    | 2,227,968                       | 4,000,879                    | (1,772,911)         |
| 10199                                    | -                               | -                            | -                   |
|  | <b>11,305,673</b>               | <b>5,602,597</b>             | <b>5,703,076</b>    |
| <b>Accounts Receivable</b>               |                                 |                              |                     |
| 10300                                    | 6,136,278                       | 7,564,109                    | (1,427,830)         |
| 10398                                    | 3,853                           | 767,524                      | (763,671)           |
|  | <b>6,140,131</b>                | <b>8,331,632</b>             | <b>(2,191,501)</b>  |
| <b>Inventories</b>                       |                                 |                              |                     |
| 10700                                    | 6,712,479                       | 5,859,863                    | 852,617             |
| 10705                                    | 92,040                          | 95,460                       | (3,420)             |
| 10720                                    | 9,165,553                       | 8,844,632                    | 320,921             |
| 10799                                    | -                               | -                            | -                   |
|  | <b>15,970,072</b>               | <b>14,799,954</b>            | <b>1,170,117</b>    |
| <b>Prepaid Expenses</b>                  |                                 |                              |                     |
| 10900                                    | 227,017                         | 223,641                      | 3,375               |
| 10905,113                                | 23,166,896                      | 14,360,466                   | 8,806,430           |
| 10915                                    | 604,111                         | 921,864                      | (317,753)           |
| 10925                                    | 149,799                         | 161,377                      | (11,578)            |
| 10930                                    | 25,000                          | 33,871                       | (8,871)             |
| 10935                                    | -                               | 28,335                       | (28,335)            |
| 10940                                    | 513,571                         | 2,023,234                    | (1,509,663)         |
|  | <b>24,686,393</b>               | <b>17,752,787</b>            | <b>6,933,606</b>    |
| <b>Debt Issuance Cost</b>                |                                 |                              |                     |
| 11105                                    | 5,294,181                       | -                            | 5,294,181           |
| 11305                                    | 3,109,035                       | 18,689,089                   | (15,580,054)        |
|  | <b>8,403,216</b>                | <b>18,689,089</b>            | <b>(10,285,872)</b> |
| <b>Property &amp; Equipment</b>          |                                 |                              |                     |
| 11500                                    | 15,590,377                      | 15,590,377                   | -                   |
| 11505                                    | 52,038,035                      | 51,905,265                   | 132,770             |
| 11530                                    | 948,113                         | 948,113                      | -                   |
| 11535                                    | 1,674,010,893                   | 1,672,436,012                | 1,574,881           |
| 11540                                    | 768,979                         | 742,501                      | 26,477              |
| 11545                                    | 1,454,420                       | 1,454,420                    | -                   |
| 11550                                    | 3,050,103                       | 3,026,562                    | 23,540              |
| 11590                                    | 11,902,359                      | 3,634,423                    | 8,267,936           |
|  | <b>1,759,763,278</b>            | <b>1,749,737,673</b>         | <b>10,025,605</b>   |
| 11735                                    | (125,106,003)                   | (75,956,500)                 | (49,149,503)        |
| 11745                                    | (800,065)                       | (573,859)                    | (226,206)           |
|  | <b>1,633,857,210</b>            | <b>1,673,207,315</b>         | <b>(39,350,105)</b> |
| <b>Intangible Asset (SO2 Allowances)</b> |                                 |                              |                     |
| 11900                                    | 8,148,681                       | 8,148,681                    | -                   |
| 11905                                    | (1,418,748)                     | (949,848)                    | (468,900)           |
|  | <b>6,729,932</b>                | <b>7,198,833</b>             | <b>(468,900)</b>    |
|  | <b>1,707,092,627</b>            | <b>1,745,582,206</b>         | <b>(38,489,579)</b> |

**Liabilities & Equity**

|                                     |  |           |                      |                    |                     |
|-------------------------------------|--|-----------|----------------------|--------------------|---------------------|
| <b>Accounts Payable</b>             |  |           |                      |                    |                     |
| 20100                               | Accounts Payable                           | PRE       | 928,703              | 1,658,160          | (729,457)           |
| 20100                               | Accounts Payable                           | Post      | 299,732              | -                  | 299,732             |
| 20105                               | Accounts Payable - Clearing                | Post      | 561,400              | (0)                | 561,400             |
| 20199                               | Accounts Payable - Other                   | Post      | 4,243,391            | -                  | 4,243,391           |
|                                     | <b>Total Accounts Payable</b>              |           | <b>6,033,226</b>     | <b>1,658,160</b>   | <b>4,375,066</b>    |
| <b>Intercompany</b>                 |  |           |                      |                    |                     |
| 20305                               | Interco - GenPower Services                |           | 108,095              | (1,161,039)        | 1,269,135           |
| 20310                               | Interco - Longview Intermediate Holdings C |           | (4,500,000)          | -                  | (4,500,000)         |
| 20355                               | Interco - Dunkard Creek                    |           | (82,056,969)         | (211,198)          | (81,845,771)        |
| 20360                               | Interco - Mepco, LLC                       | PRE       | 13,591,698           | 13,591,698         | -                   |
| 20360                               | Interco - Mepco, LLC                       | Post      | 8,209,211            | -                  | 8,209,211           |
| 20365                               | Interco - Coresco                          | PRE       | 265,614              | 265,614            | -                   |
| 20365                               | Interco - Coresco                          | Post      | 0                    | -                  | 0                   |
|                                     | <b>Total Intercompany</b>                  |           | <b>(64,382,349)</b>  | <b>12,485,075</b>  | <b>(76,867,425)</b> |
| <b>Accrued Expenses</b>             |  |           |                      |                    |                     |
| 20800                               | Accrued Expenses                           | Utilities | PRE                  | -                  | -                   |
| 20800                               | Accrued Expenses                           | Op Fees   | Post                 | 113,254            | 113,254             |
| 20800                               | Accrued Expenses                           | Audit     | Post                 | 175,989            | 175,989             |
| 20800                               | Accrued Expenses                           |           | Post                 | 55,660             | -                   |
| 20805                               | Accrued Expenses - PILOT                   |           | Post                 | 1,721,045          | 1,473,282           |
| 20810                               | Accrued Interest                           |           | PRE                  | -                  | 4,738,615           |
| 20810                               | Accrued Interest                           |           | Post                 | 672,570            | -                   |
| 21705                               | Accrued Property Tax - Personal            |           | Post                 | 219,779            | 174,435             |
|                                     | <b>Total Accrued Expenses</b>              |           | <b>2,958,298</b>     | <b>6,675,576</b>   | <b>(3,717,278)</b>  |
| <b>Accrued Payroll Related</b>      |  |           |                      |                    |                     |
| 21000                               | Accrued Salaries & Wages                   |           | Post                 | 270,350            | -                   |
| 21010                               | Accrued Bonus AIP / Completion             |           | [1]                  | 1,960,625          | 2,259,229           |
| 21012                               | Accrued Bonus EAF                          |           | [1]                  | 98,730             | -                   |
| 21015                               | Accrued Vacation                           |           | Post                 | 215,119            | 94,334              |
| 21020                               | Accrued Sick                               |           | Post                 | 185,783            | 164,949             |
| 21030                               | Accrued Holiday                            |           | Post                 | 44,144             | 43,493              |
| 21099                               | Accrued Payroll - Other                    |           | Post                 | -                  | 4,911               |
| 21205                               | Accrued Retirement Plans                   |           | Post                 | 28,997             | (2,158)             |
| 21300                               | Accrued Alimony / Child Support            |           | Post                 | 2,015              | -                   |
| 21595                               | Accrued Employee & Employer Taxes          |           | Post                 | 103,096            | (4,729)             |
|                                     | <b>Total Accrued Payroll Related</b>       |           | <b>2,908,859</b>     | <b>2,560,029</b>   | <b>348,830</b>      |
| <b>Other Current Liabilities---</b> |  |           |                      |                    |                     |
| 21900                               | Long Term Debt - Current                   |           | PRE                  | 932,357,178        | 459,015,347         |
| 21902                               | Original Issue Discount - Current          |           | Post                 | (672,811)          | -                   |
| 21905                               | Capital Lease Obligations - Current        |           | Post                 | 279,135            | 266,466             |
| 21920                               | Price Risk Management - Current            |           | PRE                  | -                  | -                   |
| 21925                               | Short Term Note Payable                    |           | Post                 | -                  | 209,572             |
| 21930                               | Interest Rate Swap - Current               |           | PRE                  | 1,642,792          | 1,642,792           |
| 21940                               | Letter of Credit Obligation - Current      |           | Post                 | 77,500,000         | -                   |
| 21999                               | Other Current Liabilities                  |           | Post                 | 124,344            | 114,312             |
|                                     | <b>Total Other Current Liabilities</b>     |           | <b>1,011,230,637</b> | <b>461,248,489</b> | <b>549,982,148</b>  |

|                                |  |      |                      |                      |
|--------------------------------|--|------|----------------------|----------------------|
| <b>Non-Current Liabilities</b> |  |      |                      |                      |
| 22100                          | Long Term Debt - Noncurrent                | PRE  | -                    | 473,341,830          |
| 22100                          | Long Term Debt - Noncurrent                | Post | 65,000,000           | -                    |
| 22102                          | Original Issue Discount - Non Current      | Post | (104,660)            | -                    |
| 22105                          | Capital Lease - Noncurrent                 | Post | 182,899              | 486,485              |
| 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 | -                    | -                    |
| 22199                          | Other Non-current Liabilities              | Post | 4,156,255            | 4,280,599            |
|                                | <b>Total Other Non-Current Liabilities</b> |      | <b>73,399,494</b>    | <b>482,273,914</b>   |
| <b>Equity</b>                  |  |      |                      |                      |
| 30100                          | Capital Contributions                      |      | 1,045,181,561        | 1,045,181,561        |
| 30105                          | Capital Distributions                      |      | -                    | -                    |
| 30115                          | Other Comprehensive Income (Loss)          |      | (128,167,842)        | (131,917,955)        |
| 00000..399                     | Retained Earnings                          | PRE  | (134,582,644)        | (134,582,644)        |
|                                | Retained Earnings                          | Post | (107,486,613)        | 0.00                 |
|                                | <b>Total Partner Equity</b>                |      | <b>674,944,461</b>   | <b>778,680,963</b>   |
|                                | <b>Total Liabilities &amp; Equity</b>      |      | <b>1,707,092,627</b> | <b>1,745,582,206</b> |
|                                | Check                                      |      | -                    | -                    |
|                                |  |      |                      | <b>(0)</b>           |

[1] Authorized to be paid per the Debtor's Employee Wages Motion

**Internal Income Statement**  
**September 2014**

|   | <b>Current<br/>Month</b> | <b>Cumulative<br/>Since Filing</b> |
|---|--------------------------|------------------------------------|
| Revenues                                  |                          |                                    |
| Energy                                    | \$ 13,830,432            | \$ 172,248,591                     |
| Capacity                                  | 2,441,481                | 13,894,565                         |
| Energy / Capacity Hedge                   | -                        | -                                  |
| Anciliary Services                        | 131,766                  | 1,721,453                          |
| Other Revenues                            | 40,794                   | 318,311                            |
| <b>Total Revenues</b>                     | <b>\$ 16,444,473</b>     | <b>\$ 188,182,919</b>              |
| Fuel Cost                                 |                          |                                    |
| Coal                                      | \$ 10,324,517            | \$ 107,805,227                     |
| Natural Gas                               | 87,209                   | 1,052,063                          |
| Back Feed Power                           | 34,316                   | 997,531                            |
| Other Fuel                                | -                        | -                                  |
| Material Cost                             |                          |                                    |
| Limestone                                 | 529,308                  | 4,449,892                          |
| Hydrated Lime                             | 39,589                   | 449,499                            |
| Ammonia                                   | 229,142                  | 1,899,435                          |
| Chemicals                                 | 58,924                   | 600,685                            |
| Water Cost (inc disposal, exc. Non-EBITC) | 225,797                  | 4,304,170                          |
| Other Material Expense                    | 32,000                   | 200,457                            |
| Ash Disposal                              | 299,655                  | 3,128,748                          |
| <b>Total Fuel and Material Cost</b>       | <b>\$ 11,860,457</b>     | <b>\$ 124,887,708</b>              |
| Labor Costs                               |                          |                                    |
| Regular Wages                             | \$ 563,099               | \$ 7,644,049                       |
| Overtime Wages                            | 58,743                   | 932,619                            |
| Bonus                                     | 223,916                  | 2,352,591                          |
| Paid Leave (Vac, Hol, Sick, etc.)         | 29,800                   | 470,810                            |
| Other Salaries & Wages                    | (3,835)                  | (92,890)                           |
| Employee Benefits (Med, Retire, etc.)     | 115,633                  | 1,562,494                          |
| Payroll Taxes                             | 36,803                   | 585,003                            |
| Operating Supplies & Maintenance          |                          |                                    |
| Supplies, Parts & Repairs                 | 207,461                  | 3,202,597                          |
| Outside Maintenance Services              | 262,233                  | 7,229,443                          |
| Equipment Fuel                            | 14,662                   | 257,870                            |
| Equipment Rentals / Leases                | 35,148                   | 578,190                            |
| Other Maintenance Costs                   | 27,327                   | 501,476                            |
| Contract Services                         | 53,373                   | 699,698                            |
| Utilities                                 | 12,529                   | 342,188                            |
| Freight Costs                             | 21,648                   | 196,329                            |
| Environmental                             | 15,700                   | 86,626                             |
| PILOT                                     | 199,561                  | 2,584,524                          |
| Information Technology                    | 51,149                   | 718,655                            |
| Communications                            | 7,332                    | 128,172                            |
| Insurance                                 | 222,960                  | 2,825,751                          |
| Professional Services                     | 1,646,753                | 20,168,575                         |
| Office Expenses                           | 11,254                   | 82,081                             |
| Banking Fees                              | 54,550                   | 604,141                            |
| Property / Other Taxes                    | 26,920                   | 288,922                            |
| Travel & Entertainment                    | 15,288                   | 169,334                            |
| Other Operating Expenses                  | 82,485                   | 900,138                            |
| <b>Total Operating Costs</b>              | <b>\$ 3,992,489</b>      | <b>\$ 55,019,387</b>               |

**Internal Income Statement**

**September 2014**

|  |                       |                         |
|--|-----------------------|-------------------------|
| <b>EBITDA</b>                              | <b>\$ 591,527</b>     | <b>\$ 8,275,824</b>     |
| Less: Dunkard Charges (non-EBITDA portion) | (4,270,683)           | (13,921,814)            |
| Less: Depreciation & Amortization          | (3,854,423)           | (50,092,652)            |
| Less: Interest                             | (1,292,853)           | (14,725,548)            |
| Less: Restructuring Costs                  | (709,901)             | (32,317,330)            |
| Hedge MtM Gain <Loss>                      | -                     | -                       |
| Asset Disposal Gain <Loss>                 | -                     | (4,485,046)             |
| Other Income <Expense>                     | -                     | (220,049)               |
| <b>Net Income Before Tax</b>               | <b>\$ (9,536,334)</b> | <b>\$ (107,486,613)</b> |



**Balance Sheet**

| <u>Assets</u>                             | September 2014<br>Current Month | August 2013<br>Petition Date | Net Change       |
|---|---------------------------------|------------------------------|------------------|
| <b>Non Current Assets</b>                 |                                 |                              |                  |
| Investment in Sub - Mepco                 | 170,584,878                     | 170,584,878                  | -                |
| Investment in Sub - Dunkard & GP Services | 4,500,000                       | -                            | 4,500,000        |
| Investment in Sub - Longview Power        | 994,069,155                     | 994,069,155                  | -                |
| <b>Net Intangible</b>                     | <b>1,169,154,033</b>            | <b>1,164,654,033</b>         | <b>4,500,000</b> |
| <b>Total Assets</b>                       | <b>1,169,154,033</b>            | <b>1,164,654,033</b>         | <b>4,500,000</b> |
| <b>Liabilities &amp; Equity</b>           |                                 |                              |                  |
| <b>Intercompany</b>                       |                                 |                              |                  |
| Interco - Longview Power                  | 4,500,000                       | -                            | 4,500,000        |
| <b>Total Intercompany</b>                 | <b>4,500,000</b>                | <b>-</b>                     | <b>4,500,000</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>-</b>         |
| <b>Total Liabilities &amp; Equity</b>     | <b>1,169,154,033</b>            | <b>1,164,654,033</b>         | <b>4,500,000</b> |

