

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

EDISON INTERNATIONAL  
Form U-3A-2  
February 27, 2004

PART 1 (PAGES 1 THROUGH 76)

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM U-3A-2  
File No. 69-344

Statement by Holding Company  
Claiming Exemption Under Rule U-3A-2  
from the Provisions of the  
Public Utility Holding Company Act of 1935

To Be Filed Annually Prior to March 1

EDISON INTERNATIONAL  
(Name of Company)

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claim  
a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submit  
following information:

Page 1

1. NAME, STATE OF ORGANIZATION, LOCATION AND NATURE OF BUSINESS OF CLAIMANT AND EVERY SUBSIDIARY  
THAN ANY EXEMPT WHOLESALE GENERATOR (EWG) OR FOREIGN UTILITY COMPANY IN WHICH CLAIMANT DIRECTLY OR  
HOLDS AN INTEREST.

HOLDING COMPANY  
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00 EDISON INTERNATIONAL is a corporation organized under the laws of the State of California  
principal place of business at 2244 Walnut Grove Avenue (P.O. Box 999), Rosemead, California  
was organized principally to acquire and hold securities of other corporations for investm  
Edison International has the following subsidiaries:

UTILITY SUBSIDIARIES  
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01 SOUTHERN CALIFORNIA EDISON COMPANY ("SCE") is a California corporation having its principa  
business at 2244 Walnut Grove Avenue (P.O. Box 800), Rosemead, California 91770. SCE is a  
primarily engaged in the business of supplying electric energy to portions of central and  
California, excluding the City of Los Angeles and certain other cities. Unless otherwise  
subsidiaries have the same principal place of business as Southern California Edison Compa

02 CALIFORNIA ELECTRIC POWER COMPANY [dissolved 11/06/2003].

02 CONSERVATION FINANCING CORPORATION is a California corporation engaged in the remediati  
mitigation of environmental liabilities.

02 EDISON ESI is a California corporation engaged in the business of marketing services, p  
information, and copyrighted materials to third parties on behalf of SCE.

02 Edison Material Supply is a Delaware limited liability company that provides procuremen  
warehousing services.

02 MONO POWER COMPANY is an inactive California corporation that has been engaged in the b  
exploring for and developing fuel resources.

03 The Bear Creek Uranium Company is an inactive California partnership between Mono P  
(50%) and RME Holding Company (formerly Union Pacific Resources Group, Inc.) (50%)  
in reclamation of an integrated uranium mining and milling complex in Wyoming.

02 SCE CAPITAL COMPANY (inactive Delaware corporation)

02 SCE Funding LLC is a Delaware limited liability company that acts as a financing vehicl  
reduction bonds.

02 SCE Trust I is a Delaware business trust organized to act as a financing vehicle.

02 SCE Trust II is a Delaware business trust organized to act as a financing vehicle.

02 SCE UK Services Ltd. (inactive United Kingdom private limited company)

02 SOUTHERN STATES REALTY is a California corporation engaged in holding real estate asset

NONUTILITY SUBSIDIARIES  
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01 EDISON DRIVES ELECTRIC (inactive California corporation)

01 EDISON ENERGY [dissolved 11/06/2003]

Page 2

01 EDISON INSURANCE SERVICES, INC. is a Hawaii corporation having its principal executive off  
Street, Suite 800, Honolulu, Hawaii 96813, which provides domestic and foreign property da  
business interruption insurance to Edison International and its subsidiaries.

01 EDISON INTERNATIONAL POWER [dissolved 11/06/2003]

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01 EDISON VENTURES (inactive California corporation)

02 EDISON TRANSENERGY (inactive California corporation)

01 EIX Trust I is a Delaware business trust that acts as a financing vehicle.

01 EIX Trust II is a Delaware business trust that acts as a financing vehicle.

01 EIX Trust III is a Delaware business trust organized to act as a financing vehicle.

01 EDISON MISSION GROUP INC. (formerly The Mission Group) is a Delaware corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of nonutility companies. The subsidiaries of Edison Mission Group are as follows:

02 EDISON ENTERPRISES is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of nonutility subsidiaries. The subsidiaries of Edison Enterprises are as follows:

03 EDISON SOURCE is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Suite 1700, Irvine, California 92612-1046, which owns the stock of its subsidiaries. The majority of the assets of Edison Source were sold to its former parent on October 2001. It is engaged in the business of selling, installing and servicing rapid battery charging products for the electric fork lift market.

04 Edison Source Norvik Company is a Canadian company having its principal place of business at 1959 Upper Water Street, Suite 800, Halifax, NS B3J 2X2. It is principally engaged in the business of research and development, and manufacturing of rapid battery charging products for the electric fork lift market.

04 G.H.V. REFRIGERATION, INC. is an inactive California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770.

02 EDISON ENVIRONMENTAL SERVICES [dissolved 11/06/2003].

02 EDISON O&M SERVICES (inactive California corporation)

02 EDISON TECHNOLOGY SOLUTIONS (inactive California corporation)

03 EDISON EV (inactive California corporation)

03 Facilichem, Inc., is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Ravenswood Avenue, Menlo Park, California 94025, which was organized to engage in the research, development and commercialization of liquid membrane technologies for application in various industrial and chemical processes. Edison Technology Solutions has a 10% ownership interest in Facilichem, Inc.

Page 3

02 EDISON CAPITAL is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged in the business of providing engineering and financial services in energy and infrastructure projects and affordable housing projects. Edison Capital owns a group of subsidiaries and has interests in various partnerships through its subsidiaries. The subsidiaries and partnerships of Edison Capital are listed below. Unless otherwise indicated, all entities are corporations, are organized under the laws of the State of California and have the same principal place of business as Edison Capital.

03 BURLINGTON APARTMENTS, INC.

03 Edison Capital Europe Limited (UK corporation)  
Address: Lansdowne House, Berkeley Square, London, England W1X 5DH

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03 EDISON FUNDING COMPANY  
[directly owns 0.08% of Edison Funding Omicron Incorporated; see listing under Edison Housing  
Consolidation Company)

04 EDISON CAPITAL HOUSING INVESTMENTS  
[directly owns 0.35% of Edison Housing Consolidation Co.; see listing under MHICAL 95 C  
[directly owns 35.52% of Edison Funding Omicron Incorporated; see listing under Edison  
Consolidation Co.]

05 1st Time Homebuyer Opportunities LP (Chester County Homes) 99%  
05 1732 Champa LP (Buerger Brothers Lofts) 99%  
05 18303 Kittridge Associates LP 99%  
05 210 Washington Avenue Associates (Renaissance Plaza) (Connecticut partnership) 99%  
05 2400 Locust Associates LP (Locust on the Park) 99%  
05 3790 Wisconsin Street Partners LP (Wisconsin III) 99.9%  
05 Argyle Redevelopment Partnership, Ltd. (Colorado partnership) 99%  
05 Auburn Manor L.L.C. 50% GP  
06 Auburn Manor LP 1%  
05 Bartlett Hill Associates LP 99%  
05 CCS/Bellingham LP (Washington Grocery Building) 99.9%  
05 Conejo Valley Community Housing Associates (Community House Apartments) 99%  
05 EC ASSET SERVICES, INC. (Massachusetts corporation)  
Address: 160 Federal Street, Boston, MA 02110-1776  
05 EC PROPERTIES, INC. (Massachusetts corporation)  
Address: 160 Federal Street, Boston, MA 02110-1776  
06 Corporations for Affordable Housing LP 1%GP  
07 Arbor Lane Associates Phase II LP (Timberwood) 99%  
07 Arroyo Vista Associates LP 99%  
07 Artloft Associates LP 35.6%  
07 Caleb Affordable Housing Associates LP (Ledges/Pinebrook) 99%  
07 The Carlin LP 99%  
07 Diamond Phase III Venture LP 99%  
07 Fairmont Hotel Urban Renewal Associates LP 99%  
07 Mackenzie Park Associates LP 99%  
07 Parkside Associates LP (Parkside Garden) 99%  
07 Pines Housing LP 99%  
07 Pines Housing II, LP 99%  
07 Smyrna Gardens Associates LP 99%  
07 Tioga Gardens LP 99%  
07 Walden Pond, LP (Hamlet) 99%  
06 Corporations for Affordable Housing LP II 1%GP  
07 2601 North Broad Street Associates LP (Station House) 99%  
07 Artloft Associates LP 53.39%  
07 Brookline Housing Associates LLC (Bridgewater) 99%  
07 EDA LP (Eagle's Nest) 48%  
07 Edgewood Manor Associates II LP 99%  
07 Gateway Housing LP (Gateway Townhomes) 99%  
07 Homestead Village Associates LP 99%  
07 Junction City Apartments LP (Green Park) 99%  
07 Liberty House Associates LP 99%  
07 Maple Ridge Development Associates LP 99%

Page 4

07 Parsonage Cottage Senior Residence LP 99%  
07 Rittenhouse School LP 99%  
07 Silver City Housing LP 99%  
07 South 55th Street, LP 49.5%  
07 W. M. Housing Associates LP (Williamsport Manor) 99%  
07 Winnsboro Apartments LP (Deer Wood) 99%  
05 EC PROPERTIES III, INC. (Massachusetts corporation)  
Address: 160 Federal Street, Boston, MA 02110-1776  
06 Corporations for Affordable Housing LP III 1%GP

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07 Piedmont Housing Associates 99%  
07 Pines Housing III LP 99%  
07 Salem Lafayette Urban Renewal Associates, LP 99%  
07 Spring Valley Commons LP 99%  
07 Stevenson Housing Associates (Park Vista) 99%  
05 EC-SLP, INC. (Massachusetts corporation)  
Address: 160 Federal Street, Boston, MA 02110-1776  
05 ECH Investor Partners VI-A LP 1%GP  
06 Edison Capital Housing Partners VI LP 61.8166%LP  
07 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
07 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
07 Altamont Hotel Associates LP 99%  
07 Bradley Manor Senior Apartments LP 99%  
07 Double X Associates 1995 LP (Terrace Manor) 99%  
07 Hamilton Place Apartments LP (Larkin Place) 99%  
07 Hamilton Place Senior Living LP 99%  
07 Hearthstone Group 3 LP (Evergreen Court) 99%  
07 KDF Malabar LP 99%  
07 LINC-Bristol Associates I, LP (City Gardens) 99%  
07 MAS-WT, LP (Washington Terrace) 99%  
07 Northwood Manor Associates LP 99%  
07 Silver Lake Properties LP 99%  
07 University Park Properties LP 99%  
07 Upland Senior Housing LP (Coy D. Estes) 99%  
07 Vista Properties LLC (Vista View) 99%  
07 Vista Verde Townhomes II LLC 99%  
05 ECH Investor Partners VI-B LP 1%GP  
06 Edison Capital Housing Partners VI LP 37.1834%LP  
07 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
07 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
07 Altamont Hotel Associates LP 99%  
07 Bradley Manor Senior Apartments LP 99%  
07 Double X Associates 1995 LP (Terrace Manor) 99%  
07 Hamilton Place Apartments LP (Larkin Place) 99%  
07 Hamilton Place Senior Living LP 99%  
07 Hearthstone Group 3 LP (Evergreen Court) 99%  
07 KDF Malabar LP 99%  
07 LINC-Bristol Associates I, LP (City Gardens) 99%  
07 MAS-WT, LP (Washington Terrace) 99%  
07 Northwood Manor Associates LP 99%  
07 Silver Lake Properties LP 99%  
07 University Park Properties LP 99%  
07 Upland Senior Housing LP (Coy D. Estes) 99%  
07 Vista Properties LLC (Vista View) 99%  
07 Vista Verde Townhomes II LLC 99%  
05 ECH/HFC GP Partnership No. 1 34.9%GP  
06 Edison Capital Housing Partners VII LP 19.4187%GP  
07 C-Court LP (Cawelti Court) 99%  
07 Cottonwood Affordable Housing LP (Verde Vista) 99%  
07 Fifth and Wilshire Apartments LP 99%  
07 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
07 Huff Avenue Associates LP 99%

Page 5

07 Mountain View Townhomes Associates LP 99%  
07 Oak Forest Associates LP 99%  
07 Paradise Road Partners LP (Gateway Village) 99%  
07 Woodland Arms Apartments, Ltd. 99%  
05 ECH/HFC GP Partnership No. 2 56.7%GP  
06 Edison Capital Housing Partners VIII LP 18.54%GP

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07 Catalonia Associates LP 99%  
07 Ohlone Housing Associates LP 99%  
05 ECHP INVESTMENT COMPANY  
06 ECHP LLC 99.999%GP  
07 Edison Capital Housing Partners XVI LP 0.01%GP  
08 Bouquet Canyon Seniors LP 99.9%  
08 Diamond Creek Apartments LP 99.9%  
08 Eugene Hotel LP 99.9%  
08 Hilltop Farms LP 99.9%  
08 KDF Park Glenn LP (Park Glenn) 99%  
08 KDF Park Glenn Seniors LP (Park Glenn II) 99.9%  
08 King Road Associates LP 99.9%  
08 LL Housing LP (Maryland partnership) (Laurel Lakes) 99%  
08 Red Lake LP #1 99.9%  
08 San Martin de Porres LP 99.9%  
08 Southern Hotel LP 99.9%  
08 Terra Cotta Housing Associates LP 99.9%  
07 Edison Capital Housing Partners XVII LP 0.01%GP  
08 Antelope Associates LP 99%  
08 Baker Park Associates LP 99%  
08 Fremont Building LP (Crescent Arms) 99%  
08 Hercules Senior Housing Associates 99.9%  
08 La Terraza Associates LP (Carlsbad Villas at Camino Real) 99%  
08 Parkview Apartments Associates LP (Parkview/Sunburst) 99.9%  
08 Quebec Arms Apartments LP 99.9%  
08 Sky Parkway Housing Associates LP 99%  
08 Sunset Creek Partners LP 99%  
08 University Manor Apartments LP 99.9%  
08 Vista Verde Housing Associates LP 99.9%  
07 Edison Capital Housing Partners XVIII LP 0.01%GP  
08 Aaron Michael Associates LP 99.9%  
08 Bracher Associates LP 99%  
08 Florin Woods Associates LP 99%  
08 Lovejoy Station LP 99.9%  
08 OL Hope LP (Olympic Hope) 99.9%  
08 Palmer Heights, LLC 99.9%  
08 Pinmore Associates LP 99.9%  
08 SD Regency Centre LP 99.9%  
07 Edison Capital Housing Partners XIX LP 0.01%GP  
08 Cochrane Village Apartments LP 99%  
08 CCS/Mount Vernon Housing LP (La Venture) 99.9%  
08 Ontario Senior Housing LP (Ontario Plaza) 98.9%  
08 Pecan Court Associates LP 99.9%  
08 Pellettieri Homes Urban Renewal Associates, LP 99%  
08 Rincon De Los Esteros Associates LP 99.9%  
08 KDF Santa Paula LP (Santa Paula) 99%  
08 Schoolhouse Court Housing Associates LP 99.9%  
08 Virginia Lane LP (Maplewood/Golden Glenn) 99.9%  
08 Winfield Hill Associates LP 99%  
05 Edison Capital Affordable Housing 99A G.P. 27.69%GP  
06 Edison Capital Housing Partners IX LP 13.5533%GP  
07 1010 SVN Associates LP 99.9%  
07 2814 Fifth Street Associates LP (Land Park Woods) 99%  
07 Alma Place Associates LP 99%  
07 Knolls Community Associates LP 99.9%

Page 6

07 Monterra Village Associates LP 99%  
07 Pacific Terrace Associates LP 99.9%  
07 PVA LP (Park Victoria) 99%

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07 Sherman Glen, L.L.C. 99%  
07 Strobridge Housing Associates LP 99%  
07 Trolley Terrace Townhomes LP 99.9%  
07 Walnut Avenue Partnership LP 99%  
05 Edison Capital Affordable Housing 99B G.P. 99.99%GP  
06 Edison Capital Housing Partners X LP 19.3952%GP  
07 Beacon Manor Associates LP 99%  
07 Boulder Creek Apartments LP 99.9%  
07 Burlington Senior Housing LLC 99.9%  
07 CCS/Renton Housing LP (Renton) 99.9%  
07 Coolidge Station Apartments L.L.C. 99%  
07 Lark Ellen LP 99%  
07 Mercy Housing California IX LP (Sycamore) 99.9%  
07 Morgan Hill Ranch Housing LP 99%  
07 Pacifica Community Associates LP (Villa Pacifica) 99%  
07 Persimmon Associates LP 99%  
07 Providence-Brown Street Housing LP (Brown Street) 99.9%  
07 San Juan Commons 1996 LP 99.9%  
07 Timber Sound, Ltd. 99%  
07 Timber Sound II, Ltd. 99%  
07 Trinity Park Apartments LP 99.9%  
07 Venbury Trail LP 99.9%  
06 Edison Capital Housing Partners XI LP 18.62486%GP  
07 1475 167th Avenue Associates LP (Bermuda Gardens) 99.9%  
07 Auburn Manor Apartments LP 99%  
07 Barnsdall Court LP (Villa Mariposa) 99.9%  
07 Borregas Court LP 99%  
07 Bryson Family Apartments LP 99.9%  
07 Carson Housing LP (Carson Street) 98%  
07 Casa Rampart LP (Rampart Apartments) 99.9%  
07 Davis MHA Twin Pines Community Associates LP (Northstar Apartments) 99.9%  
07 Eastwood Homes LP 99%  
07 Electra Arms Senior Associates LP 99%  
07 Grace Housing LP 99%  
07 Stony Point Apartment Investors LP (Panas Place) 99.9%  
07 Wall Street Palmer House LP 99%  
07 Wilmington Housing Associates LP (New Harbor Vista) 99.9%  
06 Edison Capital Housing Partners XII LP 13.73759%GP  
07 Cedarshores Limited Dividend Housing Association LP 99.99%  
07 Heritage Partners LP 99.9%  
07 Osage Terrace LP 99.89%  
07 West Oaks Apartments LP 99.9%  
07 Yale Street LP 99.9%  
06 Edison Capital Housing Partners XIII LP 17.03513%GP  
07 Alhambra Apartments LP 99.9%  
07 Chamber Apartments LP 99%  
07 Park Land Senior Apartments Investors LP (Banducci) 99.9%  
07 President John Adams Manor Apartments LP 99.9%  
07 Riverwalk Apartments, Ltd. (Colorado) 99.8%  
07 Rosecreek Senior Living LP 99.9%  
07 Twin Ponds Apartments LP 99.9%  
07 Woodleaf Village LP 99.9%  
07 Women's Westlake LP (Dorothy Day) 99.9%  
06 Edison Capital Housing Partners XIV LP 7.6118%GP  
07 Apollo Development Associates LP (Apollo Hotel) 99.9%  
07 Carson Terrace LP 99.9%  
07 Don Avante Association II LP (Village Avante) 99.9%  
07 Preservation Properties I 99.9%

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07 Preservation Properties II 99.9%  
07 Preservation Properties III 99.9%  
07 Preservation Properties IV 99.9%  
07 Preservation Properties V 99.9%  
07 Rowland Heights Preservation LP 99.9%  
07 Springdale Preservation LP (Springdale West) 99.9%  
06 Edison Capital Housing Partners XV LP 9.567%GP  
07 708 Pico LP (Wavecrest Apartments) 99.9%  
07 Benton Green LP 99.9%  
07 Don Avante Association I LP (Don de Dios) 99.9%  
07 Emmanuel Grant Company LLC (Capitol Heights) 99.9%  
07 Highland Village Partners LP 99.9%  
07 I.G. Partners LP (Islands Gardens) 99.9%  
07 Karen Partners LP 99.9%  
07 Lilac Estates LP 99.9%  
07 Mountainlands Housing Partners LP (Holiday Village Apartments) 99.9%  
07 NAHF Brockton LP (Southfield Gardens) 99.9%  
07 Northern Senior Housing LP (St. Johnsbury) 99.9%  
07 Park Place 1998, LLC 99.9%  
07 Park Williams Partners LP 99.9%  
07 Patriots Pointe at Colonial Hills LP 99.9%  
07 PlumTree Preservation LP 99.9%  
07 Poinsettia Housing Associates 99.9%  
07 Project Home I LLC 99.99%  
07 Saratoga Vacaville LP (Saratoga Senior) 99.9%  
07 Serena Sunbow LP (Villa Serena) 99.9%  
07 St. Regis Park LP (Pear Tree) 99.9%  
07 Vista Sonoma Senior Living LP 99.9%  
07 Westfair LLC (Cedar Ridge) 99.9%  
07 Windrush Apartments of Statesville LP 99.9%  
07 Wingate LLC (Regency Park) 99.9%  
05 Edison Capital Contributions VI Partners 91.77%GP  
06 ECH Investor Partners VI-A LP 15.3877%LP  
07 Edison Capital Housing Partners VI LP 61.8166%LP  
08 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
08 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
08 Altamont Hotel Associates LP 99%  
08 Bradley Manor Senior Apartments LP 99%  
08 Double X Associates 1995 LP (Terrace Manor) 99%  
08 Hamilton Place Apartments LP (Larkin Place) 99%  
08 Hamilton Place Senior Living LP 99%  
08 Hearthstone Group 3 LP (Evergreen Court) 99%  
08 KDF Malabar LP 99%  
08 LINC-Bristol Associates I, LP (City Gardens) 99%  
08 MAS-WT, LP (Washington Terrace) 99%  
08 Northwood Manor Associates LP 99%  
08 Silver Lake Properties LP 99%  
08 University Park Properties LP 99%  
08 Upland Senior Housing LP (Coy D. Estes) 99%  
08 Vista Properties LLC (Vista View) 99%  
08 Vista Verde Townhomes II LLC 99%  
06 ECH Investor Partners VI-B LP 99%LP  
07 Edison Capital Housing Partners VI LP 37.1834%LP  
08 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
08 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
08 Altamont Hotel Associates LP 99%  
08 Bradley Manor Senior Apartments LP 99%  
08 Double X Associates 1995 LP (Terrace Manor) 99%  
08 Hamilton Place Apartments LP (Larkin Place) 99%  
08 Hamilton Place Senior Living LP 99%  
08 Hearthstone Group 3 LP (Evergreen Court) 99%

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Page 8

08 KDF Malabar LP 99%  
08 LINC-Bristol Associates I, LP (City Gardens) 99%  
08 MAS-WT, LP (Washington Terrace) 99%  
08 Northwood Manor Associates LP 99%  
08 Silver Lake Properties LP 99%  
08 University Park Properties LP 99%  
08 Upland Senior Housing LP (Coy D. Estes) 99%  
08 Vista Properties LLC (Vista View) 99%  
08 Vista Verde Townhomes II LLC 99%  
05 EDISON CAPITAL HOUSING DELAWARE, INC.  
06 B.A.I. Edison Ravenwood LP (Ravenwood) 90%GP  
07 Cincinnati Ravenwood Apartments LP 0.95%GP  
05 Edison Capital Housing Partners V LP 16.18%GP  
06 AMCAL Santa Barbara Fund XXXVI LP (Positano) 99%  
06 Bodega Hills Investors LP 99%  
06 Mercy Housing California IV LP (Vista Grande) 99%  
06 Park Place Terrace LP 99%  
06 River Walk Apartments Homes LP 99%  
06 San Diego Golden Villa Partners LP (Golden Villa) 98.9%  
06 Santa Alicia Gardens Townhomes LP (The Gardens) 99%  
06 St. Hedwig's Gardens LP 99%  
06 Sunshine Terrace LP 99%  
06 Union Meadows Associates LLC 99%  
05 Edison Capital Housing Partners VI LP 1%GP  
06 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
06 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
06 Altamont Hotel Associates LP 99%  
06 Bradley Manor Senior Apartments LP 99%  
06 Double X Associates 1995 LP (Terrace Manor) 99%  
06 Hamilton Place Apartments LP (Larkin Place) 99%  
06 Hamilton Place Senior Living LP 99%  
06 Hearthstone Group 3 LP (Evergreen Court) 99%  
06 KDF Malabar LP 99%  
06 LINC-Bristol Associates I, LP (City Gardens) 99%  
06 MAS-WT, LP (Washington Terrace) 99%  
06 Northwood Manor Associates LP 99%  
06 Silver Lake Properties LP 99%  
06 University Park Properties LP 99%  
06 Upland Senior Housing LP (Coy D. Estes) 99%  
06 Vista Properties LLC (Vista View) 99%  
06 Vista Verde Townhomes II LLC 99%  
05 EDISON CAPITAL HOUSING MANAGEMENT  
05 EDISON CAPITAL HOUSING NEW JERSEY  
[owns 6.16% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Company]  
05 EDISON CAPITAL HOUSING PENNSYLVANIA  
[owns 5.26% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Company]  
05 EDISON FUNDINGOMICRON INCORPORATED (Delaware corporation) (formerly Edison Funding  
55.52% [Also owned 0.08% by Edison Funding Company and 44.40% by Edison Housing Con  
where Omicron subsidiaries are listed.]  
05 EDISON HOUSING NORTH CAROLINA  
06 Edison Capital Contributions VI Partners 4.03%GP  
07 ECH Investor Partners VI-A LP 15.3877%LP  
08 Edison Capital Housing Partners VI LP 61.8166%LP  
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
09 Altamont Hotel Associates LP 99%  
09 Bradley Manor Senior Apartments LP 99%  
09 Double X Associates 1995 LP (Terrace Manor) 99%  
09 Hamilton Place Apartments LP (Larkin Place) 99%

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09 Hamilton Place Senior Living LP 99%  
09 Hearthstone Group 3 LP (Evergreen Court) 99%

Page 9

09 KDF Malabar LP 99%  
09 LINC-Bristol Associates I, LP (City Gardens) 99%  
09 MAS-WT, LP (Washington Terrace) 99%  
09 Northwood Manor Associates LP 99%  
09 Silver Lake Properties LP 99%  
09 University Park Properties LP 99%  
09 Upland Senior Housing LP (Coy D. Estes) 99%  
09 Vista Properties LLC (Vista View) 99%  
09 Vista Verde Townhomes II LLC 99%  
07 ECH Investor Partners VI-B LP 99%LP  
08 Edison Capital Housing Partners VI LP 37.1834%LP  
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
09 Altamont Hotel Associates LP 99%  
09 Bradley Manor Senior Apartments LP 99%  
09 Double X Associates 1995 LP (Terrace Manor) 99%  
09 Hamilton Place Apartments LP (Larkin Place) 99%  
09 Hamilton Place Senior Living LP 99%  
09 Hearthstone Group 3 LP (Evergreen Court) 99%  
09 KDF Malabar LP 99%  
09 LINC-Bristol Associates I, LP (City Gardens) 99%  
09 MAS-WT, LP (Washington Terrace) 99%  
09 Northwood Manor Associates LP 99%  
09 Silver Lake Properties LP 99%  
09 University Park Properties LP 99%  
09 Upland Senior Housing LP (Coy D. Estes) 99%  
09 Vista Properties LLC (Vista View) 99%  
09 Vista Verde Townhomes II LLC 99%  
05 EDISON HOUSING SOUTH CAROLINA  
06 Edison Capital Contributions VI Partners 4.20%GP  
07 ECH Investor Partners VI-A LP 15.3877%LP  
08 Edison Capital Housing Partners VI LP 61.8166%LP  
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
09 Altamont Hotel Associates LP 99%  
09 Bradley Manor Senior Apartments LP 99%  
09 Double X Associates 1995 LP (Terrace Manor) 99%  
09 Hamilton Place Apartments LP (Larkin Place) 99%  
09 Hamilton Place Senior Living LP 99%  
09 Hearthstone Group 3 LP (Evergreen Court) 99%  
09 KDF Malabar LP 99%  
09 LINC-Bristol Associates I, LP (City Gardens) 99%  
09 MAS-WT, LP (Washington Terrace) 99%  
09 Northwood Manor Associates LP 99%  
09 Silver Lake Properties LP 99%  
09 University Park Properties LP 99%  
09 Upland Senior Housing LP (Coy D. Estes) 99%  
09 Vista Properties LLC (Vista View) 99%  
09 Vista Verde Townhomes II LLC 99%  
07 ECH Investor Partners VI-B LP 99%LP  
08 Edison Capital Housing Partners VI LP 37.1834%LP  
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%  
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%  
09 Altamont Hotel Associates LP 99%  
09 Bradley Manor Senior Apartments LP 99%  
09 Double X Associates 1995 LP (Terrace Manor) 99%

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09 Hamilton Place Apartments LP (Larkin Place) 99%  
09 Hamilton Place Senior Living LP 99%  
09 Hearthstone Group 3 LP (Evergreen Court) 99%  
09 KDF Malabar LP 99%  
09 LINC-Bristol Associates I, LP (City Gardens) 99%

Page 10

09 MAS-WT, LP (Washington Terrace) 99%  
09 Northwood Manor Associates LP 99%  
09 Silver Lake Properties LP 99%  
09 University Park Properties LP 99%  
09 Upland Senior Housing LP (Coy D. Estes) 99%  
09 Vista Properties LLC (Vista View) 99%  
09 Vista Verde Townhomes II LLC 99%  
05 EHI DEVELOPMENT COMPANY  
05 EHI DEVELOPMENT FUND  
05 Florence Apartments LLC 99%  
05 Josephinum Associates LP, The (Washington partnership) 99%  
05 Kennedy Lofts Associates LP (Massachusetts partnership) 99%  
05 Madison/Mollison LP (Park Mollison) 99.9%  
05 Maplewood Housing Associates LP 99.9%  
05 MH I LP 1%GP  
06 California Park Apartments LP 99%  
05 MH II LP 1%GP  
06 5363 Dent Avenue Associates LP 99%  
05 MH III LP 1%GP  
06 DeRose Housing Associates LP 99%  
05 MH IV LP 1%GP  
06 MPT Apartments LP (MacArthur Park) 99%  
05 MH V LP 1%GP  
06 Centennial Place LP 99%  
05 MHICAL 94 COMPANY  
[owns 19.32% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compa  
05 MHICAL 94 LP (Delaware partnership) 1%GP  
06 Mayacamas Village Associates LP 99%  
06 West Capital Courtyard LP 99%  
05 MHICAL 95 LP (Delaware partnership) 1%GP  
06 Abby Associates LP (Windmere) 99%  
06 Colina Vista LP 99%  
06 ECH/HFC GP Partnership No. 2 43.3%GP  
07 Edison Capital Housing Partners VIII LP 18.5396%GP  
08 Catalonia Associates LP 99%  
08 Ohlone Housing Associates LP 99%  
06 Mercy Housing California VI LP (205 Jones) 99%  
05 MHICAL 96 LP (Delaware partnership) 1%GP  
06 ECH/HFC GP Partnership No. 1 50.44%GP  
07 Edison Capital Housing Partners VII LP 19.4187%GP  
08 C-Court LP (Cawelti Court) 99%  
08 Cottonwood Affordable Housing LP (Verde Vista) 99%  
08 Fifth and Wilshire Apartments LP 99%  
08 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
08 Huff Avenue Associates LP 99%  
08 Mountain View Townhomes Associates LP 99%  
08 Oak Forest Associates LP 99%  
08 Paradise Road Partners LP (Gateway Village) 99%  
08 Woodland Arms Apartments, Ltd. 99%  
06 Edison Capital Affordable Housing 99A G.P. 36.47%GP  
07 Edison Capital Housing Partners IX LP 13.5533%GP  
08 1010 SVN Associates LP 99.9%  
08 2814 Fifth Street Associates LP (Land Park Woods) 99%

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08 Alma Place Associates LP 99%  
08 Knolls Community Associates LP 99.9%  
08 Monterra Village Associates LP 99%  
08 Pacific Terrace Associates LP 99.9%  
08 PVA LP (Park Victoria) 99%  
08 Sherman Glen, L.L.C. 99%  
08 Strobridge Housing Associates LP 99%  
08 Trolley Terrace Townhomes LP 99.9%

Page 11

08 Walnut Avenue Partnership LP 99%  
06 Greenway Village Associates LP 99%  
06 Kennedy Court Partners LP 99%  
06 Klamath Associates LP 99%  
06 Westgate Townhomes Associates LP 99%  
05 MHICAL 95 COMPANY  
06 EDISON HOUSING CONSOLIDATION CO. (formerly Edison Housing Georgia) 29.90%  
07 EDISON FUNDING OMICRON INCORPORATED (Delaware corporation) (formerly Edison F  
GP) 44.40% [also owned 0.08% by Edison Funding Company and 55.52% by Edison C  
Investments]  
08 16th and Church Street Associates LP 99%  
08 1856 Wells Court Partners, LP (Wells Court) 99%  
08 AE Associates LP (Avenida Espana) 99%  
08 Agape Housing LP 99%  
08 Brantwood II Associates LP 99%  
08 Brooks School Associates LP 99%  
08 Bryn Mawr - Belle Shore LP (The) 99%  
08 Bush Hotel LP 99%  
08 Centertown Associates LP (Ravenwood) 99%  
08 Centro Partners LP (El Centro) 99%  
08 Cincinnati Ravenwood Apts. LP 99%  
08 Coyote Springs Apartments Associates LP 99%  
08 Cypress Cove Associates 99%  
08 Del Carlo Court Associates LP 99%  
08 Delta Plaza Apartments LP 99%  
08 EAH Larkspur Creekside Associates LP 99%  
08 East Cotati Avenue Partners LP 99%  
08 EDISON FUNDING OLIVE COURT 100%GP  
09 Olive Court Housing Associates LP 1.1%  
08 Edmundson Associates LP (Willows) 99%  
08 El Barrio Academy Urban Renewal Associates, LP (Academy Street) 99%  
08 Elizabeth West and East LP 99%  
08 Farm (The) Associates LP 99%  
08 Gilroy Redwood Associates LP (Redwoods) 99%  
08 Ginzton Associates LP 99%  
08 Grossman Apartments Investors LP 99%  
08 Heather Glen Associates LP 99%  
08 HMB-Atlanta I LP (Spring Branch) 99%  
08 Holy Family Associates LP 99%  
08 Lackawana Housing Associates LLC (Goodwill Neighborhood Residences) 99%  
08 Maplewood School Apartments LP 99%  
08 Mar Associates LP (Frank Mar) 99%  
08 McFarland Press Associates LP 99%  
08 Mercantile Housing LLC (Mercantile Square) 99%  
08 Merrill Road Associates LP 99%  
08 MH I LP 99%  
09 California Park Apartments LP 99%  
08 MHICAL 94 LP (Delaware partnership) 99%LP  
09 Mayacamas Village Associates LP 99%  
09 West Capital Courtyard LP 99%

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08 MHICAL 95 LP (Delaware partnership) 99%LP  
09 Abby Associates LP (Windmere) 99%  
09 Colina Vista LP 99%  
09 ECH/HFC GP Partnership No. 2 43.3%GP  
10 Edison Capital Housing Partners VIII LP 18.5396%GP  
11 Catalonia Associates LP 99%  
11 Ohlone Housing Associates LP 99%  
09 Mercy Housing California VI LP (205 Jones) 99%  
08 MHICAL 96 LP (Delaware partnership) 99%LP  
09 Greenway Village Associates LP 99%  
09 Kennedy Court Partners LP 99%

Page 12

09 Klamath Associates LP 99%  
09 Westgate Townhomes Associates LP 99%  
08 Mid-Peninsula Century Village Associates LP (Century Village) 99%  
08 Mission Capp LP 99%  
08 Mission Housing Partnership 1996 LP (Delaware partnership) 99%LP  
08 Neary Lagoon Partners LP 99%  
08 North Park Village LLC 99%  
08 Oceanside Gardens LP 99%  
08 Omaha Amber Ridge LP (Amber Ridge) 98.9%  
08 Open Door Associates LP (West Valley) 99%  
08 Palmer House LP 99%  
08 Richmond City Center Associates LP 99%  
08 Riverside/Liebrandt Partners LP (La Playa) 99%  
08 Roebling Village Inn Urban Renewal LP 99%  
08 Rosebloom Associates LP (Oakshade) 99%  
08 San Pablo Senior Housing Associates LP 99%  
08 San Pedro Gardens Associates LP 99%  
08 Santa Paulan Senior Apartments Associates LP (The Paulan) 99%  
08 South Beach Housing Associates LP (Steamboat) 99%  
08 South Winery Associates LP (The Winery Apartments) 99%  
08 Stoney Creek Associates LP 99%  
08 Studebaker Building LP 99%  
08 Sultana Acres Associates LP 99%  
08 Thomson Rental Housing, LP (Washington Place) 99%  
08 Tuscany Associates LP (Tuscany Villa) 99%  
08 Villa Maria Housing LP 99%  
08 Washington Creek Associates LP 99%  
08 Westport Village Homes Associates LP 99%  
08 Wheeler Manor Associates LP 99%  
08 YWCA Villa Nueva Partners LP 99%

05 MHICAL 96 COMPANY  
owns 8.96% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Company  
06 MHICAL 96 LP 99%  
07 ECH/HFC GP Partnership No. 1 50.44%GP  
08 Edison Capital Housing Partners VII LP 19.4187%GP  
09 C-Court LP (Cawelti Court) 99%  
09 Cottonwood Affordable Housing LP (Verde Vista) 99%  
09 Fifth and Wilshire Apartments LP 99%  
09 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
09 Huff Avenue Associates LP 99%  
09 Mountain View Townhomes Associates LP 99%  
09 Oak Forest Associates LP 99%  
09 Paradise Road Partners LP (Gateway Village) 99%  
09 Woodland Arms Apartments, Ltd. 99%  
07 Edison Capital Affordable Housing 99A G.P. 36.47%GP  
08 Edison Capital Housing Partners IX LP 13.5533%GP  
09 1010 SVN Associates LP 99.9%

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09 2814 Fifth Street Associates LP (Land Park Woods) 99%  
09 Alma Place Associates LP 99%  
09 Knolls Community Associates LP 99.9%  
09 Monterra Village Associates LP 99%  
09 Pacific Terrace Associates LP 99.9%  
09 PVA LP (Park Victoria) 99%  
09 Sherman Glen, L.L.C. 99%  
09 Strobridge Housing Associates LP 99%  
09 Trolley Terrace Townhomes LP 99.9%  
09 Walnut Avenue Partnership LP 99%  
05 MHICAL 97 COMPANY  
06 MHICAL 97 LP 99%  
07 ECH/HFC GP Partnership No. 1 14.66%GP  
08 Edison Capital Housing Partners VII LP 19.4187%GP

Page 13

09 C-Court LP (Cawelti Court) 99%  
09 Cottonwood Affordable Housing LP (Verde Vista) 99%  
09 Fifth and Wilshire Apartments LP 99%  
09 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
09 Huff Avenue Associates LP 99%  
09 Mountain View Townhomes Associates LP 99%  
09 Oak Forest Associates LP 99%  
09 Paradise Road Partners LP (Gateway Village) 99%  
09 Woodland Arms Apartments, Ltd. 99%  
07 Edison Capital Affordable Housing 99A G.P. 33.05%  
08 Edison Capital Housing Partners IX LP 13.5533%GP  
09 1010 SVN Associates LP 99.9%  
09 2814 Fifth Street Associates LP (Land Park Woods) 99%  
09 Alma Place Associates LP 99%  
09 Knolls Community Associates LP 99.9%  
09 Monterra Village Associates LP 99%  
09 Pacific Terrace Associates LP 99.9%  
09 PVA LP (Park Victoria) 99%  
09 Sherman Glen, L.L.C. 99%  
09 Strobridge Housing Associates LP 99%  
09 Trolley Terrace Townhomes LP 99.9%  
09 Walnut Avenue Partnership LP 99%  
06 MHICAL 97 LP 99%LP  
07 Garnet Housing Associates LP 99%  
05 MHICAL 97 LP 1%GP  
06 ECH/HFC GP Partnership No. 1 14.66%GP  
07 Edison Capital Housing Partners VII LP 19.4187%GP  
08 C-Court LP (Cawelti Court) 99%  
08 Cottonwood Affordable Housing LP (Verde Vista) 99%  
08 Fifth and Wilshire Apartments LP 99%  
08 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
08 Huff Avenue Associates LP 99%  
08 Mountain View Townhomes Associates LP 99%  
08 Oak Forest Associates LP 99%  
08 Paradise Road Partners LP (Gateway Village) 99%  
08 Woodland Arms Apartments, Ltd. 99%  
06 Edison Capital Affordable Housing 99A G.P. 33.05%GP  
07 Edison Capital Housing Partners IX LP 13.5533%GP  
08 1010 SVN Associates LP 99.9%  
08 2814 Fifth Street Associates LP (Land Park Woods) 99%  
08 Alma Place Associates LP 99%  
08 Knolls Community Associates LP 99.9%  
08 Monterra Village Associates LP 99%  
08 Pacific Terrace Associates LP 99.9%

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08 PVA LP (Park Victoria) 99%  
08 Sherman Glen, L.L.C. 99%  
08 Strobridge Housing Associates LP 99%  
08 Trolley Terrace Townhomes LP 99.9%  
08 Walnut Avenue Partnership LP 99%  
06 Garnet Housing Associates LP 99%  
05 MHIFED 94 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic  
06 Berry Avenue Associates LP 99%  
06 Carlton Way Apartments LP 99%  
06 CDR Senior Housing Associates (Casa del Rio) 99%  
06 Corona Ely/Ranch Associates LP 99%  
06 Fairview Village Associates LP 99%  
06 Fell Street Housing Associates LP 99%  
06 Hope West Apartments LP 99%  
06 Morrone Gardens Associates LP 99%  
06 Pajaro Court Associates LP 99%  
06 Tierra Linda Associates LP 99%

Page 14

06 Tlaquepaque Housing Associates LP 99%  
05 MHIFED 95 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic  
06 1101 Howard Street Associates LP 99%  
06 Avalon Courtyard LP (Carson Senior Housing) 99%  
06 Hollywood El Centro LP 99%  
06 La Brea/Franklin LP 99%  
06 Larkin Pine LP 99%  
06 Mercy Housing California III LP (3rd and Reed) 99%  
06 Pinole Grove Associates LP 99%  
06 Second Street Center LP (Santa Monica) 99%  
06 Solinas Village Partners LP 99%  
06 Three Oaks Housing LP 99%  
05 MHIFED 96 LP (Delaware partnership) 5%GP; 95%LP to Cargill  
06 Lavell Village Associates LP 99%  
06 North Town Housing Partners LP (Villa del Norte Village) 99%  
06 Poco Way Associates LP 99%  
06 Seasons Affordable Senior Housing LP 99%  
05 MHIFED 96A LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic  
06 Good Samaritan Associates LP 99%  
06 Metro Senior Associates LP 99%  
06 Oxnard Housing Associates LP 99%  
06 Reseda Village LP 99%  
06 Round Walk Village Apartments LP 99%  
06 Santa Alicia Family Housing Associates 99%  
06 Vine Street Court LP 99%  
06 Vine Street Court LP II 99%  
05 Mid-Peninsula Sharmon Palms Associates LP (Sharmon Palms) 99%  
05 MISSION HOUSING ALPHA  
06 LL Housing LLC 24.5%  
07 Laurel Lakes LP 1%  
06 Quebec Arms Apartments LP 0.05% GP  
06 University Manor Apartment LP 0.05% GP  
05 MISSION HOUSING BETA  
[owns 2.58% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
05 MISSION HOUSING DELTA  
[owns 1.07% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
06 MH II LP 99%  
07 5363 Dent Avenue Associates LP 99%  
06 MH III LP 99%  
07 DeRose Housing Associates LP 99%  
06 MH IV LP 99%

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07 MPT Apartments LP (MacArthur Park) 99%  
06 MH V LP 99%  
07 Centennial Place LP 99%  
05 MISSION HOUSING DENVER  
[owns 5.67% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
05 MISSION HOUSING EPSILON  
[owns 0.54% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
06 Edison Capital Affordable Housing 99A G.P. 2.78%  
07 Edison Capital Housing Partners IX LP 13.5533%GP  
08 1010 SVN Associates LP 99.9%  
08 2814 Fifth Street Associates LP (Land Park Woods) 99%  
08 Alma Place Associates LP 99%  
08 Knolls Community Associates LP 99.9%  
08 Monterra Village Associates LP 99%  
08 Pacific Terrace Associates LP 99.9%  
08 PVA LP (Park Victoria) 99%  
08 Sherman Glen, L.L.C. 99%  
08 Strobridge Housing Associates LP 99%  
08 Trolley Terrace Townhomes LP 99.9%  
08 Walnut Avenue Partnership LP 99%

Page 15

06 Hotel Elkhart L.L.C. (The Cornerstone) 99%  
05 MISSION HOUSING GAMMA  
[owns 1.73% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
05 MISSION HOUSING HOLDINGS  
[owns 13.10% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compa  
05 Mission Housing Partnership 1996 LP (Delaware partnership) 1%GP  
05 MISSION HOUSING THETA  
06 MISSION FUNDING THETA  
[owns 0.01% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Com  
07 Edison Capital Affordable Housing 99A G.P. 0.01%  
08 Edison Capital Housing Partners IX LP 13.5533%GP  
09 1010 SVN Associates LP 99.9%  
09 2814 Fifth Street Associates LP (Land Park Woods) 99%  
09 Alma Place Associates LP 99%  
09 Knolls Community Associates LP 99.9%  
09 Monterra Village Associates LP 99%  
09 Pacific Terrace Associates LP 99.9%  
09 PVA LP (Park Victoria) 99%  
09 Sherman Glen, L.L.C. 99%  
09 Strobridge Housing Associates LP 99%  
09 Trolley Terrace Townhomes LP 99.9%  
09 Walnut Avenue Partnership LP 99%  
07 Edison Capital Affordable Housing 99B G.P. 0.01%  
08 Edison Capital Housing Partners X LP 19.3952%GP  
09 Beacon Manor Associates LP 99.9%  
09 Boulder Creek Apartments LP 99.9%  
09 Burlington Senior Housing LLC 99.9%  
09 CCS/Renton Housing LP (Renton) 99.9%  
09 Coolidge Station Apartments L.L.C. 99%  
09 Lark Ellen LP 99%  
09 Mercy Housing California IX LP (Sycamore) 99.9%  
09 Morgan Hill Ranch Housing LP 99%  
09 Pacifica Community Associates LP (Villa Pacifica) 99.9%  
09 Persimmon Associates LP (Persimmon Tree) 99%  
09 Providence-Brown Street Housing LP (Brown Street) 99.9%  
09 San Juan Commons 1996 LP 99.9%  
09 Timber Sound, Ltd. 99%  
09 Timber Sound II, Ltd. 99%

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09 Trinity Park Apartments LP 99.9%  
09 Venbury Trail LP 99.9%  
07 Oakdale Terrace Leased Housing Associates LP 0.01%  
07 Westfield Condominium Investment LP 0.01%  
06 Mission Housing Investors Partnership 5%GP; 95%LP to GECC  
07 1028 Howard Street Associates LP 99%  
07 Forest Winds Associates LP 99%  
07 Glen Eden Associates LP (A Street) 99%  
07 Gray's Meadows Investors LP 99%  
07 Prince Bozzuto LP (Fairground Commons) (Maryland partnership) 99%  
07 Rancho Park Associates LP 99%  
07 Rustic Gardens Associates LP 99%  
07 Sea Ranch Apartments LP 99%  
07 Springdale Kresson Associates LP (Jewish Federation) (New Jersey partnership)  
05 MISSION HOUSING ZETA  
[owns 5.35% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan  
05 National Boston Lofts Associates LLLP (Boston Lofts) 99%  
05 Oakdale Terrace Leased Housing Associates LP 98.99%  
05 Olive Court Apartments LP 98.9%  
05 Pacific Vista Las Flores LP (Vista Las Flores) 99.9%  
05 Pilot Grove LP (Massachusetts partnership) 99%  
05 Post Office Plaza LP (Ohio partnership) 99%

Page 16

05 Tabor Grand LP (Colorado partnership) 99%  
05 West Valley Hart LP (Hart and Alabama) 99.9%  
05 Westfield Condominium Investment LP 98.99%  
05 White Mountain Apache LP 99%  
04 EDISON FUNDING OMICRON INCORPORATED (Delaware corporation) (formerly Edison Funding Omi  
[also owned 55.52% by Edison Capital Housing Investments and 44.40% by Edison Housing C  
05 Cincinnati Ravenwood Apts, LP 99%  
05 EDISON FUNDING OLIVE COURT 100%  
06 Olive Court Housing Associates LP 1.1%  
04 MISSION FUNDING BETA  
04 MISSION FUNDING EPSILON  
05 Edison Capital (Bermuda) Investments, Ltd. (Bermuda corporation)  
Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda  
06 Edison Capital LAI (Bermuda) Ltd. (Bermuda corporation)  
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Berm  
07 Trinidad and Tobago Methanol Company Limited (equity) 1.0%  
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3  
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Berm  
07 AIG Asian Infrastructure Fund II LP 5.8%  
07 AIG-GE Capital Latin American Infrastructure Fund LP 8%  
07 AIG Emerging Europe Infrastructure Fund LP 22.70%  
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP  
05 Edison Capital International (Bermuda) Ltd. (Bermuda corporation)  
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Bermuda  
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3  
07 AIG Asian Infrastructure Fund II LP 5.8%  
07 AIG-GE Capital Latin American Infrastructure Fund LP 7.89%  
08 Andes Energy XII Ltd. 100%  
09 Paz Holdings Ltd. 43.22%  
10 Compania Administradora de Empresas Bolivia S.A. ("Cade") 12.55% (Bo  
company)  
Address: Edificio Electropaz SA, subsuelo Plaza Venezuela No. 1401  
Paz, Bolivia  
10 Electricidad de La Paz S.A. ("Electropaz") (equity) 10% (Bolivian f  
company) [See 4.EC01]  
Address: Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia

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10 Empresa de Luz y Fuerza Electrica de Oruro S.A. ("Elfeo") 12.55% (B  
utility company) [See 4.EC02]  
Address: Calle Junin No. 710, Casilla No. 53, Oruro, Bolivia  
10 Empresa de Servicios Edeser S.A. ("Edeser") 12.55% (Bolivian  
service company)  
Address: Iturralde No. 1309, Miraflores, La Paz, Bolivia  
07 AIG Emerging Europe Infrastructure Fund LP 22.7%  
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP  
06 Olmeca Cable Investments Ltd. (Mandeville Mexico, S.A.) 21.7%  
06 Paz Holdings Ltd. 30.42%  
07 Compania Adminstradora de Empresas Bolivia S.A. ("Cade") 12.55% (Bolivian ser  
Address: Edificio Electropaz SA, subsuelo Plaza Venezuela No. 1401 esq. Loay  
Bolivia  
07 Electricidad de La Paz S.A. ("Electropaz") (equity) 10% (Bolivian foreign uti  
[See 4.EC01]  
Address: Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia  
07 Empresa de Luz y Fuerza Electrica de Oruro S.A. ("Elfeo") 12.55% (Bolivian fo  
company) [See 4.EC02]

Page 17

Address: Calle Junin No. 710, Casilla No. 53, Oruro, Bolivia  
07 Empresa de Servicios Edeser S.A. ("Edeser") 12.55% (Bolivian service  
company)  
Address: Iturralde No. 1309, Miraflores, La Paz, Bolivia  
05 Edison Capital Latin American Investments Holding Company (Delaware corporation)  
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3  
07 AIG Asian Infrastructure Fund II LP 5.8%  
07 AIG-GE Capital Latin American Infrastructure Fund LP 7.89%  
07 AIG Emerging Europe Infrastructure Fund LP 22.70%  
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP  
05 Edison Capital (Netherlands) Holdings Company B.V.  
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands  
06 Edison Capital (Netherlands) Investments B.V.  
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands  
05 MISSION FUNDING ALPHA  
06 MISSION FUNDING MU  
07 EPZ Mission Funding Mu Trust (equity interest in foreign utility company) [Se  
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Marke  
Wilmington, Delaware 19890-0004  
05 MISSION FUNDING DELTA  
05 MISSION FUNDING NU  
06 EPZ Mission Funding Nu Trust (equity interest in foreign utility company) [See 4  
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Market S  
Wilmington, Delaware 19890-0004  
05 Mission Investments, Inc. (U.S. Virgin Islands corp.)  
Address: ABN Trustcompany, Guardian Building, Havensight, 2nd Floor, St. Thomas, U  
Islands  
05 Mission (Bermuda) Investments, Ltd. (Bermuda corp.)  
Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda  
04 MISSION FUNDING GAMMA  
04 MISSION FUNDING KAPPA  
05 ABB Funding Partners, LP 14.27%  
04 MISSION FUNDING ZETA  
05 Huntington LP (New York partnership) 50%  
05 Lakota Ridge LLC 75% [See 4.EC05]  
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164  
05 Shaokatan Hills LLC 75% [See 4.EC06]  
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164  
05 Woodstock Hills LLC 75% [See 4.EC07]  
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

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04 MISSION IOWA WIND COMPANY  
05 Storm Lake Power Partners I LLC (99%) [See 4.EC08]

02 MISSION LAND COMPANY is a California corporation having its principal place of business at Karman Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged, directly and through its subsidiaries, in the business of owning, managing and selling industrial parks and other real estate investments. The subsidiaries and partnerships of Mission Land Company are listed below. Otherwise indicated, all entities are corporations, are organized under the laws of the State of California, and have the same principal place of business as Mission Land Company.

03 ASSOCIATED SOUTHERN INVESTMENT COMPANY  
03 CALABASAS PALATINO, INC. (inactive)  
03 Centrelake Partners, LP (limited partnership) 98%LP (inactive)  
03 IRWINDALE LAND COMPANY (inactive)  
03 MISSION AIRPORT PARK DEVELOPMENT CO. (inactive)  
04 Centrelake Partners, LP (limited partnership) 2%GP (inactive)  
04 Mission Vacaville LP (limited partnership) 1%GP (inactive)

Page 18

03 MISSION INDUSTRIAL CONSTRUCTORS, INC. (inactive)  
03 Mission-Oceangate 75%GP (inactive)  
03 MISSION/ONTARIO, INC. (inactive)  
03 MISSION SOUTH BAY COMPANY (inactive)  
04 Mission-Oceangate 25%GP (inactive)  
03 MISSION TEXAS PROPERTY HOLDINGS, INC. (inactive)  
03 Mission Vacaville LP (limited partnership) 99%LP (inactive)

02 MISSION POWER ENGINEERING COMPANY is an inactive California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770. The subsidiary of Mission Power Engineering Company is listed below.

03 ASSOCIATED SOUTHERN ENGINEERING COMPANY (inactive California corporation)

02 MISSION ENERGY HOLDING COMPANY is a Delaware corporation having its principal place of business at Michelson Drive, Suite 1700, Irvine, California 92612. Mission Energy Holding Company is the parent of Edison Mission Energy and also acts as a financing vehicle.

03 EDISON MISSION ENERGY is a Delaware corporation having its principal place of business at 1700 Karman Avenue, Suite 1700, Irvine, California 92612-1046. Edison Mission Energy owns the stock of several other corporations which, primarily through partnerships with non-affiliated entities, are engaged in the business of developing, owning, leasing and/or operating cogeneration, geothermal and other energy-related projects pursuant to the Public Utility Regulatory Policies Act of 1978. Edison Mission Energy, through wholly owned subsidiaries, also has ownership interests in a number of other energy-related projects in operation or under development that either have been reviewed by the Commission for compliance with the Act or are or will be exempt wholesale generators or foreign utility companies under the Energy Policy Act of 1992. In addition, some Edison Mission Energy subsidiaries have made fuel-related investments and a limited number of non-energy related investments. The subsidiaries and partnerships of Edison Mission Energy are listed below. Unless otherwise indicated, all entities are corporations, are organized under the laws of the State of California and have the same principal place of business as Edison Mission Energy.

EDISON MISSION ENERGY DOMESTIC COMPANIES:

04 AGUILA ENERGY COMPANY (LP)  
05 American Bituminous Power Partners, LP (Delaware limited partnership) 49.5%; 50% with P  
Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574  
06 American Kiln Partners, LP (Delaware limited partnership) (inactive) 49.5% of 53%  
04 ANACAPA ENERGY COMPANY (GP)  
05 Salinas River Cogeneration Company (California general partnership) 50%  
Address: Star Route 42, Sargents Road, San Ardo, CA 93450  
04 ARROWHEAD ENERGY COMPANY (inactive)

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05 Crown Energy, L.P. (New Jersey limited partnership) (inactive) 50%LP; 100% w/ Thorofare  
06 Crown Vista Urban Renewal Corporation (inactive) 50%  
04 BALBOA ENERGY COMPANY (GP) (inactive)  
05 Smithtown Cogeneration, L.P. (Delaware limited partnership) (inactive) 50%; 100% w/ Kin  
04 BLUE RIDGE ENERGY COMPANY (GP) (inactive)  
05 Bretton Woods Cogeneration, LP (Delaware limited partnership) (inactive) 50%; 100% w/ B  
04 BRETTON WOODS ENERGY COMPANY (GP and LP) (inactive)  
05 Bretton Woods Cogeneration, LP (Delaware LP) (inactive) 50%; 100% w/ Blue Ridge  
04 CAMINO ENERGY COMPANY (GP)  
05 Watson Cogeneration Company (California general partnership) 49%  
04 CENTERPORT ENERGY COMPANY (GP and LP) (inactive)  
05 Riverhead Cogeneration I, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Rid  
04 CHESAPEAKE BAY ENERGY COMPANY (GP) (inactive)  
05 Delaware Clean Energy Project (Delaware general partnership) (inactive)50%  
04 CHESTER ENERGY COMPANY (inactive)  
04 CLAYVILLE ENERGY COMPANY (inactive)

Page 19

05 Oconee Energy, LP (Delaware limited partnership) (inactive) 50%; 100% w/Coronado  
04 COLONIAL ENERGY COMPANY (inactive)  
04 CORONADO ENERGY COMPANY (inactive)  
05 Oconee Energy, LP (Delaware limited partnership) (inactive) 50%; 100% with Clayville  
04 CRESCENT VALLEY ENERGY COMPANY (inactive)  
04 DEL MAR ENERGY COMPANY (GP)  
05 Mid-Set Cogeneration Company (California general partnership) 50%  
Address: 13705 Shalae Road, Fellows, CA 93224  
04 DELAWARE ENERGY CONSERVERS, INC. (Delaware corporation) (inactive)  
04 DESERT SUNRISE ENERGY COMPANY (Nevada corporation) (inactive)  
04 DEVEREAUX ENERGY COMPANY (LP) (inactive)  
04 EAST MAINE ENERGY COMPANY (inactive)  
04 EDISON ALABAMA GENERATING COMPANY (inactive)  
04 EDISON MISSION DEVELOPMENT, INC. (Delaware corporation) 100%  
04 EDISON MISSION ENERGY FUEL  
05 EDISON MISSION ENERGY OIL & GAS [sold 01/07/2004]  
06 Four Star Oil & Gas Company (Delaware corporation) 35.84% [sold 01/07/2004]  
Address: 200 Westchester Avenue, White Plains, NY 10650  
05 EDISON MISSION ENERGY PETROLEUM  
05 POCONO FUELS COMPANY (inactive)  
05 SOUTHERN SIERRA GAS COMPANY  
06 TM Star Fuel Company (California general partnership) 50%  
04 EDISON MISSION ENERGY FUNDING CORP. (Delaware corporation) 1%  
04 Edison Mission Energy Interface Ltd. (Canadian corporation)  
Address: 2 Sheppard Ave. E. #200, North York, Ontario, Canada  
05 The Mission Interface Partnership (Province of Ontario general partnership) 50%  
04 EDISON MISSION ENERGY SERVICES, INC. [formerly Edison Mission  
Energy Fuel Services, Inc.] [PowerGen project]  
04 EDISON MISSION FUEL RESOURCES, INC. (Delaware corporation) [Com Ed Project]  
04 EDISON MISSION FUEL TRANSPORTATION, INC. (Delaware corporation) [Com Ed Project]  
04 EDISON MISSION MARKETING & TRADING, INC. [Com Ed Project]  
05 Midwest Generation Energy Services, LLC (Delaware LLC) (formerly CP Power Sales Eightee  
04 EDISON MISSION HOLDINGS CO. (formerly EME Homer City Holdings Co.)  
05 CHESTNUT RIDGE ENERGY COMPANY 100%  
06 EME HOMER CITY GENERATION, L.P. (Pennsylvania limited partnership) 99%LP [See 4.EME  
Address: 1750 Power Plant Road, Homer City, PA 15748-8009  
05 EDISON MISSION FINANCE CO. 100%  
05 HOMER CITY PROPERTY HOLDINGS, INC. 100%  
05 MISSION ENERGY WESTSIDE, INC. 100%  
06 EME HOMER CITY GENERATION, L.P. (Pennsylvania limited partnership) 1%GP [See 4.EME  
Address: 1750 Power Plant Road, Homer City, PA 15748-8009  
04 EDISON MISSION OPERATION & MAINTENANCE, INC.

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04 EDISON MISSION PROJECT CO. (formerly EME UK International, Inc.) (Delaware corporation) 10  
of the issued and outstanding Class D shares of MEC International B.V. (0.01%)--see INTERN  
04 EL DORADO ENERGY COMPANY (GP) (inactive)  
04 EME CP HOLDINGS CO. (Delaware corporation)  
05 Bretton Woods Funding I, L.L.C. (Delaware limited liability company)  
05 CP Power Sales Seventeen, L.L.C. (Delaware limited liability company)  
05 CP Power Sales Nineteen, L.L.C. (Delaware limited liability company) (inactive)  
05 CP Power Sales Twenty, L.L.C. (Delaware limited liability company) (inactive)  
05 Sunapee Funding I, L.L.C. (Delaware LLC) (inactive)  
04 EME EASTERN HOLDINGS CO. (Delaware corporation)  
05 Athens Funding, L.L.C. (Delaware limited liability company)  
05 Citizens Power Holdings One, LLC (Delaware limited liability company)  
06 CL Power Sales One, L.L.C. (Delaware LLC) 25%

Page 20

06 CL Power Sales Two, L.L.C. (Delaware LLC) 25%  
06 CL Power Sales Six, L.L.C. (Delaware LLC) 25%  
06 CL Power Sales Seven, L.L.C. (Delaware LLC) 25%  
06 CL Power Sales Eight, L.L.C. (Delaware LLC) 25%  
06 CL Power Sales Nine, L.L.C. (Delaware LLC) 25%  
06 CL Power Sales Ten, L.L.C. (Delaware LLC) 25%  
05 CP Power Sales Twelve, L.L.C. (Delaware limited liability company)  
04 EMOM SERVICES, INC. (Delaware corporation)  
04 EMP, INC. (Oregon corporation) (GP and LP) (inactive)  
05 GEO East Mesa Limited Partnership 50% [cancelled effective 04/30/2003]  
06 GEO East Mesa Electric Co. (Nevada Corporation) 100% [dissolved 05/05/2003]  
04 FOUR COUNTIES GAS COMPANY (inactive)  
04 GLOBAL POWER INVESTORS, INC. (Delaware corporation)  
04 Hancock Generation LLC (Delaware limited liability company) (inactive)  
04 HOLTSVILLE ENERGY COMPANY (GP and LP) (inactive)  
05 Brookhaven Cogeneration, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Made  
04 INDIAN BAY ENERGY COMPANY (GP and LP) (inactive)  
05 Riverhead Cogeneration III, LP (Delaware limited partnership) (inactive) 50%; 100% w/  
Santa Ana  
04 JEFFERSON ENERGY COMPANY (GP and LP) (inactive)  
04 KINGS CANYON ENERGY COMPANY (inactive)  
04 KINGSPARK ENERGY COMPANY (GP and LP) (inactive)  
05 Smithtown Cogeneration, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Balbo  
04 LAGUNA ENERGY COMPANY (inactive)  
04 LA JOLLA ENERGY COMPANY (inactive)  
04 LAKEVIEW ENERGY COMPANY (inactive)  
05 Georgia Peaker, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Silver Spring  
04 LEHIGH RIVER ENERGY COMPANY (inactive)  
04 LONGVIEW COGENERATION COMPANY (inactive)  
04 MADERA ENERGY COMPANY (GP) (inactive)  
05 Brookhaven Cogeneration, LP (Delaware partnership) (inactive) 50%; 100% w/ Holtsville  
04 MADISON ENERGY COMPANY (LP) (inactive)  
05 Gordonsville Energy, L.P. (Delaware limited partnership) 49%; 50% w/ Rapidan [See 4.EME  
Address: 115 Red Hill Road, Gordonsville, VA 22942 [sold 11/21/2003]  
04 MIDWEST GENERATION EME, LLC (Delaware LLC) 100%  
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois 606  
05 COLLINS HOLDINGS EME, LLC (Delaware limited liability company) (inactive)  
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois  
05 EDISON MISSION MIDWEST HOLDINGS CO. (Delaware corporation) 100%  
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois  
06 EDISON MISSION ENERGY FUEL SERVICES, LLC (Delaware limited liability company)  
Address: One Financial Place, 440 South LaSalle Street, Suite 3500, Chicago, Illin  
06 EDISON MISSION OVERSEAS CO. (Delaware corporation) (Com Ed project) 100%  
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illin  
07 Edison Mission Overseas Ltd. (UK company) (Com Ed project) 100%

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06 Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, IL  
MIDWEST GENERATION, LLC (Delaware LLC) (Com Ed project) 100% [See 4.EME03]  
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illin  
Crawford Station, 3501 South Pulaski Road, Chicago, IL 60608  
Collins Station, 4200 East Pine Bluff Road, Morris, IL 60623  
Fisk Station, 1111 West Cermak Road, Chicago, IL 60608  
Joliet Station, 1800 Channahon Road, Joliet, IL 60436  
Powerton Station, 13082 East Manito Road, Pekin, IL 61554  
Waukegon Station, 10 Greenwood Avenue, Waukegan, IL 60087  
Will County Station, 529 East Romeo Road, Romeoville, IL 60441  
04 MIDWEST PEAKER HOLDINGS, INC. (Delaware corporation) 100%  
04 Mission Capital, LP (Delaware limited partnership) 3%; MIPS partnership  
04 MISSION DEL CIELO, INC. (Delaware corporation) 100%  
05 Mission del Sol, LLC (Delaware limited liability company) 100%

Page 21

06 Sunrise Power Company, LLC (Delaware LLC) 50% [EWG] [See 4.EME04]  
Address: 12857 Sunrise Power Road, Fellows, CA 93224  
07 Mission De Las Estrellas LLC (Delaware corporation) 100%  
04 MISSION/EAGLE ENERGY COMPANY (inactive)  
05 Crown Energy, L.P. (New Jersey limited partnership) (inactive) 2%GP; 100% w/ Arrowhead,  
06 Crown Vista Urban Renewal Corporation (inactive) 50%  
04 MISSION ENERGY CONSTRUCTION SERVICES, INC.  
04 MISSION ENERGY GENERATION, INC. (inactive)  
04 MISSION ENERGY HOLDINGS, INC.  
05 Mission Capital, LP (Delaware LP) 97%; MIPS partnership  
04 MISSION ENERGY HOLDINGS INTERNATIONAL, INC. (Delaware corporation) [holds 100% of the issu  
outstanding Class A shares of MEC International B.V. (99.97%)--see INTERNATIONAL section]  
05 EME Investments, LLC (Delaware LLC) 100% (inactive)  
05 EME SOUTHWEST POWER CORPORATION (Delaware corporation) 100% [holds 100% of the issued a  
Class C shares of MEC International B.V. (0.01%)--see INTERNATIONAL section]  
05 EME UK International LLC (Delaware LLC) 100% [holds 100% of the issued and outstanding  
MEC International B.V. (0.01%)--see INTERNATIONAL section]  
04 MISSION ENERGY INDONESIA (inactive)  
04 MISSION ENERGY MEXICO (inactive) formerly the branch office in Mexico (no partnership)  
04 MISSION ENERGY NEW YORK, INC. (GP and LP)  
05 Brooklyn Navy Yard Cogeneration Partners, LP (Delaware limited partnership) 50% [See 4.  
Address: Flushing Avenue, Cumberland Street, Building 41, Brooklyn, NY 11205  
04 MISSION ENERGY WALES COMPANY  
05 Mission Hydro Limited Partnership (UK limited partnership) 30%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
06 EME Generation Holdings Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
07 Edison Mission Operation & Maintenance Limited (a United Kingdom corporation) 10  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
07 EME Victoria Generation Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
08 Energy Capital Partnership (Australian partnership) 98%  
09 Enerloy Pty Ltd. (Australian company) 100%  
08 Mission Energy Development Australia Pty Ltd. (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourn  
Victoria, Australia  
09 Gippsland Power Pty Ltd 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel  
Victoria, Australia  
10 Loy Yang B Joint Venture 49% [See 4.EME06]  
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844  
07 Energy Capital Partnership (Australia partnership) 1%LP  
08 Enerloy Pty Ltd. (Australia company) 100%  
07 FHH No. 1 Limited (UK company) 100%

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08 Address: Lansdowne House, Berkeley Square, London W1J 6ER England  
First Hydro Holdings Company (Australia partnership) 99%  
09 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
First Hydro Company 99% [See 4.EME07]  
09 Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wales  
First Hydro Finance plc 100%  
10 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
First Hydro Company 1% [See 4.EME07]  
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wa

Page 22

07 Loyvic Pty. Ltd. (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,  
Australia  
08 Energy Capital Partnership (Australia partnership) 1%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne  
Victoria, Australia  
09 Enerloy Pty Ltd. (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel  
Victoria, Australia  
04 MISSION TRIPLE CYCLE SYSTEMS COMPANY (GP) (inactive)  
05 Triple Cycle Partnership (Texas general partnership) (inactive) 50%  
04 NORTH JACKSON ENERGY COMPANY (inactive)  
04 NORTHERN SIERRA ENERGY COMPANY (GP) (inactive)  
05 Sobel Cogeneration Company (California general partnership) (inactive) 50%  
04 ORTEGA ENERGY COMPANY (inactive)  
04 PANTHER TIMBER COMPANY (GP) (inactive)  
05 American Kiln Partners, LP (Delaware limited partnership) (inactive)2%  
04 PARADISE ENERGY COMPANY (inactive)  
05 Vista Energy, L.P. (New Jersey limited partnership) (inactive) 50%; 100% w/ Vista Energy  
Company  
06 Crown Vista Urban Renewal Corporation (inactive) 50%  
04 PLEASANT VALLEY ENERGY COMPANY (GP)  
05 American Bituminous Power Partners, LP (Delaware limited partnership) 0.5%; 50% w/ Agui  
Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574  
06 American Kiln Partners, LP (Delaware limited partnership) (inactive) 0.5% of 53%  
04 QUARTZ PEAK ENERGY COMPANY (LP) (inactive)  
04 RAPID ENERGY LIMITED (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
05 Edison Mission Services Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
04 RAPIDAN ENERGY COMPANY (GP) (inactive)  
05 Gordonsville Energy, L.P. (Delaware limited partnership) 1%; 50% w/ Madison [See 4.EME0  
Address: 115 Red Hill Road, Gordonsville, VA 22942 [sold 11/21/2003]  
04 REEVES BAY ENERGY COMPANY (GP and LP) (inactive)  
05 North Shore Energy LP (Delaware limited partnership) (inactive) 50%; 100% w/ Santa Clar  
06 Northville Energy Corporation (New York corporation) (inactive) 100%  
04 RIDGECREST ENERGY COMPANY (GP) (inactive)  
05 Riverhead Cogeneration I, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Cen  
04 RIO ESCONDIDO ENERGY COMPANY (inactive)  
04 RIVERPORT ENERGY COMPANY (GP and LP) (inactive)  
05 Riverhead Cogeneration II, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Sa  
04 SAN GABRIEL ENERGY COMPANY (inactive)  
04 SAN JOAQUIN ENERGY COMPANY (GP)  
05 Midway-Sunset Cogeneration Company, LP (California general partnership) 50%  
Address: 3466 West Crocker Springs Road, Fellows, CA 93224  
04 SAN JUAN ENERGY COMPANY (GP)  
05 March Point Cogeneration Company (California general partnership) 50%  
04 SAN PEDRO ENERGY COMPANY (GP) (inactive)  
05 Riverhead Cogeneration II, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Ri

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04 SANTA ANA ENERGY COMPANY (GP) (inactive)  
05 Riverhead Cogeneration III, LP (Delaware limited partnership) (inactive) 50%; 100% w/  
Indian Bay  
04 SANTA CLARA ENERGY COMPANY (GP) (inactive)  
05 North Shore Energy, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Reeves Ba  
06 Northville Energy Corporation (New York corporation) (inactive) 100%  
04 SILVERADO ENERGY COMPANY (GP)  
05 Coalinga Cogeneration Company (California general partnership) 50%  
Address: 32812 West Gate Road, Bakersfield, CA 93210  
04 SILVER SPRINGS ENERGY COMPANY (inactive)  
05 Georgia Peaker, LP (Delaware limited partnership) (inactive) 50%; 100% w/ Lakeview

Page 23

04 SONOMA GEOTHERMAL COMPANY (inactive)  
04 SOUTH COAST ENERGY COMPANY (GP) (inactive)  
04 SOUTHERN SIERRA ENERGY COMPANY (GP)  
05 Kern River Cogeneration Company (general partnership) 50%  
Address: SW China Grade Loop, Bakersfield, CA 93308  
04 THOROFARE ENERGY COMPANY (inactive)  
05 Crown Energy, L.P. (New Jersey limited partnership) (inactive) 48%LP; 100% w/ Arrowhead  
06 Crown Vista Urban Renewal Corporation (inactive) 50%  
04 VIEJO ENERGY COMPANY (GP)  
05 Sargent Canyon Cogeneration Company (California general partnership) 50%  
Address: Star Route 42, Sargents Road, San Ardo, CA 93450  
04 VISTA ENERGY COMPANY (New Jersey corporation) (inactive)  
05 Vista Energy, L.P. (New Jersey limited partnership) (inactive) 50%; 100% w/ Paradise En  
06 Crown Vista Urban Renewal Corporation (inactive) 50%  
04 WESTERN SIERRA ENERGY COMPANY (GP)  
05 Sycamore Cogeneration Company (California general partnership) 50%  
Address: SW China Grade Loop, Bakersfield, CA 93308

### EDISON MISSION ENERGY INTERNATIONAL COMPANIES [all foreign corporation names bold]:

05 MEC International B.V. (Netherlands company) (Holding Company 99.97% owned by Mission E  
International, Inc., a California corp. (owns 100% of Class A Shares), 0.01% by EME UK  
LLC, a Delaware LLC (owns 100% of Class B shares), 0.01% by EME Southwest Power Corpora  
of Class C shares) and 0.01% by Edison Mission Project Co. (owns 100% of Class D share  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
06 Beheer-en Beleggingsmaatschappij Jydeno B.V. 100% (Netherlands company)  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
07 Vindoor Investments (Mauritius) Limited (Mauritius company) 10%  
Address: BAI Building, 5th Floor, Pope Hennessey Street, Port Luis, Mauritius  
08 Coaltrade Services International Pte. Ltd. (Singapore company) 100%  
Address: 10 Anson Road, #18-12, International Plaza, Singapore 079903  
06 EcoElectrica s.a.r.l. (Luxemburg company)  
Address: 12-16, Avenue Monterey, L-2163 Luxembourg  
07 EME del Caribe Holding GmbH (Austrian company)  
Address: 4020 Linz, Landstrasse 12, Austria  
08 EME del Caribe (Cayman Islands company)  
Address: First Floor, Caledonian House, Mary St, George Town, Grand Cayman,  
09 EcoElectrica Holdings, Ltd. (Cayman Islands company) 50%  
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Cayma  
10 EcoElectrica Ltd. (Cayman Islands company) 100%  
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Ca  
11 EcoElectrica LP (Bermuda exempted limited partnership) (EQUITY) 1%  
Address: Plaza Scotiabank, 273 Ponce de Leon Avenue, Suite 902, Ha  
Rico 00918  
10 EcoElectrica LP (Bermuda exempted limited partnership) (EQUITY) 99% LP  
Address: Plaza Scotiabank, Suite 902, Avenida Ponce de Leon 273, Hato  
Rico 00918  
06 Edison Mission Advantage B.V. (Netherlands company) 100%

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07 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
Edison Mission LYB PEDS Pty Ltd (formerly Edison Mission De Laide Pty Ltd. (Aust  
100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,  
Australia

Page 24

06 Edison Mission Ausone Pty. Ltd. (Australian company) (inactive) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32  
Australia

06 Edison Mission Energy International B.V. (formerly MEC Mission B.V.) (Netherlands c  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

06 Edison Mission Energy Services B.V. (Netherlands company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 EME Australia Capital Pty. Ltd. (formerly EME Australia Finance Pty. Ltd.) 100%  
Address: Level 20, HWT Tower, 40 City Road, Southbank, Victoria, 3006 Australia

06 Edison Mission Millennium B.V. (Netherlands company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 EME Caliraya B.V. (formerly Beheer-en Beleggingsmaatschappij Trepò B.V.) (Nether  
75%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

08 CBK Power Company Ltd. (Philippine limited partnership) 49%  
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Cent  
Philippines [See 4.EME08]

07 EME Kayalaan B.V. (formerly Beheer-en Beleggingsmaatschappij Hagra B.V.) (Nether  
100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

08 CBK Power Company Ltd. (Philippine LP) 1%  
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Cent  
Philippines [See 4.EME08]

06 Edison Mission Operation & Maintenance Services B.V. (Netherlands company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Edison Mission Operation & Maintenance (Thailand) Company Limited (Cayman Island  
Address: 7th Fl. Bubhajit Bldg., 20 North Sathorn Road, Kwaeng Silom, Khet Bang  
Thailand

07 EME Philippines Services Corporation [formerly EME Philippines OandM Corporation  
company) 100%  
Address: Unit 1105, Tower One, Ayala Triangle, Ayala Avenue, Makati City, Phili  
07 Kalayaan Power Management Corporation (Philippines corporation) 50% [EWG] [See 4  
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Center,  
Philippines

06 Edison Mission Retail Pty. Ltd. (Australian company) (inactive) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32  
Australia

06 Edison Mission Utilities Pty. Ltd. (Australian company) (inactive) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32  
Australia

06 Edison Mission Wind Power Italy B.V. (formerly IVPC Energy 5 B.V.) (Netherlands com  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Italian Vento Power Corporation 4 S.r.l. (Italian company) 50% [See 4.EME10]  
Address: Via Circumvallazione, 54/h, 83100 Avellino, Italy

06 Edison Mission Vendesi Pty Ltd. (Australian company) (inactive) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32  
Australia

06 EME Atlantic Holdings Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 EME Ascot Limited (UK company) 100% [Contact Energy Project, 2nd Stage]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 EME Buckingham Limited (UK company) 100% [Contact Energy Project, 2nd Stage]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

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09 EME Precision B.V. (Netherlands company) (formerly Beheer-en-Beleggingsma  
B.V.) 100% [Contact Energy Project, 2nd Stage]  
Address: Level 2, De Laïressestraat 111-115, 1075 HH Amsterdam, Netherla

Page 25

10 Mission Energy Universal Holdings [formerly EME Universal Holdings] (N  
company) 100% [Contact Energy Project, 2nd Stage]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH  
England

11 Contact Energy Limited (New Zealand company) 0.624% [See 4.EME11]  
Address: Level 1, Harbor City Tower, 29 Brandon Street, Box 10-742  
New Zealand

11 Mission Contact Finance Limited (New Zealand company) 100%  
Address: Bell Gully, IBM Centre, 171 Featherston Street, Wellington

11 Mission Energy Five Star (New Zealand company) 100%  
Address: IBM Centre, 171 Featherston Street, Wellington, New  
Zealand

11 Mission Energy Pacific Holdings [formerly EME Pacific Holdings] (Ne  
company) 100% [Contact Energy Project, 2nd Stage]  
Address: IBM Centre, 171 Featherston Street, Wellington, New  
Zealand

12 Contact Energy Limited (New Zealand company) 50.598%  
[See 4.EME11]

06 EME Tri Gen B.V. 100% (Netherlands company)  
Address: Level 2, De Laïressestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Tri Energy Company Limited (Thai limited liability company) (Tri Energy Project)  
[See 4.EME12]  
Address: Grand, Amarin Tower, 16th Floor, New Petchburi Road, Ratchathewi, Bang  
Thailand

06 EME Victoria B.V. 100% (Netherlands company) (inactive)  
Address: Level 2, De Laïressestraat 111-115, 1075 HH Amsterdam, Netherlands

06 First Hydro Renewables Limited (formerly Celtic Offshore Wind Ltd.) (UK company) (i  
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

07 First Hydro Renewables Number 2 Limited (UK company) (inactive) 100%  
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

06 Global Generation B.V. 100% (Netherlands company)  
Address: Level 2, De Laïressestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Caresale Services Limited (UK company) 49%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Edison First Power Holdings II (UK company) 100% [PowerGen project]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 Edison First Power Holdings I (UK company) 100% [PowerGen project]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 Caresale Services Limited (UK company) 51%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 Edison Mission Marketing and Services Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 EME Finance UK Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 Energy Generation Finance UK Plc (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 Maplekey Holdings Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

10 Maplekey UK Finance Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

11 Maplekey UK Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

12 Edison First Power Limited (UK company) (inactive) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH Engla

09 South Australian Holdings Limited 100% [dissolved 03/04/2003]

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Address: Lansdowne House, Berkeley Square, London W1X 5DH England

Page 26

10 EME International Dragon Limited (UK company) 100% [dissolved 08/05/2003]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

11 EME Adelaide Energy Limited (UK company) 100% [dissolved 01/14/2003]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

11 EME Monet Ltd. (UK company) 100% [dissolved 08/05/2003]  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Redbill Contracts Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

06 Hydro Energy B.V. (Netherlands company) 10%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Iberica de Energias, S.L. (Spain company) 96.65% [See 4.EME13]  
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain

08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain company) 91.32% [See 4.EME13]  
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain

06 Iberian Hy-Power Amsterdam B.V. (Netherlands company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Edison Mission Energy Desarrollos Espana, S.L. (Spain company) 100%  
Address: Paseo de Gracia 18, 4o. Piso, 08007, Barcelona, Spain

07 Hydro Energy B.V. (Netherlands company) 90%  
Iberica de Energias, S.L. (Spain company) 96.65% [See 4.EME13]

08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%  
[See 4.EME14]

10 Monasterio de Rueda, S.L. (Spain) 100%

07 Iberica de Energias, S.L. (Spain company) 3.35% [See 4.EME13]

08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%  
[See 4.EME14]

09 Monasterio de Rueda, S.L. (Spain) 100%

06 Latrobe Power Pty. Ltd. (Australian company) 99%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Australia

07 Mission Victoria Partnership (Australian partnership) 52.31% (100% w/ Traralgon  
MEVALP 1%)

08 Latrobe Power Partnership (Australian partnership) 99%

09 Loy Yang B Joint Venture 51% [See 4.EME06]  
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844

06 Latrobe Valley B.V. [formerly Beheer-en Beleggingsmaatschappij Botara B.V.] (Netherlands  
company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Valley Power Pty Ltd. (Australian company) (LYB Peakers Project)  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Australia

06 Loy Yang Holdings Pty. Ltd. (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Australia

07 Edison Mission Energy Holdings Pty. Ltd. (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Australia

08 Edison Mission Energy Australia Limited (Australian company) 100%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Australia

09 Latrobe Power Partnership (Australian partnership) 1%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3206  
Victoria, Australia

10 Loy Yang B Joint Venture 51% [See 4.EME06]

08 Edison Mission Energy Australia Pilbara Power Pty. Ltd. (Australian company)

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Page 27

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Victoria, Australia  
 08 Edison Mission Operation & Maintenance Kwinana Pty. Ltd. (Australian company) of Kwinana Project)  
 Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Victoria, Australia  
 08 Edison Mission Operation & Maintenance Loy Yang Pty. Ltd. (Australian company)  
 Address: P.O. Box 1792, Traralgon, Victoria 3844, Australia  
 08 Mission Energy Holdings Superannuation Fund Pty. Ltd. (Australian company) (not required by Australia law) 100%  
 08 Mission Energy (Kwinana) Pty. Ltd. (Australian company) 100%  
 Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Victoria, Australia  
 09 Kwinana Power Partnership (Philippines partnership) 1%  
 Address: Level 23, St. Martins Tower, 44 St George's Terrace, Perth WA 6000  
 10 Perth Power Partnership (Australian partnership) 70% (Kwinana Project)  
 Address: James Court, Kwinana Beach 6167, Western Australia  
 07 Latrobe Power Pty. Ltd. (Australian company) 1%  
 08 Mission Victoria Partnership (Australian partnership) 52.31%  
 09 Latrobe Power Partnership (Australian partnership) 99%  
 10 Loy Yang B Joint Venture 51% [See 4.EME06]  
 07 Mission Energy Ventures Australia Pty. Ltd. (Australian company) 100%  
 Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Australia  
 08 Mission Victoria Partnership (Australian partnership) 1%  
 09 Latrobe Power Partnership (Australian partnership) 99%  
 10 Loy Yang B Joint Venture 51% [See 4.EME06]  
 07 Traralgon Power Pty. Ltd. (Australian company) 1%  
 Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Australia  
 08 Mission Victoria Partnership (Australian partnership) 46.69%  
 09 Latrobe Power Partnership (Australian partnership) 99%  
 10 Loy Yang B Joint Venture 51% [See 4.EME06]  
 06 Majestic Energy Limited (UK company)  
 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
 07 EME Royale (New Zealand unlimited liability company)  
 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
 08 Edison Mission Energy Taupo Limited (New Zealand company) (inactive) 100%  
 Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Victoria, Australia  
 06 MEC Esenyurt B.V. (Netherlands company) (Doga Project) 100%  
 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
 07 Doga Enerji Uretim Sanayi ve Ticaret L.S. (Turkish corporation) (Project company) [4.EME16]  
 Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey  
 07 Doga Isi Satis Hizmetleri ve Ticaret L.S. (Turkish corporation) (Heat company) 80%  
 Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey  
 07 Doga Isletme ve Bakim Ticaret L.S. (Turkish corporation) (OandM company) 80%  
 Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey  
 06 MEC IES B.V. (Netherlands company) (ISAB Project) 100%  
 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
 07 ISAB Energy Services s.r.l. 49% (Italian company) (services co ISAB Project)  
 Address: Ex S.S. 114km 146, 96100 Priolo G (SR), Sicily, Italy  
 06 MEC Indo Coal B.V. (Netherlands company) (Adaro Project) 100%  
 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
 07 P. T. Adaro Indonesia (Indonesian company) (EQUITY) 8.17%

Page 28

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06 Address: Suite 704, World Trade Centre, Jl. Jend. Sudirman Kav. 31, Jakarta 129  
MEC Indonesia B.V. (Netherlands company) 99%

07 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
Edison Mission Energy Power (Mauritius corporation) (Branch office in India) (in

07 Address: Louis Leconte Street, Curepipe, Mauritius  
P. T. Paiton Energy (Indonesian company) (EQUITY) (Paiton Project) 40% [See 4.EM

06 Address: Jl. Raya Surabaya Situbondo KM 141, Paiton 67291, Probolinggo, East Ja  
MEC International Holdings B.V. (Netherlands company) 100% [in liquidation]

07 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
MEC Indonesia B.V. (Netherlands company) 1%

08 Edison Mission Energy Power (Mauritius corporation) (Branch office in India)  
08 P. T. Paiton Energy (Indonesian company) (EQUITY) (Paiton Project) 40% [See 4  
07 P.T. Edison Mission Operation and Maintenance Indonesia (Indonesian company) 1%  
Address: Jl. Raya Surabaya Situbondo Km 141, P.O. Box  
78, Paiton 67291, Probolinggo, East Java, Indonesia

06 MEC Java B.V. (formerly MEC India B.V) (Netherlands company) (Jojobera Project) 100  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Island Capital S.a.r.l. (Luxembourg company) 100%  
Address: L-2636 Luxembourg, 12, rue Leon Thyes

08 Edison Mission Energy Asia Pte. Ltd. (Singapore private company limited by sh  
100% (EME's Regional Asia Pacific Headquarters)  
Address: 1 Robinson Road, #19-01 AIA Tower, Singapore 048542

09 Edison Mission Energy Asia Pacific Pte. Ltd. (Singapore company) 100%  
Address: Address: 1 Robinson Road, #19-01 AIA Tower, Singapore 048542

09 Edison Mission Energy Fuel Company Pte. Ltd. (Singapore company) 100%  
Address: Address: 1 Robinson Road, #19-01 AIA Tower, Singapore 048542

09 Edison Mission Operation & Maintenance Services Pte. Ltd. (Singapore  
company) 100%  
Address: Address: 1 Robinson Road, #19-01 AIA Tower, Singapore 048542

09 P.T. Edison Mission Operation and Maintenance Indonesia (Indonesian  
company) 99%  
Address: Jl. Gen. A Yani No. 54 Probolinggo, East Java, Indonesia

06 MEC Laguna Power B.V. (Netherlands company) (Malaya Project) (inactive) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 Gulf Power Generation Co. Ltd. (Bangkok company) 40%  
Address: 888/101 Mahatun Plaza Tower, 10th Floor, Ploenchit, Lumpini, Patumwan  
[Sold 12/12/2003]

06 MEC Perth B.V. (Netherlands company) (Kwinana Project) 100%  
07 Kwinana Power Partnership (Philippines partnership) 99%  
Address: Level 23, St. Martins Tower, 44 St George's Terrace, Perth WA 6000

08 Perth Power Partnership (Australian partnership) 70% (Kwinana Project) [See  
4.EME15]  
Address: James Court, Kwinana Beach 6167, Western Australia

06 MEC Priolo B.V. (Netherlands company) (ISAB Project) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 ISAB Energy s.r.l. (Italian company) (EQUITY) 99% of 49% (quota, not shares)  
[See 4.EME18]  
Address: Corso Gelone No. 103, Siracusa, Sicily, Italy

06 MEC San Pascual B.V. (Netherlands company) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

07 San Pascual Cogeneration Company International B.V. 50%  
Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands

08 San Pascual Cogeneration Company (Philippines) Ltd (San Pascual Project) (EQU  
74%LP  
Address: Unit 1610/1611, Tower One, Ayala Triangle, Ayala Ave, 1200 Makati C  
Manila, Philippines

Page 29

07 Morningstar Holdings B.V. (formerly Beheer-en Beleggingsmaatschappij Vestra B.V.  
company) (inactive) 50%

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06 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
MEC Sidi Krir B.V. (Netherlands company) (inactive) 100%

06 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
MEC Sumatra B.V. (Netherlands company) (inactive) 100%

06 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
MEC Wales B.V. (Netherlands company) 100%

07 Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
Mission Hydro Limited Partnership (UK limited partnership) 69%

08 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
EME Generation Holdings Limited (UK company) 100%

09 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
Edison Mission Operation & Maintenance Limited (a United Kingdom corporat

09 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
EME Victoria Generation Limited (UK company) 100%

10 Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
Energy Capital Partnership (Australian partnership) 98%

11 Enerloy Pty Ltd. (Australian company) 100%

10 Mission Energy Development Australia Pty Ltd. (Australian company) 100%

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South  
Victoria, Australia

11 Gippsland Power Pty Ltd 100%

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, Sou  
3205 Victoria, Australia

12 Loy Yang B Joint Venture 49% [See 4.EME06]

Address: Bartons Lane, Loy Yang, Victoria, Australia 3844

09 Energy Capital Partnership (Australian partnership) 1%LP

10 Enerloy Pty Ltd. (Australian company) 100%

09 FHH No. 1 Limited (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1J 6ER England

10 First Hydro Holdings Company (UK company) 99%

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

11 First Hydro Company (UK company) 99% [See 4.EME07]

Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire,  
CH5 3XJ

11 First Hydro Finance plc (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

12 First Hydro Company (UK company) 1% [See 4.EME07]

Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshi  
CH5 3XJ

09 Loyvic Pty. Ltd. (Australian company) 100%

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel  
Victoria, Australia

10 Energy Capital Partnership (Australian partnership) 1%

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South  
Victoria, Australia

11 Enerloy Pty Ltd. (Australian company) 100%

Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, Sou  
3205 Victoria, Australia

06 Mission Energy Company (UK) Limited (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Derwent Cogeneration Limited (UK company) (EQUITY) 33% [See 4.EME19]

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Edison Mission Energy Limited (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Mission Hydro (UK) Limited (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1X 5DH England

Page 30

08 FHH No. 2 Limited (UK company) 100%

Address: Lansdowne House, Berkeley Square, London W1J 6ER England

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09 First Hydro Holdings Company (UK company) 1%  
10 First Hydro Company (UK company) 99% [See 4.EME07]  
10 First Hydro Finance plc (UK company) 100%  
11 First Hydro Company (UK company)1% [See 4.EME07]  
08 Mission Hydro Limited Partnership (UK limited partnership) 1%GP  
09 EME Generation Holdings Limited (UK company) 100%  
10 Edison Mission Operation & Maintenance Limited (UK company) 100%  
10 EME Victoria Generation Limited (UK company) 100%  
11 Energy Capital Partnership (Australian partnership) 98%  
12 Enerloy Pty Ltd. (Australian company) 100%  
11 Mission Energy Development Australia Pty Ltd. (Australian company)  
100%  
12 Gippsland Power Pty Ltd 100%  
13 Loy Yang B Joint Venture 49% [See 4.EME06]  
10 Energy Capital Partnership (Australian partnership) 1%LP  
11 Enerloy Pty Ltd. (Australian company) 100%  
10 FHH No. 1 Limited (UK company) 100%  
Address: Lansdowne House, Berkeley Square, London W1J 6ER England  
11 First Hydro Holdings Company (UK company) 99%  
12 First Hydro Company (UK company) 99% [See 4.EME07]  
12 First Hydro Finance plc (UK company) 99%  
13 First Hydro Company (UK company) 1% [See 4.EME07]  
10 Loyvic Pty. Ltd. (Australian company) 100%  
11 Energy Capital Partnership (Australian partnership) 1%  
12 Enerloy Pty Ltd. (Australian company) 100%  
07 Pride Hold Limited (UK company) 99%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
08 Lakeland Power Limited (UK company) (inactive) 100% [See 4.EME20]  
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 0  
08 Lakeland Power Development Company Limited (UK company) (inactive) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
06 Mission Energy Italia s.r.l. (Italian company) 100% Rep Office in Italy  
Address: Villa Brasini, Via Flaminia 497, 00191 Rome Italy  
06 Mission NZ Operations B.V. (Netherlands company) 100% (inactive)  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
06 Pride Hold Limited (UK company) 1%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
07 Lakeland Power Development Company Limited (UK company) (inactive) 100%  
Address: Lansdowne House, Berkeley Square, London W1X 5DH England  
07 Lakeland Power Limited (UK company) (inactive) 100% [See 4.EME20]  
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 OPQ  
06 Southwestern Generation B.V. (Netherlands company) (inactive) 100%  
Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands  
06 Traralgon Power Pty. Ltd. (Australian company) 99%  
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32  
Australia  
07 Mission Victoria Partnership (Australian partnership) 46.69% (100% w/ Latrobe PP  
MEVALP 1%)  
08 Latrobe Power Partnership (Australian partnership) 99%  
09 Loy Yang B Joint Venture 51% [See 4.EME06]

Page 31

2. A BRIEF DESCRIPTION OF THE PROPERTIES OF CLAIMANT AND EACH OF ITS SUBSIDIARY PUBLIC UTILITY C  
FOR THE GENERATION, TRANSMISSION, AND DISTRIBUTION OF ELECTRIC ENERGY FOR SALE, OR FOR THE PRODUC  
TRANSMISSION AND DISTRIBUTION OF NATURAL OR MANUFACTURED GAS, INDICATING THE LOCATION OF PRINCIPA  
PLANTS, TRANSMISSION LINES, PRODUCING FIELDS, GAS MANUFACTURING PLANTS, AND ELECTRIC AND GAS DIST  
FACILITIES, INCLUDING ALL SUCH PROPERTIES WHICH ARE OUTSIDE THE STATE IN WHICH CLAIMANT AND ITS S  
ORGANIZED AND ALL TRANSMISSION OR PIPELINES WHICH DELIVER OR RECEIVE ELECTRIC ENERGY OR GAS AT TH

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SUCH STATE.

Claimant is not a "public utility company" as that term is defined in the Public Utility Holding Act of 1935 (the "Act") and does not own any properties used for the generation, transmission and distribution of electric energy for sale, or for the production, transmission and distribution of natural or manufactured gas. None of Claimant's subsidiaries, other than SCE, is a public utility company. SCE is an "electric utility company" as defined in the Act and owns properties used for the generation, transmission and distribution of electric energy for sale, as described herein.

SCE owns and operates one diesel-fueled generating plant, 34 hydroelectric plants (plus two fish passage plants shown in the detail below) and an undivided 75.05% interest in Units 2 and 3 of the San Onofre Nuclear Generating Station. These plants are located in Central and Southern California. Of the above mentioned hydroelectric plants, one of them, along with the diesel-fueled generating plant, serve isolated load on Catalina Island. In addition, SCE owns three hydroelectric plants that are no longer operational and are in the process of being decommissioned. SCE also owns an undivided 15.8% interest in Units 1, 2 and 3 of the Palo Verde Generating Station, located near Phoenix, Arizona, and an undivided 48% interest in Units 4 and 5 of the Palo Verde Generating Station, located near Phoenix, Arizona, and an undivided 48% interest in Units 4 and 5 of the Palo Verde Generating Project, a coal-fueled steam electric generating plant in New Mexico, all of which are operated by utilities. SCE operates and owns a 56% undivided interest in two coal-fueled steam electric generating plants, the Mohave Project in Clark County, Nevada. Schedule I attached hereto contains a list of all of the generating plants with their locations, initial dates of operation and generator nameplate rating.

SCE's transmission facilities consist of approximately 7,214.69 circuit miles of 33kV, 55kV, 66kV, 115kV, 161kV lines, 3,520.99 circuit miles of 220kV lines, and 1237.59 circuit miles of 500kV lines consisting of 1,000.14 miles in California, 125.40 miles in Nevada and 112.05 miles in Arizona. SCE's distribution facilities consist of approximately 60,532.00 overhead circuit miles and 35,585.50 underground circuit miles, including distribution substations, all of which are located in California.

Page 32

3. THE FOLLOWING INFORMATION FOR THE LAST CALENDAR YEAR WITH RESPECT TO CLAIMANT AND EACH OF ITS PUBLIC UTILITY COMPANIES:

(a) NUMBER OF KWH. OF ELECTRIC ENERGY SOLD (AT RETAIL OR WHOLESALE), AND MCF. OF NATURAL OR MANUFACTURED GAS DISTRIBUTED AT RETAIL.

Claimant: None.

SCE:

- (1) 82,187,501,000 kwh of electric energy sold at retail.
- (2) \$7,924,893,450 of total revenues from such sales.

(b) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS DISTRIBUTED AT RETAIL IN THE STATE IN WHICH EACH COMPANY IS ORGANIZED.

Claimant: None.

SCE: None.

(c) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS SOLD AT WHOLESALE IN THE STATE IN WHICH EACH SUCH COMPANY IS ORGANIZED, OR AT THE STATE LINE.

Claimant: None.

SCE:

- (1) 1,132,073,000 kwh of electric energy sold at wholesale outside of California or at the state line.
- (2) \$43,975,267 of total revenues from such sales.

(d) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS PURCHASED OUTSIDE THE STATE IN WHICH EACH SUCH COMPANY IS ORGANIZED OR AT THE STATE LINE.

Claimant: None.

SCE:

- (1) 2,363,366,628 kwh of electric energy purchased at wholesale outside of California or at the state line.

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(2) \$141,916,776 of total expenses from such purchases.

Page 33

4. THE FOLLOWING INFORMATION FOR THE REPORTING PERIOD WITH RESPECT TO CLAIMANT AND EACH INTEREST DIRECTLY OR INDIRECTLY IN AN EWG OR A FOREIGN UTILITY COMPANY, STATING MONETARY AMOUNTS IN UNITED

(a) NAME, LOCATION, BUSINESS ADDRESS AND DESCRIPTION OF THE FACILITIES USED BY THE EWG OR FOREIGN COMPANY FOR THE GENERATION, TRANSMISSION AND DISTRIBUTION OF ELECTRIC ENERGY FOR SALE OR FOR THE RETAIL OF NATURAL OR MANUFACTURED GAS.

(b) NAME OF EACH SYSTEM COMPANY THAT HOLDS AN INTEREST IN SUCH EWG OR FOREIGN UTILITY COMPANY; AND OF THE INTEREST HELD.

(c) TYPE AND AMOUNT OF CAPITAL INVESTED, DIRECTLY OR INDIRECTLY, BY THE HOLDING COMPANY CLAIMING DIRECT OR INDIRECT GUARANTEE OF THE SECURITY OF THE EWG OR FOREIGN UTILITY COMPANY BY THE HOLDING COMPANY CLAIMING EXEMPTION; AND ANY DEBT OR OTHER FINANCIAL OBLIGATION FOR WHICH THERE IS RECOURSE, DIRECTLY OR INDIRECTLY, TO THE HOLDING COMPANY CLAIMING EXEMPTION OR ANOTHER SYSTEM COMPANY, OTHER THAN THE EWG OR UTILITY COMPANY.

(d) CAPITALIZATION AND EARNINGS OF THE EWG OR FOREIGN UTILITY COMPANY DURING THE REPORTING PERIOD.

(e) IDENTIFY ANY SERVICE, SALES OR CONSTRUCTION CONTRACT(S) BETWEEN THE EWG OR FOREIGN UTILITY COMPANY AND SYSTEM COMPANY, AND DESCRIBE THE SERVICES TO BE RENDERED OR GOODS SOLD AND FEES OR REVENUES UNDER AGREEMENT(S).

### EDISON CAPITAL

4.EC01 ELECTRICIDAD DE LA PAZ S.A. [FUCO]

(a) Electricidad de la Paz S.A. ("Electropaz"), Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia. Electropaz's facilities consists of substations and distribution lines serving approximately 320,000 customers in La Paz and El Alto, Bolivia. Electropaz does not own generation or transmission facilities.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Capital; Edison Capital owns 100% of Edison Funding Company; Edison Funding Company owns 100% of Epsilon; Mission Funding Epsilon through its wholly owned subsidiaries, Edison Capital International Ltd. and Edison Capital Latin American Investments (Bermuda) Ltd. collectively own an 11.1% indirect interest in Electropaz. IberBolivia de Inversiones, S.A. owns 89.55% of Electropaz and Banco Santander Central Hispanoamericano S.A. owns a 10% interest. Paz Holdings Ltd. owns 36.6% of IberBolivia de Inversiones, S.A. Iberdrola S.A. indirectly owns 63.4% of IberBolivia de Inversiones, S.A. The voting securities of Paz Holdings Ltd, 30.42%, are held by Edison Capital International (Bermuda) Ltd., with 43.22% held by Andes Energy XII and 26.36% held by GE Capital Services Structured Finance Group, Inc. Andes Energy XII is wholly owned by Edison Capital Latin American Infrastructure Fund L.P. in which Edison Capital Latin American Investments (Bermuda) Ltd. holds an indirect 7.89% interest. Edison Capital Latin American Investments (Bermuda) Ltd. is an indirect subsidiary of Edison Capital.

(c) Capital contributions were made by Edison Capital through its indirectly, wholly owned subsidiary Edison Capital International (Bermuda) Ltd. and Edison Capital Latin American Investments (Bermuda) Ltd. totaling of \$7.84 million.

(d) Capitalization or total equity for the period ending December 31, 2002 = \$43,778,165  
Net loss after taxes for 2002 = (\$3,184,859)

(e) There are no service, sales or construction contracts between Electropaz and any system company.

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Page 34

### 4.EC02 EMPRESA DE LUZ Y FUERZA ELECTRICA DE ORURO S.A. [FUCO]

(a) Empresa de Luz y Fuerza Electrica de Oruro S.A. ("Elfeo"), Calle Junin No. 710, Casilla 53,

Elfeo's facilities used for the generation, transmission, or distribution of electric energy for primarily of substations and distribution lines serving approximately 43,900 retail customers in Oruro and Huaruni. Elfeo does not own generation or transmission facilities.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Capital; Edison Capital owns 100% of Edison Funding Company; Edison Funding Company owns 100% of Epsilon; Mission Funding Epsilon through its wholly owned subsidiaries, Edison Capital International Ltd. and Edison Capital Latin American Investments (Bermuda) Ltd. collectively own an 11.5% interest in IberBolivia de Inversiones, S.A. owns 92,84% of Elfeo, Paz Holdings Ltd. owns a 36.6% interest in Inversiones, S.A., and Iberdrola S.A. indirectly owns 63.4% of IberBolivia de Inversiones, S.A. securities of Paz Holdings Ltd., 30.42%, are held by Edison Capital International (Bermuda) Ltd., held by Andes Energy XII Ltd. and 26.36% held by GE Capital Services Structured Finance Group, Inc. XII is wholly-owned by AIG-GE Capital Latin American Infrastructure Fund L.P. in which Edison Capital American Investments (Bermuda) Ltd. holds an indirect 7.89% interest. Edison Capital Latin American (Bermuda) Ltd. is a wholly owned indirect subsidiary of Edison Capital.

(c) Capital contributions were made by Edison Capital through its indirectly, wholly owned subsidiary Edison Capital International (Bermuda) Ltd. and Edison Capital Latin American Investments (Bermuda) Ltd. of \$0.75 million.

(d) Capitalization or total equity for the period ending December 31, 2002 = \$5,038,020  
Net loss after taxes for 2002 = (\$325,100)

(e) There are no service, sales or construction contracts between Elfeo and any system company.

### 4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]

(a) EPZ Mission Funding MU Trust ("EPZMFMT") c/o Wilmington Trust Company, Rodney Square North, Market Square, Wilmington, Delaware 19890-0004

EPZMFMT owns a 7.88% interest in the Amercentrale Power Station Unit 9, which is leased to N.V. Elektriciteits-Produktiematshappij Zuid-Nederland ("EPZ"), a Netherlands Public Utility. The Amercentrale Power Station Unit 9 is a 600 megawatt (net) coal-fired cogeneration facility, with natural gas back-up located on 50 hectares (approximately 125 acres) at the Brabant site in Geertruidenberg, approximately 100 kilometers southeast of Rotterdam, The Netherlands.

EPZMFMT has also acquired an undivided interest in or the right to use certain transmission facilities from the Amercentrale Power Station to the 150 kV grid owned by Provinciale Noordbrabantse Energi ("PNEM"), the distribution company that receives the power from Unit 9. EPZMFMT also owns an interest in the rights to use transformers and associated equipment of EPZ designed to step up the power from the generator to the 150 kV level required to enter the PNEM system. EPZMFMT has also acquired an interest in certain other common facilities necessary to permit operation of Unit 9.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Capital, which owns 100% of Edison Funding Company, which owns 100% of Mission Funding Epsilon, which owns 100% of Mission Funding Alpha, which owns 100% of Mission Funding Mu. EPZMFMT is a business trust created under the laws of the State of Delaware. Mission Funding Mu is the 100% beneficial owner of the beneficial interest in EPZMFMT, the foreign utility company. Wilmington Trust Company is the trustee of the Trust.

Page 35

(c) Mission Funding Mu made a \$13,000,000 equity investment in the sale/leaseback, and funds were

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non-recourse basis in the amount of \$87,000,000, in order to acquire the interest in the asset with a value of \$100,000,000. Mission Funding Mu also incurred out-of-pocket costs and fees of approximately \$10,000,000.

The Mission Funding Mu investment and the related obligations have been guaranteed by its parent, Alpha.

(d) Capitalization or total equity for the period ending December 31, 2003 = \$24,911,926  
Net income after taxes for 2003 = \$830,394

(e) There are no contracts between EPZ and any system company.

### 4.EC04 EPZ MISSION FUNDING NU TRUST [FUCO]

(a) EPZ Mission Funding Nu Trust ("EPZMFNT") c/o Wilmington Trust Company, Rodney Square North, Market Square, Wilmington, Delaware 19890-0004

EPZMFNT owns a 17.72% interest in the Amercentrale Power Station Unit 9, which is leased to N.V. Elektriciteits-Produktiematshappij Zuid-Nederland ("EPZ"), a Netherlands Public Utility. The Amercentrale Power Station Unit 9 is a 600 megawatt (net) coal-fired cogeneration facility, with natural gas back-up located on 50 hectares (approximately 125 acres) at the Brabandt site in Geertruidenberg, approximately 100 kilometers southeast of Rotterdam, The Netherlands.

EPZMFNT has also acquired an undivided interest in or the right to use certain transmission facilities from the Amercentrale Power Station to the 150 kV grid owned by Provinciale Noordbrabantse Energi ("PNEM"), the distribution company that receives the power from Unit 9. EPZMFNT also owns an interest in the rights to use transformers and associated equipment of EPZ designed to step up the power from the generator to the 150 kV level required to enter the PNEM system. EPZMFNT has also acquired an interest in certain other common facilities necessary to permit operation of Unit 9.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Capital, which owns 100% of Edison Funding Company, which owns 100% of Mission Funding Epsilon, which owns 100% of Mission Funding Delta, which owns 100% of Mission Funding Nu. EPZMFNT is a business trust created under the laws of the State of Delaware. Mission Funding Nu is the 100% beneficial owner of the beneficial interest in EPZMFNT, the foreign utility company. Wilmington Trust Company is the trustee of the Trust.

(c) Mission Funding Nu made a \$29,250,000 equity investment in the sale/leaseback, and funds were provided on a non-recourse basis in the amount of \$195,750,000, in order to acquire the interest in the asset with a value of \$225,000,000. Mission Funding Nu also incurred out-of-pocket costs and fees of approximately \$10,000,000.

The Mission Funding Nu investment and the related obligations have been guaranteed by an affiliate, Housing Investments.

(d) Capitalization or total equity for the period ending December 31, 2003 = \$55,651,762  
Net income after taxes for 2003 = \$1,950,002

(e) There are no contracts between EPZ and any system company.

### 4.EC05 LAKOTA RIDGE LLC [EWG]

(a) Lakota Ridge, L.L.C. ("Lakota"), c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56288

Page 36

Lakota is an 11.25 megawatt wind-driven electric generation facility (the "Facility") located on Lakota Ridge in southwestern Minnesota, consisting of 15 Micon M1800 750 kW wind turbines atop tubular-tower structures.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Capital, which owns 100% of Edison Funding Company, which owns 100% of Mission Funding Epsilon, which owns 100% of Mission Funding Delta, which owns 100% of Mission Funding Nu.

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Capital; Edison Capital owns 100% of Edison Funding Company. Edison Funding Company, through its subsidiary, Mission Funding Zeta, owns a 75% interest in Lakota and Heller Financial, Inc. owns a interest. Northern Alternative Energy owns 0.1%. The manager of the Facility is DanMar & Associ

(c) Edison Capital through its indirectly, wholly owned subsidiary, Mission Funding Zeta, made a contribution of \$4,667,030.

(d) Capitalization or total equity for the period ending December 31, 2002 = \$4,284,719  
Net loss after taxes for 2002 = (\$473,739)

(e) There are no service, sales or construction contracts between Lakota and any system company.

### 4.EC06 SHAOKATAN HILLS LLC [EWG]

(a) Shaokatan Hills L.L.C. ("Shaokatan"), c/o DanMar & Associates, 520 Fifth Avenue SE, Pipeston 56164.

Shaokatan is a 11.9 megawatt wind-driven electric generation facility (the "Facility") located on Ridge in southwestern Minnesota, consisting of 18 Vestas V-44 660 kW wind turbines atop tubular t

(b) Edison International owns 100% of Edison Misson Group Inc.; Edison Misson Group Inc. owns 100% of Edison Capital; Edison Capital owns 100% of Edison Funding Company. Edison Funding Company, through its subsidiary, Mission Funding Zeta, owns a 75% interest in Shaokatan and Heller Financial, Inc. owns a interest. Northern Alternative Energy owns 0.1%. The manager of the Facility is DanMar & Associ

(c) Edison Capital through its indirectly, wholly owned subsidiary, Mission Funding Zeta, made a capital contribution of \$5,161,500.

(d) Capitalization or total equity for the period ending December 31, 2002 = \$5,086,167  
Net loss after taxes for 2002 = (\$399,921)

(e) There are no service, sales or construction contracts between Shaokatan and any system compa

### 4.EC07 WOODSTOCK HILLS LLC [EWG]

(a) Woodstock Hills L.L.C. ("Woodstock"), c/o DanMar and Associates, 520 Fifth Avenue SE, Pipeston 56164.

Woodstock is a 10.2 megawatt windpowered electric generation facility (the "Facility") located on Ridge in southwestern Minnesota, consisting of 17 Vestas V-44 600 kW wind turbines atop tubular-t

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Capital; Edison Capital owns 100% of Edison Funding Company. Edison Funding Company, through its subsidiary, Mission Funding Zeta, owns a 75% interest in Woodstock and Heller Financial, Inc. owns a interest. DanMar and Associates owns a 0.1% interest and is the manager of the Facility.

(c) Edison Capital through its indirectly, wholly owned subsidiary, Mission Funding Zeta, made a capital contribution of \$4,200,000.

Page 37

(d) Capitalization or total equity for the period ending December 31, 2002 = \$4,478,118  
Net loss after taxes for 2002 = (\$246,940)

(e) There are no service, sales or construction contracts between Woodstock and any system compa

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### 4.EC08 STORM LAKE POWER PARTNERS I LLC [EWG]

(a) Storm Lake Power Partners I LLC ("Storm Lake"), c/o Mission Iowa Wind Company, 18101 Von Kar Suite 1700, Irvine, CA 92612.

Storm Lake is a 112.5 megawatt wind-driven electric generation facility (the "Facility") located Ridge in northwestern Iowa, consisting of 150 Zond, Z-50 750 kW wind turbines atop lattice towers

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Capital; Edison Capital owns 100% of Edison Funding Company. Edison Funding Company, through its subsidiary, Mission Iowa Wind Company, owns a 99% interest in Storm Lake and Enron Storm Lake I L interest. The Facility is operated by EMOM Services, Inc., and managed by Mission Iowa Wind Comp

(c) Edison Capital through its indirectly, wholly owned subsidiary, Mission Iowa Wind Company, made a capital contribution of \$92,500,000.

(d) Capitalization or total equity for the period ending December 31, 2002 = \$72,460,000  
Net loss after taxes for 2002 = (\$7,293,000)

(e) EMOM Services, Inc., provides operation and maintenance services to the Storm Lake I project services are being provided in accordance with an O&M Agreement which has been negotiated between and EMOM Services, Inc., but which contract is pending approval from the Storm Lake I project's l the year ended December 31, 2003, Storm Lake I incurred costs in the amount of \$1,023,000 for ope maintenance services provided by EMOM Services, Inc.

Mission Iowa Wind Company provides management services to the Storm Lake I project. These servic provided in accordance with a Management Agreement which has been negotiated between Storm Lake I Iowa Wind Company, but which contract is pending approval from the Storm Lake I project's lenders year ended December 31, 2003, Storm Lake I incurred costs in the amount of \$293,000 for managemen provided by Mission Iowa Wind Company.

### EDISON MISSION ENERGY

### 4.EME01 EME HOMER CITY GENERATION L.P. [EWG]

(a) EME Homer City Generation L.P. ("Homer City"), 1750 Power Plant Road, Homer City, PA 15748-

Homer City operates a 1,884 MW coal-fired generating station located in Indiana County, approxima northeast of Pittsburgh, Pennsylvania.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Edison Mission Holdings Co.; Edison Mission Holdings Co., through its wholly owned s Mission Energy Westside, Inc., owns a 1% general partnership interest in Homer City and through i subsidiary Chestnut Ridge Energy Company, owns a 99% limited partnership interest in Homer City, wholesale generator.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary Edison Missi in the amount of \$1,363,948,000.

Guarantees:

Page 38

In connection with the acquisition of Homer City, Homer City L.P. provided several surety bonds t Pennsylvania Department of Environmental Protection ("DEP"). The DEP requires operators of facil State of Pennsylvania to provide collateral bonds to the DEP for the purpose of guarantying recla obligations in the event the site is abandoned. Safeco Insurance Company of America ("Safeco"), Homer City L.P., issued three surety bonds to the DEP in the aggregate amount of \$6,860,913. On

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1999, EME provided a general indemnity to Safeco to indemnify them against all loss and expenses Safeco in connection with the surety bonds. In addition to the indemnification, Safeco demanded collateral for the surety bonds. Therefore, on August 21, 2002, EME deposited \$6,860,913 in an account controlled by Safeco for additional collateral. Both the collateral and the indemnity will stay in effect until the surety bonds are replaced or another source of collateral is provided to the DEP.

On December 7, 2001, Homer City was sold to and leased back from eight special purpose vehicles. Pursuant to this arrangement, the \$830 million senior secured bonds were assumed by the eight special purpose vehicles. The bonds will be serviced by a portion of the lease rental payments to be paid by Homer City L.P. to the trust of Homer City. In connection with the sale-leaseback, eight letters of credit, one for each Owner, with an aggregate amount of \$35,350,600 were issued by Westdeutsche Landesbank Girozentrale, New York Branch and Societe Generale Suisse First Boston for the account of the Owner Lessors. These letters of credit satisfied the requirements under the First Amended and Restated Indenture for the bonds to have a Debt Service Reserve Requirement amount equal to six months debt service projected to be due following a rent payment. These letters of credit expired on April 1, 2002 and were replaced with eight letters of credit, one for each Owner, with an aggregate amount of \$43,812,922 issued by Westdeutsche Landesbank Girozentrale, New York Branch. The letters of credit are for a term of three years with an option to extend for an additional two years. The minimum monthly debt service reserve requirement is \$38,642,000.

Pursuant to eight Special Tax Indemnity Agreements executed in connection with the sale-leaseback transaction of December 7, 2001, with Homer City L.P. and General Electric Capital Corporation ("GECC"), EME will indemnify GECC against certain tax losses which might arise either (i) as a result of the existence of the provisions in the operative documents relating to the sale-leaseback transaction, or (ii) as a result of actions by Homer City L.P. during the term of the lease.

(d) Capitalization or total equity = \$667.1 million  
Net income after taxes for 2003 = \$14.7 million

(e) Edison Mission Energy Services, Inc. (formerly Edison Mission Energy Fuel Services, Inc.) provided services to Homer City relating to arranging for the supply of fuel to the facility pursuant to the Fuel Supply Agreement (the "Agreement") between Edison Mission Energy Services, Inc. and Homer City. As of December 31, 2003, Edison Mission Energy Services, Inc. has received payment in the amount of \$348,262 for services provided pursuant to the Agreement.

Edison Mission Financial Marketing & Trading Co. ("EMFM&T"), now Edison Mission Marketing & Trading, Inc. ("EMMT") merged into Edison Mission Marketing & Trading, Inc. ("EMMT") on June 28, 2000, a wholly owned subsidiary of Edison Mission Energy, entered into an NOx Allowance Sales Agreement with Homer City, wherein Edison Mission Energy will purchase from and/or sell to Homer City, SO2 or NOx Allowances available to Homer City and as required for use in the operation and maintenance of the Homer City facility. As of December 31, 2003, Homer City has paid \$10 million to EMMT for Allowances.

EMMT entered into an Energy Sales Agreement with Homer City, wherein EMMT shall purchase Energy (including electric energy, expressed in megawatt hours or capacity, of the character commonly known as three phase 60 hertz electric energy that is delivered at the nominal voltage of the delivery point) from Homer City. As of December 31, 2003, Homer City paid \$869,420 to EMMT for energy provided pursuant to the Agreement.

#### 4.EME02 GORDONSVILLE ENERGY, L.P. [EWG]

(a) Gordonsville Energy, L.P. ("GELP"), 115 Red Hill Road, Gordonsville, VA 22942

EME SOLD ITS 50% INTEREST IN THIS FACILITY EFFECTIVE AS OF NOVEMBER 21, 2003.

Page 39

GELP is a gas-fired cogeneration facility with an anticipated net capacity during the winter months of 100 megawatts and 220 megawatts during the summer months. The electricity generated by the facility is sold to Virginia Electric & Power Company under two 30-year Power Purchase Agreements. The steam generated by the facility is sold to Rapidan Service Authority. This facility is located one mile southwest of Gordonsville, VA.

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Virginia, in Louisa County. GELP went into operation on June 1, 1994.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison through its wholly owned subsidiary Madison Energy Company ("Madison") owns a 49% limited partner interest in GELP and, through its wholly owned subsidiary Rapidan Energy Company ("Rapidan"), owns a 1% general interest in GELP, the exempt wholesale generator.

(c) Capital contributions were made by Edison Mission Energy through its subsidiaries Madison in the amount of \$25,237,450 and Rapidan in the amount of \$515,050, providing a total amount of \$25,752,500. As a condition to receiving the extension of credit necessary to develop GELP, Madison, Rapidan and Jefferson Energy Company ("Jefferson"), a wholly owned subsidiary of Edison Mission Energy which sold its interest to North American Energy Limited, entered into separate Equity Subscription Agreements with GELP with the condition that Edison Mission Energy guarantee the obligations under such agreements by entering into an Equity Subscription Agreement for each of Madison, Rapidan and Jefferson in an amount not to exceed an aggregate of \$55,250,000.

(d) Capitalization or total equity = \$0  
Net income after taxes for 2003 = \$4.9 million

(e) Edison Mission Operation & Maintenance, Inc. ("EMOM") operates this facility. EMOM received compensation as operator in 2003.

#### 4.EME03 MIDWEST GENERATION, LLC. [EWG]

(a) Midwest Generation, LLC ("Midwest"), One Financial Place, 440 South LaSalle Street, Suite 3400, Chicago, Illinois 60605

Midwest owns and/or leases and operates 9,242 MW of generating capacity ("Facilities") acquired from Edison Company and sells electric energy at wholesale. Facilities consist of:

(a.1) Six coal-fired plants located in Illinois totaling 5,645 MW:  
542 MW Crawford plant in Chicago  
326 MW Fisk plant in Chicago  
789 MW Waukegan plant in Waukegan  
1358 MW Joliet plant in Joliet  
1092 MW Will County plant in Lockport  
1538 MW Powerton plant in Pekins

(a.2) 2,698 MW dual-fueled Collins Station in Morris, Illinois

(a.3) 71 dual-fueled peaking units, totaling 899 MW, located at the Crawford, Fisk, Waukegan, Calumet Electric Junction, Sabrooke, and Lombard Stations.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison International owns 100% of Midwest Generation EME, LLC; Midwest Generation EME, LLC owns 100% of Edison Mission Energy Holdings Co. ("Holdings") which owns 100% of Midwest, the exempt wholesale generator.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary Holdings in the amount of \$2,500,000,100.

#### Guarantees:

On March 22, 1999, EME entered into an Asset Sale Agreement to acquire 100% of the fossil-fuel generating assets of Commonwealth Edison Co. ("Com Ed") totaling 9,722 MW for a purchase price of \$4,813,121,000.

Page 40

\$4,813,121,000. This agreement was assigned to Midwest Generation, LLC, a wholly owned subsidiary of Edison International on December 15, 1999, at the closing of the transaction. Midwest Generation, LLC operates the plant

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located in Illinois. Pursuant to the Asset Sale Agreement, EME agreed to unconditionally and irrevocably guarantee to ComEd and all of its successors and assigns, the due and punctual performance by any assignee of all covenants, agreements, terms, conditions, undertakings, indemnities and other obligations to be performed by such assignee under the related agreements, including the transition power purchase agreement. Pursuant to the Agency Agreement, dated as of December 15, 1999, between Commonwealth Edison Company and Edison Mission Midwest Holdings Co. and Edison Mission Energy, relating to Coal Purchase Contract and Railcar Lease Agreement, EME and its affiliates receive the benefits of and are responsible for the liabilities under the agreements listed below (the "Unassigned Agreements") to which Commonwealth Edison Company is a party. Commonwealth Edison Company acts as EME's agent with respect to the Unassigned Agreements and EME will reimburse Commonwealth Edison Company for 78% of Commonwealth Edison Company's costs in managing the Unassigned Agreements. The Unassigned Agreements include:

- (a) Amended and Restated Coal Purchase Contract between Commonwealth Edison Company and Deckers Creek Energy Center, dated January 1, 1993, as further amended by Amendment No. 1 in 1993; Amendment No. 2 on May 1, 1995; Amendment No. 3 on May 1, 1995; Amendment No. 4 on January 1, 1996; Amendment No. 5 on February 1, 1997; Amendment No. 6 on January 1, 1997; Amendment No. 7 on February 1, 1999; Amendment No. 8 on January 1, 2003.
- (b) Railcar Lease Agreement dated July 15, 1993 between Commonwealth Edison Company and Societe Generale Bank and related documents.

On August 24, 2000, Midwest Generation entered into a sale-leaseback transaction with respect to the Joliet power facilities to third party lessors for an aggregate purchase price of \$1.367 billion. Pursuant to the terms of the leases (33.75 years for Powerton and 30 years for Joliet), Midwest Generation will make lease payments on each January 2 and July 2, beginning January 2, 2001. Recourse to Midwest Generation under the leases is limited to amounts which would otherwise be distributable to Edison Mission Midwest Holdings Co. Midwest Generation guaranteed the payments under a Guarantee dated August 24, 2000.

Pursuant to four Tax Indemnity Agreements, each dated as of August 17, 2000, EME agreed to indemnify ComEd against certain tax losses which might arise as a result of certain actions by Midwest during the term of the lease.

(d) Capitalization or total equity = \$3.1 billion  
Net loss after taxes for 2003 = (\$688.7 million)

(e)

Administrative services such as payroll, employee benefits programs and information technology, provided by Edison International or Edison Mission Energy, are shared among all affiliates of Edison International. The costs of these corporate support services are allocated to all affiliates, including Midwest. Costs are allocated based on one of the following formulas: percentage of time worked, equity in investment, number of employees, or multi-factor, including operating revenues, operating expenses, total assets, and number of employees. In addition, Midwest sometimes directly requests services of Edison International or Edison Mission Energy, and those services are performed for Midwest's benefit. Labor and expenses of the requested services are specifically identified and billed at cost. Midwest made reimbursements for the costs of these programs and other services, which amounted to \$134.2 million for the year ended December 31, 2003.

Midwest entered into an agreement with Midwest Generation EME, LLC to provide support services, including construction and construction management, operations and maintenance management, technical services, environmental, health and safety services, administrative and IT support, and other managerial and professional services needed to operate and maintain electric power facilities. Under the terms of the agreement, Midwest reimburses Midwest Generation EME, LLC for actual costs incurred by Midwest.

Page 41

Midwest entered into an agreement with Midwest Generation EME, LLC to provide support services, including construction and construction management, operations and maintenance management, technical services, environmental, health and safety services, administrative and IT support, and other managerial and professional services needed to operate and maintain electric power facilities. Under the terms of the agreement, Midwest reimburses Midwest Generation EME, LLC for actual costs incurred by Midwest. Midwest also provides support services, or in the case of specific tasks Midwest requests, Midwest Generation EME, LLC negotiates for the task. Actual costs billable under this agreement for the year ended December 31, 2003 were \$6.3 million.

Midwest entered into an agreement with EMMT for the purchase and sale of energy and to provide services.

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to purchasing, transportation and storage of natural gas. Under the terms of the agreement, EMMT for the actual price of energy contracted with third parties, less \$.02/megawatt-hour. Also under the agreement, Midwest pays EMMT a service fee of \$.02 for each MMBtu of natural gas delivered to the actual cost of the gas. As of December 31, 2003, Midwest paid \$1.1 million to EMMT pursuant

Midwest entered into an agreement with Edison Mission Energy Services, Inc. to provide fuel and services related to coal and fuel oil. Under the terms of the agreement, Midwest pays Edison Mission Energy Services, Inc. a service fee of \$.06 for each ton of coal delivered to Midwest and a barrel of fuel oil delivered to Midwest, plus the actual cost of the commodities. The amount billed under the agreement for the year ended December 31, 2003, was \$1.1 million.

### 4.EME04 SUNRISE POWER COMPANY LLC (EWG)

(a) Sunrise Power Company, LLC 50% [EWG], 12857 Sunrise Power Road, Fellows, CA 93224

Sunrise was constructed in two phases. Phase 1 consists of a 320 MW simple-cycle peaking facility operational on June 27, 2001, and Phase 2, a combined-cycle gas-fired facility, converted the simple-cycle peaking facility to a 572 MW combined cycle plant. Phase 2 achieved commercial operation June 1, 2002.

Edison Mission Energy purchased Sunrise Power Company, a Delaware corporation through its subsidiary Sol LLC, a Delaware limited liability company on November 17, 2000.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission del Cielo, Inc.; Mission del Cielo, Inc. owns 100% of Mission del Sol LLC; Mission del Sol LLC owns 50% of Sunrise Power Company LLC

(c) None.

(d) Capitalization or total equity = \$72.8 million  
Net income after taxes for 2003 = \$34.9 million

(e) Edison Mission Operation & Maintenance, Inc. and Sunrise have entered into that certain Amendment to the Operation and Maintenance Agreement, dated as of June 25, 2001. As of December 31, 2003, EMOM has received \$350,340 for providing O&M services to Sunrise.

EMMT, a wholly owned subsidiary of Edison Mission Energy entered into an Energy Services Agreement with Sunrise wherein EMMT provides fuel procurement and power management services to Sunrise. As of December 31, 2003, Sunrise paid \$440,203 to EMMT for services rendered under this agreement.

### 4.EME05 BROOKLYN NAVY YARD COGENERATION PARTNERS, L.P. [EWG]

(a) Brooklyn Navy Yard Cogeneration Partners, L.P. ("BNY"), Flushing Avenue, Cumberland Street, Brooklyn, NY 11205

BNY's facilities consist of a 286MW combined cycle cogeneration facility located at Brooklyn Navy Yard Park in Brooklyn, New York.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy

Page 42

Energy; Edison Mission Energy, through its wholly owned subsidiary Mission Energy New York, Inc., is the operator of the Brooklyn Navy Yard Cogeneration Partners, L.P., the exempt wholesale generator.

(c) Capital contributions made by Edison Mission Energy through its subsidiary Mission Energy New York, Inc. were in the amount of \$12,758,043. BNY completed a \$407 million permanent non-recourse financing

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(the "Financing"). Edison Mission Energy agreed to indemnify BNY and its partners from all claims arising from or in connection with certain construction litigation between BNY (and its partners) contractor for BNY. Said indemnification has been assigned for the benefit of the senior lenders Financing. Mission Energy New York, Inc., entered into a Construction Loan Note (approximately \$ million) in favor of BNY to fund a portion of the project.

(d) Capitalization or total equity = \$18.0 million  
Net loss after taxes for 2003 = (\$5.0 million)

(e) Other than with respect to the Edison Mission Energy indemnity and the Construction Loan Note, Item (c) above, there are no contracts between BNY and any system company.

### 4.EME06 LOY YANG B JOINT VENTURE [FUCO]

(a) Loy Yang B Joint Venture ("LYBJV"), Bartons Lane, Loy Yang, Victoria, Australia 3844

LYBJV owns two coal-fired generating units with generator nameplate ratings of 500,000 kW each, located in the Latrobe Valley in the State of Victoria, Australia (the "Project"). Unit 1 began commercial operation on September 30, 1993, and Unit 2 began commercial operation on September 30, 1996.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Mission Energy Co. MECI, through wholly owned subsidiaries of Edison Mission Energy, collectively owns 100% of Loy Yang B Joint Venture, the foreign utility company, as explained below.

The system-owned venturer is Latrobe Power Partnership ("LPP"), which owns a 51% interest. LPP is owned by Edison Mission Energy Australia Ltd. (the managing general partner) and 99% owned by Mission Victoria Partnership (a general partner).

Edison Mission Energy Australia Ltd. is wholly owned by Edison Mission Energy Holdings Pty Ltd, which is wholly owned by Loy Yang Holdings Pty Ltd, which is a wholly owned subsidiary of MEC International B.V.

Mission Victoria Partnership is 52.31% owned by Latrobe Power Pty Ltd (general partner), 46.69% owned by Traralgon Power Pty Ltd (general partner), and 1% owned by Mission Energy Ventures Australia Pty Ltd (general partner). Latrobe Power Pty Ltd and Traralgon Power Pty Ltd are both owned 99% by MEC International B.V. and 1% by Loy Yang Holdings Pty Ltd. Mission Energy Ventures Australia Pty Ltd is wholly owned by Edison Mission Energy Holdings Pty Ltd, which is owned as described above. Gippsland Power Pty Ltd. owns the remaining 1% of Mission Victoria Partnership. Gippsland is 100% owned by Mission Energy Development Australia Pty Ltd., which is 100% owned by Mission Energy Development Limited Partnership, which is 69% owned by MEC Wales BV, 30% owned by Mission Energy Wales Company Limited Partnership, which is 69% owned by MEC Wales BV, 30% owned by Mission Energy Wales Company Limited Partnership by Mission Hydro (UK) Limited. All three partners to Mission Hydro Limited Partnership are 100% indirectly owned by Edison Mission Energy.

(c) In May 1997, Edison Mission Energy, through its indirect and direct subsidiaries, closed financing ("Financing") for the purchase of the remaining 49% of LYBJV. The Financing was structured on a non-recourse basis.

Page 43

Advance Opinion Undertaking - In the Advance Opinion Undertaking, EME is obligated to Chase Security Agent under the Project Facility) to cause to make available to the Project funds in an amount sufficient to pay income or capital gains taxes on assessments under the Australian income tax law.

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materially and adversely affect (a) the Project, (b) the operating cash flow of the Project or (c) meet obligations to pay interest or repay principal or other amounts under the Project Facility (from an assessment which directly conflicts with certain tax assumptions expressed in the Advance the Australian Tax Office).

On October 31, 2003, the existing EME Letter of Credit was retired and was replaced by one issued by Bank of America on behalf of EME Australia Capital Pty Ltd., which is ultimately a wholly-owned subsidiary of Edison International B.V., in favor of the Loy Yang B senior lenders, for the same amount.

LPP's and Gippsland's capital contribution = \$50.8 million

(d) LPP's and Gippsland's Equity = \$81.2 million  
LPP's and Gippsland's Net Income after taxes for 2003 = \$25.9 million

(e) An indirect, wholly owned subsidiary of MEC International B.V., Edison Mission Operation & Maintenance Loy Yang Pty Ltd. operates the generating plant pursuant to an amended operating and maintenance contract. An intermediate holding company of Edison Mission Operation & Maintenance Loy Yang Pty Ltd. is Edison Holdings Pty Ltd. As operator, Edison Mission Operation & Maintenance Loy Yang Pty Ltd. performs the following services: management and supervision of the construction commissioning, testing, operation and maintenance of the Loy Yang B power station on behalf of the joint venture participants.

#### 4.EME07 FIRST HYDRO COMPANY [FUCO]

(a) First Hydro Company ("FHC"), Bala House, St. David's Park, Deeside, Flintshire, Wales CH5 3X

The principal assets of FHC are two pumped storage stations located in North Wales at Dinorwig and Trawsfynydd which have a combined registered capacity of 2,088 MW. These facilities were built to provide additional generation for meeting peak demand throughout the day and to provide rapid generation response to fluctuations in electricity demands.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy, which has several wholly owned subsidiaries (i) wholly owned Mission Energy Wales Company, which owns 30%LP of Mission Hydro Limited Partnership, which in turn owns 100% of EME Generation Holdings Ltd., which in turn owns 100% of FHH No. 1 Limited Partnership, which in turn owns 99% of First Hydro Holdings Company, which directly owns 99% of FHC and indirectly through its wholly owned subsidiary First Hydro Finance plc owns the remaining 1% of FHC; (ii) wholly owned Mission Energy Holding Company, which indirectly owns 99.97% (100% of the Class A shares) of MEC International B.V. (which indirectly owns 0.02% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 100% of the Class B shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Mission Project Co.; MECI owns 100% of Mission Energy Company (UK) Limited, which in turn owns 100% of Mission Hydro (UK) Limited, which in turn directly owns 1% of First Hydro Holdings Company through its 1% interest in FHH No. 2 Limited and indirectly owns the remaining 99% of First Hydro Holdings Company through its 1%GP interest in Mission Hydro Limited Partnership, Mission Hydro Limited Partnership owns 100% of First Hydro Holdings Limited, which owns 100% of FHH No. 1 Limited, which in turn owns 99% in first Hydro Holdings Company, which in turn owns 100% of First Hydro Finance plc, which owns the remaining 1% of FHC, and (iii) wholly owned subsidiary Mission Energy Holdings International, Inc. owns 99.97% of MEC International B.V. (which indirectly owns the remaining 0.03%), which directly owns 100% of MEC Wales B.V., MEC Wales B.V. owns 69%LP of Mission Energy Holding Company Partnership, which in turn owns 100% of EME Generation Holdings, Ltd., which owns 99% of First Hydro Holdings Company through its wholly owned subsidiary FHH No. 1 Limited; First Hydro Holdings Company owns 100% of First Hydro Finance plc, which owns 1% of FHC the foreign utility company.

Page 44

(c) First Hydro Company ("FHC"), an indirect wholly owned subsidiary of EME, generates, markets and sells electricity under power purchase contracts for the purchase and sale of electricity. EME provides credit support to FHC in the form of letters of credit with respect to FHC's obligations arising out of these transactions. Following the downgrade of EME on October 1, 2002, Edison Mission Operation & Maintenance Limited, an indirect wholly owned subsidiary of EME ("EMOML") is providing credit support to FHC in the form of letters of credit,

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the credit support provided by EME. Presently, EMOML is obligated to reimburse drawings under lease in an aggregate amount of \$44.6 million.

(d) Capitalization or total equity = \$314.5 million  
Net income after taxes for 2003 = \$15.9 million

(e) There are no contracts between FHC and any system company.

### 4.EME08 CBK POWER COMPANY LTD. [FUCO]

(a) CBK Power Company Limited, a Philippine limited partnership ("CBK"), 1701 One Magnificent Mile, Miguel Avenue, Ortigas Center, Pasig City, Philippines

Upon completion of all rehabilitation and upgrading (of 3 hydroelectric power plants known as Caliraya I and Kalayaan I and related civil structures located in the province of Laguna, Republic of the Philippines) and construction of a new 355 MW, two-unit hydroelectric power plant and a new spillway), the new and improved Complex will have a reliable power output of 755 MW.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 100% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; EME Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Mission Co. MECI owns 100% of Edison Mission Millennium B.V. which owns 100% of EME Kalayaan B.V. and EME Asia B.V.; EME Kalayaan B.V. owns 1% GP of CBK and EME Caliraya B.V. owns 49% LP of CBK.

(c) Capital invest as of December 31, 2003

Payment to IMPSA under General Engineering services = \$20 million

Equity contribution = \$58.2 million

Equity Guarantee - Under the Capital Contribution Guarantee, EME guarantees its equity contribution obligation of \$56 million (now \$34 million). In the event EME should be down graded below investment grade, EME would be required to provide a letter of credit to back up the uncontributed portion.

(d) Capitalization or total equity = \$107.2 million

Net income after taxes for 2003 = \$4.4 million

(e) (1) Owner's Representative Agreement for onshore services - Entered into between CBK and Edison Mission Services Corporation ("EME Philippines"). EME Philippines provides onshore owner's representative services during the construction period. Total fee is \$1.4 million.

(2) Owner's Representative Agreement for offshore services - Entered into between CBK and Edison Mission Asia ("EME Asia"). EME Asia provides offshore owner's representative services to CBK during the construction period. Total fee is \$765,000.

(3) Management and Technical Services Contract - This is the O&M contract entered into between Edison Mission Power Management Corporation ("KPMC") for 25 years commencing on February 9, 2001. KPMC is a 50/50 joint venture of EMOM Services B.V. and IMPSA Construction and Services B.V. KPMC provides service to manage the repair and operation of CBK. The Fee is US\$500,000 per year escalated according to US Producers Index. CBK is also to reimburse all costs and expenses incurred by KPMC in performing these services. The liability of KPMC shall in no event exceed the Management Fee plus bonus. There are no consequences for the termination of KPMC.

Page 45

### 4.EME09 KALAYAAN POWER MANAGEMENT CORPORATION (FUCO)

(a) Kalayaan Power Management Corporation, a Philippines Corporation, NPC Compound, Kalayaan, Pasig City, Philippines

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Laguna, Philippines

Kalayaan Power Management Corporation ("Kalayaan PMC"), Kalayaan PMC is to provide operation and Power Company Limited ("CBK") which is rehabilitating and upgrading four hydroelectric power plant the province of Laguna, Republic of the Philippines. Under the terms of a management and technical contract between CBK and this project. When this project is completed, the total installed capacity of four hydroelectric facilities will increase from 367.8 MW to approximately 728 MW, as follows: (1) the Kalayaan I facility, a pumped storage facility with two turbine pump units will be upgraded such that both for a total of 336 MW; (2) the Kalayaan II facility, another pumped storage facility, will be completed and consist of two pump units of 174.3 MW each, for a total of 348.6 MW; (3) the Caliraya hydroelectric facility will be upgraded to divert water into two 11.3 MW units, for a total of 22.6 MW; and (4) the Botocan facility will be upgraded to divert water into two 10 MW units, for a total of 20 MW. Each power plant will include associated equipment and interconnecting transmission facilities.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 100% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of the Class D shares). MECI owns 100% of Edison Mission Operation and Management Services B.V., which owns 50% of Kalayaan Power Management Corporation.

(c) Capital invest as of December 31, 2003 = \$0.1 million  
Equity Guarantee - Under the Capital Contribution Guarantee, EME guarantees its equity contribution of \$56 million (now \$34 million). In the event EME should be down graded below investment grade, EME is required to provide a letter of credit to back up the uncontributed portion.

(d) Capitalization or total equity = \$0.3 million  
Net income after taxes for 2003 = \$0.1 million

(c) (1) Owner's Representative Agreement for onshore services - Entered into between CBK and Edison Mission Services Corporation ("EME Philippines"). EME Philippines provides onshore owner's representative services during the construction period. Total fee is \$1.4 million.

(2) Owner's Representative Agreement for offshore services - Entered into between CBK and Edison Mission Asia ("EME Asia"). EME Asia provides offshore owner's representative services to CBK during the construction period. Total fee is \$765,000.

(3) Management and Technical Services Contract - This is the O&M contract entered into between Edison Mission Power Management Corporation ("KPMC") for 25 years commencing on February 9, 2001. KPMC is a 50/50 joint venture of EMOM Services B.V. and IMPSA Construction and Services B.V. KPMC provides service to manage the repair and operation of CBK. The Fee is US\$500,000 per year escalated according to US Producers Index. CBK is also to reimburse all costs and expenses incurred by KPMC in performing these services. The liability of KPMC shall in no event exceed the Management Fee plus bonus. There are no consequences of termination.

#### 4.EME10 ITALIAN VENTO POWER CORPORATION 4 S.R.L. [FUOCO]

(a) Italian Vento Power Corporation 4 S.r.l. ("IVPC"), Via Circumvallazione, 54/h, 83100 Avellino

IVPC is developing 280.7 MW of wind-generated capacity in rural Italy in eleven projects, consisting of 660 kW and 600kW turbines and associated equipment in the following communes (townships):

Page 46

(1) 47 turbines totaling 30 MW in Andretta and Bisaccia; (2) 60 turbines totaling 39.6 MW in Lacedonia and Monteverde; (3) 41 turbines totaling 27.06 MW in Monacilioni, Pielracatella, and Sant Elia; (4) 60 turbines totaling 39.6 MW in Forenza and Maschito; (5) 25 turbines totaling 15 MW in Volturara and Motta Stabiane; (6) 30 turbines totaling 18 MW in Roselo; (7) 47 turbines totaling 30.3 MW in Celle San Vito, Greci and

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(8) 30 turbines totaling 19.8 MW in Panni; (9) 45 turbines totaling 29.7 MW in Bortigiadas, Aggiu  
(10) 34 turbines totaling 22.44 MW in Avigliano; and (11) 14 turbines totaling 9.24 MW in Roseto.  
include transmission lines connecting the generating facilities to the grid, ranging in length fr  
meters to a maximum of 9 kilometers. IVPC is also constructing, but will not own, substations ass  
projects. IVPC also owns and is currently operating a 2.4 MW project in Rocca San Felice consist  
kW turbines and associated equipment.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns  
Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison  
owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International,  
owns 99.97% (100% of the Class A shares) of MECI International B.V. ("MECI") and indirectly owns 0  
through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the C  
MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI;  
Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison  
Co. MECI owns 100% of Edison Mission Wind Power Italy B.V. (formerly IVPC Energy 5 B.V.) ("EMWP"  
50% of IVPC, the foreign utility company.

(c) The capital contribution made by Edison Mission Energy through Edison Mission Wind Power was

Under the terms of the Intercreditor Agreement dated March 3, 2000, to which EMWP is a party, any  
which is widely defined as, essentially, any liability owed by IVPC to EMWP, is subordinated to t  
of IVPC to the banks party thereto, in a manner in which any amount received or otherwise receive  
IVPC may be applied against IVPC's debts to such banks, save for certain excepted payments specif  
referred to as Permitted Distributions.

Under the terms of the Project Finance Facilities Syndicated Credit Agreement dated September 7,  
IVPC, but not EMWP, is a party, there are restrictions imposed upon IVPC on amounts that IVPC may  
otherwise pay to EMWP and in certain circumstances amounts otherwise so distributable or payable  
against the amounts outstanding under that agreement from IVPC to the banks lending thereunder.

EMWP has also pledged its shares to the lenders under the Facilities Agreement referred to above  
financial institutions as security for IVPC's obligations.

(c.1) (a) on March 3, 2000, EMWP and IVPC entered into a "Subordinated Loan Agreement" according  
has undertaken to finance IVPC by way of subordinated loans in the amounts set forth therein; and  
to the "Development Permits for Stages A and B" letter dated March 15, 2000, MECI has undertaken  
International Partnership CV II, inter alia, the obligation to procure that EMWP extends a loan t  
50% of the equity contribution required to be contributed to IVPC with respect to such Stage unde  
Loan, in the event that any Permit for Stages A and B has not been issued.

(d) Capitalization or total equity = (\$9.6 million)  
Net income after taxes for 2003 = \$8.6 million

(e) There are no services contracts between IVPC and any system company.

#### 4.EME11 CONTACT ENERGY LIMITED [FUCO]

(a) Contact Energy Limited ("Contact"), Level 1, Harbour City Tower, 29 Brandon Street, Box 10-7  
New Zealand

Page 47

In March 1999, Edison Mission Energy Taupo Ltd. ("EME Taupo"), an indirect, wholly owned subsidiar  
Mission Energy entered into agreements with the government of New Zealand to acquire 40% of Conta  
owns and operates hydroelectric, geothermal and natural gas-fired power generating plants in New  
total generating capacity of 2,449 MW. Contact also supplies gas and electricity to customers in  
has a minority interest in a power project in Australia. The acquisition was conditioned on the  
government completing an initial public offering of the remaining 60% of Contact, which occurred

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1999. In December 2000, Edison Mission Energy's ownership increased a total of 2.26% due to (i) of shares from the open market and (ii) an additional purchase of shares by Mission Energy Pacific (formerly EME Pacific Holdings ("Pacific")).

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Edison Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01% or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy Co. MECI owns 100% of EME Atlantic Holdings Limited, which owns 100% of EME Ascot Limited, which owns 100% of EME Buckingham Limited, which owns 100% of EME Precision B.V., which owns 100% of Mission Energy Holdings [formerly EME Universal Holdings], which now owns 0.624% of Contact and 100% of Mission Energy Holdings [formerly EME Pacific Holdings], which now owns 50.598% of Contact, the foreign utility through its subsidiaries, now owns 51.2% of Contact.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary Edison Mission Energy Company, in the amount of \$467 million.

In December 2000, EME Taupo transferred its 40% interest in Contact to Pacific as part of a global restructuring of Edison Mission Energy's investment in Contact (the "Transfer"). In connection with the Transfer, Edison Mission Energy entered into a Deed of Covenant in favor of the institutional subscriber of (NZ)\$1 million of the preferred stock issued by EME Taupo in May 1999. This Deed of Covenant requires Edison Mission Energy to compensate the institutional preferred stock subscriber in the event that a private binding ruling issued by the New Zealand Inland Revenue Department ceases to apply as a direct result of the Transfer. Edison Mission Energy will provide any compensation that may become payable by Edison Mission Energy under the further Deed of Covenant to that necessary to keep the preferred stock subscriber in the same position that it would have been in if the private binding ruling continued to apply. Also in December 2000, Edison Mission Energy's ownership increased a total of 2.26% due to (i) Contact's buyback of shares from the open market and (ii) an additional purchase of shares by Pacific. In June of 2001, the existing EME Taupo and Pacific redeemable preference shares were redeemed and Pacific issued new redeemable preference shares.

The redemption of the NZ\$400 million preferred stock was funded by the issue of preferred stock to Contact Finance Limited and also by borrowings from CSFB for the US dollar equivalent of NZ\$386,500,000.

(d) Capitalization or total equity = \$527.9 million  
Net income after taxes for 2003 = \$39.6 million

(e) There are no service, sales or construction agreements between Contact and any system companies.

#### 4.EME12 TRI ENERGY COMPANY LIMITED [FUCO]

(a) Tri Energy Company Limited ("Tri Energy"), 16th Floor, Grand Amarin Tower, New Petchburi Road, Bangkok 10320 Thailand

Tri Energy's facilities consist of a 700 MW gas turbine combined cycle facility located in Ratchaburi, west of Bangkok, Thailand, and interconnection equipment necessary to connect the facility with the national grid.

Page 48

the company's wholesale purchaser, the Electricity Generating Authority of Thailand. Tri Energy became operational on June 30, 2000.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Edison Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01% or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy Co. MECI owns 100% of EME Atlantic Holdings Limited, which owns 100% of EME Ascot Limited, which owns 100% of EME Buckingham Limited, which owns 100% of EME Precision B.V., which owns 100% of Mission Energy Holdings [formerly EME Universal Holdings], which now owns 0.624% of Contact and 100% of Mission Energy Holdings [formerly EME Pacific Holdings], which now owns 50.598% of Contact, the foreign utility through its subsidiaries, now owns 51.2% of Contact.

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MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Co. MECI owns 100% of EME Tri Gen B.V., which owns 25% of Tri Energy Company Limited, the foreign company.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary EME Tri Gen amount of \$23.3 million.

(d) Capitalization or total equity = \$24.5 million  
Net income after taxes for 2003 = \$2.7 million

(e) Edison Mission Energy Asia Pacific Pte Ltd. ("EME Asia") and Tri Energy have entered into an Agreement and an Offshore Service Agreement. Under the Onshore Service agreement, EME Asia is to provide managerial, professional and technical services within Thailand to Tri Energy for a fixed annual fee of \$385,000. Under the Offshore Service agreement, EME Asia is to provide managerial, professional services outside of Thailand on an hourly fee basis. As of December 31, 2003, EME Asia has received \$0.

### 4.EME13 IBERICA DE ENERGIAS, S.A. [FUCO]

(a) Iberica de Energias, S.A. ("Iberica"), Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain

Iberica's facilities consist of the following fifteen mini-hydroelectric facilities which are currently producing a total of 48.55 MW:

Quintana: 1.48MW facility in Herrera de Valdecana, Palencia

La Flecha: 2.66MW facility in Arroyo Encomienda, Valladolid

Toro: 4.50MW facility in Toro, Zamora

Tudela: 1.48MW facility in Tudela de Duero, Valladolid

Sardon Bajo: 1.60MW facility in Villabanez, Valladolid

Bocos: 1.60MW facility in Bocos de Duero, Valladolid

Monasterio: 1.60MW facility in Quintanilla de Arriba, Valladolid

Logrono: 3.68MW facility in Logrono, La Rioja

Mendavia: 5.60MW facility in Mendavia, Navarra

La Ribera: 4.40MW facility in Pradejon, La Rioja

Gelsa: 7.20MW facility in Gelsa, Zaragoza

Alos: 4.80MW facility in Alos de Balaguer, Lerida

Castellas: 2.25MW facility in Valls de Aguilar, Lerida

Sossis: 3.3MW facility in Pyrenees (Lerida)

Olvera: 2.4MW facility in south of Spain (Jaen)

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Co. MECI owns 10% of Hydro Energy B.V. and indirectly through its wholly owned subsidiary Iberia Amsterdam B.V. owns the remaining 90% of Hydro Energy B.V.; Hydro Energy B.V. owns 96.65% of Iberian Hy-Power Amsterdam B.V. owns the remaining 3.35% of the foreign utility company, and Iberian Hy-Power Amsterdam B.V. owns the remaining 3.35%.

Page 49

(c) The capital contribution made by Edison Mission Energy through its subsidiary Iberian Hy-Power Amsterdam B.V. was \$21,992,654. In August, 1993, MECI, through its 34% ownership interest and its direct ownership interest in Hydro Energy B.V., acquired an aggregate 40.6% interest in Energias Hidraulicas, S.A. Energias Hidraulicas, S.A., the hydroelectric development subsidiary of Vivendi (formerly Compagne Generale des Eaux de Paris). Subsequently, EH sold Iberica and Mediterraneo to Hydro Energy B.V. Compagne Generale des Eaux de Paris

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utility company. EH is a Spanish holding company which will develop water right concessions, but operating facilities. During 1996, the five facilities previously owned by Compania Mediterranea S.A., were merged into Iberica. Also in 1996, Energias Hidraulicas' name was changed to Edison M Espana, S.A. During 1997, EH, Hidroelectrica de Sossis S.A. and Hidroelectrica de Olvera S.A. were merged into Iberica.

In connection with the acquisition of EH, Vivendi provided to Iberica and Mediterranea a 10-year guaranty, which allowed Iberica and Mediterranea to secure non-resource project financing. Consideration paid to Vivendi for the acquisition of Iberica and Mediterranea included the assumption of Hydro Energy B's existing loan with deferred payments to Vivendi beginning in 1999 and ending in 2003. On September 30, 2003, the loan was repaid to Vivendi in full.

(d) Capitalization or total equity = \$59.7 million  
Net income after taxes for 2003 = (\$2.1 million)

(e) There is a management fee agreement between Iberica and Electro Metalurgica del Ebro S.L. (EMESA) which provides administrative and financial services to EMESA. As of December 31 2003, EMESA has paid \$2.1 million for services rendered under this management fee arrangement.

### 4.EME14 ELECTROMETALURGICA DEL EBRO, S.A. [FUOCO]

(a) Electrometalurgica del Ebro, S.A. ("EMESA"), Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain

EMESA's facilities consist of three mini-hydroelectric facilities (Sastago I, Sastago II and Menzagor) near the Ebro River in Zaragoza. The three mini-facilities are masonry weir, concrete intake structures and produce power of producing 3 MW, 17.3 MW and 13 MW, respectively.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MECI International B.V. ("MECI") and indirectly owns 0.01% through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Mission Energy Co. MECI owns 10% of Hydro Energy B.V. and indirectly through its wholly owned subsidiary Iberian Hy-Power Amsterdam B.V. owns the remaining 90% of Hydro Energy B.V.; Hydro Energy B.V. owns 96.65% of Iberian Hy-Power and Iberian Hy-Power Amsterdam B.V. owns the remaining 3.35%; Iberica de Energias owns 91.32% of Edison International, a foreign utility company.

(c) The capital contribution made by MECI through Iberian Hy-Power Amsterdam B.V. was \$63,266.

(d) Capitalization or total equity = \$9.5 million  
Net income after taxes for 2003 = \$2.1 million

(e) There is a management fee agreement between Iberica and Electro Metalurgica del Ebro S.L. (EMESA) which provides administrative and financial services to EMESA. As of December 31 2003, EMESA has paid \$2.1 million for services rendered under this management fee arrangement.

Page 50

### 4.EME15 PERTH POWER PARTNERSHIP [FUOCO] - SUCCESSOR OF INTEREST TO KWINANA POWER PARTNERSHIP ("KPP")

(a) Perth Power Partnership ("PPP") (formerly Kwinana Power Partnership), James Court, Kwinana Bayswater, Western Australia.

PPP's facilities used for the generation, transmission, or distribution of electric energy for sale consist of a 116 MW gas-fired combined cycle cogeneration plant at the oil refinery owned and operated by British Petroleum.

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Refinery Proprietary Limited at Kwinana near Perth, Australia, and interconnection equipment needed to connect the plant with the refinery and with PPP's wholesale purchaser, Western Power Corporation. KPP commenced operation in December 1996. On August 11, 2000, KPP sold 30% of the facilities and obligations related to the facilities to SembCorp Energy (Kwinana) Pte Ltd. (SembCorp). KPP and SembCorp simultaneously formed a partnership to directly own the facilities. SembCorp owns a 30% partnership interest in PPP, and KPP owns a 70% partnership interest. The partners of KPP continue to be MEC Perth B.V. (99%) and Mission Energy Pty Ltd. (1%).

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 100% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy Co. MECI owns 100% of MEC Perth B.V.; MEC Perth B.V. owns 99% of KPP, which owns 70% of PPP, the foreign utility company. MECI also directly owns 100% of Loy Yang Holdings Pty Ltd, which owns 100% of Edison Mission Energy Holdings Pty Ltd, which owns 100% of Mission Energy (Kwinana) Pty Ltd, which owns the remaining 100% of PPP, the foreign utility company.

(c) The only outstanding guarantee by Edison Mission Energy or a subsidiary in relation to PPP is the MOMI Guarantee and Indemnity dated March 21, 1995, between KPP and Edison Mission Operation & Maintenance, Inc. ("MOMI Guarantee") (assigned to PPP on August 11, 2000). The MOMI Guarantee is given to Edison Mission Operation & Maintenance, Inc. to guarantee the operations of Edison Mission Operations (Kwinana) Pty Ltd under the Edison Mission Operation and Maintenance Agreement dated March 21, 1995.

(d) Capitalization or total equity = \$35 million  
Net income after taxes for 2003 = \$0.7 million

(e) The Administrative Support Agreement dated March 21, 1995, between Edison Mission Energy Holdings Pty Ltd and KPP (assigned to PPP pursuant to Assumption Deed dated August 8, 2000). Under the Administrative Support Agreement, Edison Mission Energy Holdings Pty Ltd agrees to provide personnel and administrative services (e.g., accounting, banking and tax, business promotion) to KPP to assist KPP in fulfilling its obligations under the Edison Mission Syndicated Project Facility Agreement dated March 21, 1995.

The Operation and Maintenance Agreement ("OMA") between Mission Operations (Kwinana) Pty Limited and Edison Mission Operation & Maintenance Pty Ltd dated March 21, 1995 (amended and restated pursuant to Deed of Amendment and Restatement dated August 7, 2000) assigned to PPP on August 11, 2000.) The OMA appoints an indirect, wholly owned subsidiary of Mission Operations (Kwinana) Pty Ltd ("EMOK") to operate and maintain the Kwinana cogen plant and equipment. EMOK received \$413,000 in compensation as operator in 2003.

Under the Professional and Administrative Services Agreement ("PASA") between EMOK and Edison Mission Operations (Kwinana) Pty Ltd. ("EMEH") dated March 17, 1995, EMEH agrees to provide professional and administrative services (e.g., accounting, banking and tax, business promotion) and staff to EMOK to assist EMOK in fulfilling its obligations under the OMA. EMEH received \$0 in compensation under the PASA in 2003.

Under the Technical Support Agreement ("TSA") between Edison Mission Operation and Maintenance, Inc. and Edison Mission Operation & Maintenance Pty Ltd dated March 17, 1995, EMOMI provides

Page 51

technical support, (i.e., personnel and knowledge) to EMOK to enable EMOK to comply with its obligations under the OMA. EMOMI received \$0 in compensation under the TSA in 2003.

4.EME16 DOGA ENERJI URETIM SANAYI VE TICARET L.S. [FUCO]

(a) Doga Enerji Uretim Sanayi ve Ticaret L.S. ("Doga"), Merkez Mahallesi, Birlik Caddesi 11/8, Etiler, Beşiktaş, Istanbul, Turkey

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Doga's facility used for the generation, transmission, or distribution of electric energy for sale. Doga is a 180 MW combined cycle turbine cogeneration plant in Istanbul, Turkey. Doga became operational in 1999.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison International owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy Co. MECI owns 100% of MEC Esenyurt B.V.; MEC Esenyurt B.V. owns 80% of Doga, the foreign utility company.

(c) In connection with the financing of Doga, Edison Mission Operation & Maintenance, Inc. ("EMOMI") has provided a guarantee ("EMOMI Guarantee"), has guaranteed (for the benefit of Doga and the Banks) the fulfillment of the obligations of Doga Isletme ve Bakim Ticaret L.S. (as operator) to Doga under the Operation and Maintenance Agreement for the operation and maintenance of the power plant. The maximum amount payable by EMOMI under the EMOMI Guarantee is capped at the base fee paid in any given year (no more than \$1 million per year).

The capital contribution made by Edison Mission Energy through MEC Esenyurt B.V. was \$31.4 million.

(d) Capitalization or total equity = \$32.1 million  
Net income after taxes for 2003 = \$3.2 million

(e) There are no contracts between Doga and any system company.

#### 4.EME17 PT. PAITON ENERGY [FUOCO]

(a) PT. Paiton Energy ("Paiton"), Jl. Raya Surabaya Situbondo KM 141, Paiton 67291, Probolinggo, Indonesia

Paiton's facilities consist of two coal-fired electric generating units in Paiton, Indonesia, on the Java coast, both of which achieved commercial operation during 1999. Each unit has a nominal net capacity of 605 MW and is comprised of a boiler and steam turbine generator with ancillary facilities. The units share a control room.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Mission Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison International owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% of MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy Co. MECI directly owns 99% of MEC Indonesia B.V. and through its wholly owned subsidiary MEC International Holdings B.V. indirectly owns the remaining 1% of MEC Indonesia B.V.; MEC Indonesia B.V. owns 40% of Paiton Energy, the foreign utility company.

Page 52

(c) Capital contribution made by Edison Mission Energy through its subsidiary MEC Indonesia B.V. in the amount of \$125,694,200. Edison Mission Energy and its wholly owned affiliates, MEC Indonesia B.V., MEC International B.V., and MEC International Holdings B.V. ("Mission Affiliates") have undertaken the following obligations:

The project is financed by multiple credit facilities (the "Credit Facilities"), of varying terms provided by the Export-Import Bank of the United States, the Japan Bank for International Cooperation, the Private Investment Corporation and commercial banks. The project also contains financing in the form of the proceeds of \$180,000,000 of bonds issued in reliance upon Rule 144A.

The following is a listing of the various obligations of EME with respect to the Paiton Project:

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Guarantees Related to Equity Infusion. EME and its wholly-owned affiliates (MEC Interna

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MEC International Holdings, B.V. and MEC Indonesia (the "Mission Affiliates")) have undertaken the obligations:

Equity Support Guarantee. EME and the Mission Affiliates have guaranteed payment of 47.06% of the

-----  
obligations to contribute base equity, overrun equity and contingent overrun equity to the Paiton Project. EME and the Mission Affiliates' obligations are \$320,008,000 for base equity (as of December 31, 1999 these obligations had been fully funded), \$82,355,000 for overrun equity (as of September 30, 2000, this amount had been fully funded), and \$58,825,000 for contingent overrun equity (as of December 31, 2003, \$14,067,784 remains outstanding). The total EME/Mission Affiliates' commitment is \$461,188,000.

(a) Overrun Equity. Overrun Equity in the amount of \$82,355,000 (EME/Mission Affiliates' portion)

-----  
is for costs incurred by the Paiton Project that were not included in the project budget and are not otherwise covered by third parties such as insurers or the construction contractor.

(b) Contingent Overrun Equity. Contingent Overrun Equity in the amount of \$58,825,000 (EME/Mission Affiliates' portion) will be utilized on the same basis as Overrun Equity once the Overrun Equity has been fully utilized.

-----  
Equity has been fully utilized.

(c) BHP Loans. EME has agreed to lend 47.06% of the equity amount required to be contributed by

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P.T. Batu Hitam Perkasa, an Indonesian limited liability company, and 15% share of Edison Mission Energy Indonesia (the "BHP Loans"). The BHP Loans are to be repaid out of PE dividends, carry a rate of Libor plus 2.25%, a term of 20 years. The BHP Loan obligation is included in Edison Mission Energy's Support Agreement commitment and accounts for \$21,459,360 of that obligation. The BHP Loans have been fully funded.

(d) Capitalization or total equity = \$159 million  
Net loss after taxes for 2003 = \$34.2 million

(e) Edison Mission Energy Asia Pte Ltd., a wholly owned subsidiary of MEC International B.V., has entered into an Operation and Maintenance Agreement with Paiton to provide operation and maintenance services. The obligations under the Operation and Maintenance Agreement have been assumed by P.T. Edison Mission Operation Indonesia ("PTEMO&M"), another indirect subsidiary of Edison Mission Energy. PTM&M has received fees from Paiton in 2003.

4.EME18 ISAB ENERGY, s.r.l. [FUCO]

(a) ISAB Energy, s.r.l. ("ISAB"), Corso Gelone No. 103, Siracusa, Sicily, Italy

ISAB's facilities consist of a 512 MW integrated gasification and combined cycle power plant, located in Gargallo, 8 kilometers from Siracusa, Sicily. ISAB became operational in April 2000.

Page 53

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns 100% of Edison Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI; EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Energy.

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Co. MECI directly owns 100% of MEC Priolo B.V.; MEC Priolo B.V. owns 49% of ISAB, the foreign ut

(c) In connection with the refinancing of ISAB in June 2000, (i) the partners agreed to reduce t subordinated debt required from 25% of project costs to 10%, and (ii) Edison Mission Energy guara benefit of the banks financing the construction of the power plant) MEC Priolo B.V.'s obligation ISAB equity and subordinated debt totaling \$45,133,150. In connection with the financing of ISA Mission Operation & Maintenance, Inc. ("EMOMI") pursuant to a guarantee (the "EMOMI Guarantee") h (for the benefit of ISAB and the banks financing the construction of the ISAB power plant) ISAB E financial obligations (as the operator) to ISAB under the Operation and Maintenance Agreement for and maintenance of the power plant. The maximum payable by EMOMI under the EMOMI Guarantee is ca mobilization fee or base fee paid in any given year (anywhere from \$3-5 million per year). Deasp (capped at base or mobilization fee - less than \$1 million per year).

(d) Capitalization or total equity = \$126 million  
Net income after taxes for 2003 = \$30.6 million

(e) ISAB and Edison Mission Energy Limited ("EMEL") entered into a Secondment Agreement on Janua wherein EMEL seconds certain of its employees to ISAB to assist in areas related to ISAB's busine project management). Under this agreement, EMEL has received compensation in the amount of \$0 fo

Mission Energy Italia s.r.l. ("MEI") and ISAB have entered into a Secondment Agreement effective (amended October 1, 2000), wherein MEI seconds certain of its employees to ISAB to assist in area ISAB's business (i.e., project control and general management). Under this Secondment Agreement, received \$14,000 for the year ended December 31, 2003.

EMEL entered into a Sponsor Support Agreement with ISAB effective January 1, 1997 (amended Octobe wherein EMEL provides activities to ISAB in the areas which include the following: financial mod administration; maintenance and development of relationship with lenders to ISAB; advice on finan and development of relationship with insurance companies; maintenance and development of relation international law firms; supervision and preparation of legal contracts and provide interpretatio contracts. During 2003, EMEL has received \$62,000 under this Sponsor Support Agreement.

#### 4.EME19 DERWENT COGENERATION LIMITED [FUCO]

(a) Derwent Cogeneration Limited ("Derwent"), Lansdowne House, Berkeley Square, London W1X 5DH E The 214 MW plant at Spondon, Derbyshire, England, went into operation in 1995.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0 through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the C MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Co. MECI owns 100% of Mission Energy Company (UK) Limited which owns 33% of Derwent, the foreign

Page 54

(c) Total capital contribution = \$3 million

(d) Capitalization or total equity = \$3.6 million  
Net income after taxes for 2003 = \$4.6 million

(e) Edison Mission Services Limited (formerly Mission Energy Services Limited) ("EMSL") provided management services to Derwent throughout the construction phase of the project and is now the op facility. EMSL is to receive a fee of \$3,266,808 per year for operation and maintenance services reimbursement from Derwent for expenditures incurred for operation and maintenance services. EMS

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\$3.2 million in fees in 2003.

### 4.EME20 LAKELAND POWER LTD. [FUCO]

(a) Lakeland Power Ltd. ("Lakeland"), Roosecote Power Station, Barrow-in-Furness, Cumbria, England

Lakeland's facilities consist of a 220 MW gas-fired combined cycle electricity generation plant.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01% or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Mission Co. MECI owns 1% of Pride Hold Limited and 100% of Mission Energy Company (UK) Limited; Mission Energy Company (UK) Limited owns 99% of Pride Hold Limited. Pride Hold Limited owns 100% of Lakeland Power Ltd. utility company.

(c) The capital contribution made by Edison Mission Energy through its subsidiary Pride Hold Limited is \$0.

(d) Capitalization or total equity = \$0  
Net income after taxes for 2003 = \$0

(e) There are no contracts between Lakeland and any system company.

### 4.EME21 ECOELECTRICA LP [FUCO]

(a) EcoElectrica L.P. ("EcoElectric"), a Bermuda limited partnership ("EcoElectrica") Plaza Scotcher 902, Avenida Ponce de Leon 273, Hato Rey, Puerto Rico 00918

EcoElectrica owns and operates a liquefied natural gas marine unloading facility, two 1,000,000-bbl storage tanks, LNG vaporization equipment, an approximately 461 MW cogeneration power plant facility with two natural gas turbines and one steam turbine, and a desalination plant, located in Penuelas, Puerto Rico. EcoElectrica also owns and operates: a 2.3 mile, 230 kV transmission line connecting the power plant to an existing Puerto Rico Electric Power Authority ("PREPA") substation, a 1.2 mile, 24 inch diameter gas accumulator pipeline, a 3.5 mile, 10 inch diameter pipeline to supply liquefied petroleum gas to the power facility, and a 1.1 mile, 6 to 8 inch diameter pipeline connecting the natural gas accumulator to the Sur Power Plant. EcoElectrica became operational in March 2000.

(b) Edison International owns 100% of Edison Mission Group Inc.; Edison Mission Group Inc. owns Energy Holding Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison owns 100% of Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.01% through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class C shares of MECI, and EME Southwest Power Corporation, which owns 0.01% or 100% of the Class C shares of MECI; Edison Energy owns 0.01% (100% of the

Page 55

Class D shares) of MECI through its wholly owned subsidiary Edison Mission Project Co. MECI owns EcoElectrica S.a.r.l; EcoElectrica S.a.r.l. owns 100% of EME del Caribe Holding GmbH; EME del Caribe owns 100% of EME del Caribe; EME del Caribe owns 50% of EcoElectrica Holdings, Ltd.; EcoElectrica Holdings, Ltd. owns 100% of EcoElectrica Ltd. and 99%LP of EcoElectrica; EcoElectrica Ltd. owns 1%GP of EcoElectrica foreign utility company.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary EcoElectrica

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amount of \$258 million.

The following is a listing of the various obligations of Edison Mission Energy with respect to Eco

EcoElectrica entered into an Option to Purchase Agreement with Union Carbide Caribe Inc. ("UCCI")  
EcoElectrica agreed to indemnify UCCI with respect to certain post-closing activities (property damage,  
personal injury) and environmental contamination on the plant site. This indemnity obligation was assumed by  
Enron Power Corp. and Kenetech Energy Systems Inc., ("KES") pursuant to a Guaranty dated November 1997  
("UCCI Guaranty").

Edison Mission Energy was required to execute a Guarantee Assumption Agreement under which Edison  
agreed to assume all of the obligations of KES under the UCCI Guaranty.

(d) Capitalization or total equity = \$31.2 million  
Net income after taxes for 2003 = \$8.3 million

(e) Assignment and Assumption Agreement: On October 31, 1997, KES Bermuda, Inc. and EcoElectrica entered into  
that certain Administrative Services Agreement pursuant to which KES Bermuda, Inc. receives a fee for  
reimbursement in return for providing advisory services to EcoElectrica. As of December 23, 1998, KES Bermuda, Inc.  
Inc. assigned its rights, title and interests under said agreement to EME del Caribe. As of December 31, 1998,  
EME del Caribe has received \$762,000 for providing services to EcoElectrica.

Page 56

EXHIBIT A

A CONSOLIDATING STATEMENT OF INCOME AND SURPLUS OF THE  
CLAIMANT AND ITS SUBSIDIARY COMPANIES FOR THE LAST CALENDAR YEAR,  
TOGETHER WITH A CONSOLIDATING BALANCE SHEET OF CLAIMANT AND ITS  
SUBSIDIARY COMPANIES AS OF THE CLOSE OF SUCH CALENDAR YEAR.

Consolidating statements of income and surplus for the year ended December 31, 2003, and  
balance sheets as of December 31, 2003, for the claimant and its subsidiary companies.

EXHIBIT B

AN ORGANIZATIONAL CHART SHOWING THE RELATIONSHIP OF EACH EWG  
OR FOREIGN UTILITY COMPANY TO ASSOCIATE COMPANIES IN THE HOLDING  
COMPANY SYSTEM.

The above-named claimant has caused this statement to be duly executed on its behalf by  
officer on this 27th day of February, 2004.

EDISON INTERNATIONAL

By: Kenneth S. Stewart  
-----  
Kenneth S. Stewart  
Assistant General Counsel

Corporate Seal  
Attest:

Bonita J. Smith

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-----  
 Bonita J. Smith  
 Assistant Secretary

NAME, TITLE AND ADDRESS OF OFFICER TO WHOM NOTICES AND CORRESPONDENCE CONCERNING THIS STATEMENT S  
 ADDRESSED:

Kenneth S. Stewart Assistant General Counsel  
 -----  
 (Name) (Title)  
 2244 Walnut Grove Avenue, Post Office Box 999, Rosemead, CA 91770  
 -----  
 (Address)

Page 57

SCHEDULE I  
 SOUTHERN CALIFORNIA EDISON COMPANY  
 ELECTRIC GENERATING PROPERTIES

Page 58

SCHEDULE I  
 SOUTHERN CALIFORNIA EDISON COMPANY  
 ELECTRIC GENERATING PROPERTIES

Name of Plant	Location County	Unit No.	Date of Operation	Ge Na Ra
MAIN SYSTEM - SCE OWNED				
COAL:				
Four Corners Owned by Others - 52%	San Juan, NM	4	07/01/1969	---
Owned by SCE - 48%				
Owned by Others - 52%		5	07/01/1970	---
Owned by SCE - 48%				
			TOTAL SCE	==
Mohave Owned by Others - 44%	Clark, NV	1	04/01/1971	---
Owned by SCE - 56%				
		2	10/01/1971	

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Owned by Others - 44%

Owned by SCE - 56%

TOTAL SCE

TOTAL COAL

NUCLEAR:

San Onofre	San Diego	1	01/01/1968
Owned by Others - 20%			
Owned by SCE - 80%			
		2	08/08/1983
Owned by Others - 24.95%			
Owned by SCE - 75.05%			
		3	04/01/1984
Owned by Others - 24.95%			
Owned by SCE - 75.05%			

TOTAL SCE

Palo Verde	Maricopa, AZ	1	02/01/1986
Owned by Others - 84.2%			
Owned by SCE - 15.8%			
		2	09/19/1986
Owned by Others - 84.2%			
Owned by SCE - 15.8%			

Page 59

Name of Plant	Location County	Unit No.	Date of Operation
		3	01/20/1988
Owned by Others - 84.2%			
Owned by SCE - 15.8%			
			TOTAL SCE

TOTAL NUCLEAR:

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HYDRO:

NORTHERN REGION HYDROELECTRIC PLANTS:

Big Creek #1	Fresno	1	11/08/1913
		2	11/08/1913
		3	07/12/1923
		4	06/08/1925
			-----
			TOTAL PLANT
Big Creek #2	Fresno	3	12/18/1913
		4	01/11/1914
		5	02/01/1921
		6	03/31/1925
			-----
			TOTAL PLANT
Big Creek #2A	Fresno	1	08/06/1928
		2	12/21/1928
			-----
			TOTAL PLANT
Big Creek #3	Fresno & Madera	1	10/03/1923
		2	09/30/1923
		3	10/05/1923
		4	04/28/1948
		5	02/24/1980
			-----
			TOTAL PLANT
Big Creek #4	Fresno & Madera	1	06/12/1951
		2	07/02/1951
			-----
			TOTAL PLANT
Big Creek #4 Dam 7 (fishwater generator)	Fresno & Madera		
Big Creek #8	Fresno	1	08/16/1921
		2	06/08/1929
			-----
			TOTAL PLANT
Mammoth Pool	Madera	1	03/28/1960
		2	03/28/1960
			-----
			TOTAL PLANT

Page 60

Name of Plant	Location County	Unit No.	Date of Operation	Ge Na Ra
-----				
NORTHERN REGION HYDROELECTRIC PLANTS				

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(continued)

Mammoth Pool - Res. (fishwater generator)	Madera		
Portal	Fresno	1	12/22/1956
John S. Eastwood	Fresno	1	12/01/1987

TOTAL NORTHERN REGION HYDRO  
PLANTS

EASTERN REGION HYDROELECTRIC PLANTS:

Fontana	San Bernardino	1	12/22/1917
		2	12/22/1917
			-----
			TOTAL PLANT

Kaweah #1	Tulare	1	05/25/1929
-----------	--------	---	------------

Kaweah #2	Tulare	2	09/13/1929
-----------	--------	---	------------

Kaweah #3	Tulare	1	05/29/1913
		2	05/29/1913

-----  
TOTAL PLANT

Kern River #1	Kern	1	05/19/1907
		2	06/07/1907
		3	07/29/1907
		4	06/27/1907

-----  
TOTAL PLANT

Kern River #3	Kern	1	05/13/1921
		2	03/22/1921

-----  
TOTAL PLANT

Kern River Borel	Kern	1	12/31/1904
		2	12/31/1904
		3	01/23/1932

-----  
TOTAL PLANT

Lytle Creek	San Bernardino	1	10/23/1904
		2	09/15/1904

-----  
TOTAL PLANT

Ontario #1	Los Angeles	1	12/00/1902
		2	12/00/1902
		3	12/00/1902

-----  
TOTAL PLANT

Ontario #2	Los Angeles	1	06/13/1963
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Page 61

Name of Plant	Location County	Unit No.	Date of Operation	Ge Na Ra
EASTERN REGION HYDROELECTRIC PLANTS (continued)				
San Gorgonio #1*	Riverside	1	12/05/1923	
San Gorgonio #2* (Slated for decommissioning)	Riverside	1	12/17/1923	
Santa Ana #1	San Bernardino	1	02/14/1899	
		2	02/10/1899	
		3	01/09/1899	
		4	01/10/1899	
			-----	
			TOTAL PLANT	
Santa Ana #3 [Santa Ana #2&#3 replaced by new Santa Ana #3 plant]	San Bernardino	1	11/16/1999	
Sierra	Los Angeles	1	01/12/1922	
		2	02/16/1922	
			-----	
			TOTAL PLANT	
Tule River	Tulare	1	09/14/1909	
		2	09/14/1909	
			-----	
			TOTAL PLANT	
Mill Creek #1	San Bernardino	1	09/07/1893	
Mill Creek #2*	San Bernardino	1	08/03/1904	
Mill Creek #3	San Bernardino	3	03/20/1903	
		4	01/23/1904	
		5	03/03/1904	
			-----	
			TOTAL PLANT	
Bishop Creek #2	Inyo	1	11/00/1908	
		2	11/00/1908	
		3	06/00/1911	
			-----	
			TOTAL PLANT	
Bishop Creek #3	Inyo	1	06/12/1913	
		2	06/12/1913	
		3	06/12/1913	
			-----	
			TOTAL PLANT	
Bishop Creek #4	Inyo	1	09/20/1905	
		2	09/20/1905	
		3	00/00/1906	
		4	10/01/1907	

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		5	00/00/1909
			-----
			TOTAL PLANT
Bishop Creek #5	Inyo	1	05/30/1943
		2	06/01/1919
			-----
			TOTAL PLANT

\*Not operational; currently being decommissioned.

Page 62

Name of Plant	Location County	Unit No.	Date of Operation	Ge Na Ra
EASTERN REGION HYDROELECTRIC PLANTS (continued)				
Bishop Creek #6	Inyo	1	03/12/1913	
Lundy	Mono	1	12/09/1911	
		2	02/02/1912	
			-----	
			TOTAL PLANT	
Poole	Mono	1	00/00/1924	
Rush Creek	Mono	1	10/17/1916	
		2	12/11/1917	
			-----	
			TOTAL PLANT	
			TOTAL EASTERN REGION HYDRO PLANTS	==
			TOTAL HYDRO PLANTS	==

TOTAL SCE OWNED RESOURCES (MAIN SYSTEM)

ISOLATED SYSTEMS:

Pebble Beach (Diesel)	Los Angeles (Catalina)	7	07/03/1958
		8	06/26/1963
		10	07/25/1966
		12	06/18/1976
		14	10/24/1986
		15	12/31/1995
			-----
			TOTAL PLANT
Catalina Hydro	Los Angeles	1	05/05/1983
		2	07/24/1985
		3	07/24/1985

-----  
TOTAL PLANT  
==

TOTAL SCE OWNED RESOURCES:

TOTAL ISOLATED SYSTEMS RESOURCES  
==

Page 63

EXHIBIT A  
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS  
CONSOLIDATING BALANCE SHEETS

Page 64

EXHIBIT A  
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS  
CONSOLIDATING BALANCE SHEETS

Attached hereto as Exhibit A are the following financial statements dated as of December 31, 2003, or for the year then ended:

Consolidating Balance Sheet and Consolidating Statements of Income and Retained Earnings, unless otherwise noted:

- Part 2-----
- Edison International and Subsidiaries
  - Southern California Edison Company and Subsidiaries
  - Southern California Edison Company and Subsidiaries
    - Equity Investments
  - Edison Ventures and Subsidiaries
  - Edison Mission Group Inc. and Subsidiaries
  - Edison Enterprises and Subsidiaries
  - Edison Source and Subsidiaries
  - Edison Technology Solutions and Subsidiaries
  - Edison Technology Solutions and Subsidiaries
    - Equity Investments
  - Mission Energy Holding Company and Subsidiaries

-----Part 3-----

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Edison Capital and Subsidiaries  
Consolidating Balance Sheet  
Consolidating Statements of Income and Retained Earnings

-----Part 4-----

Edison Capital and Subsidiaries  
Equity Investments in Real Estate Limited Partnerships  
[Based on financial statements as of December 31, 2001]  
Mission Land Company and Subsidiaries  
Mission Power Engineering Company and Subsidiaries

-----Part 5-----

Edison Mission Energy and Subsidiaries  
Consolidating Balance Sheet  
Consolidating Statements of Income and Retained Earnings  
Equity Investments

-----Part 6-----

Edison Mission Energy Fuel and Subsidiaries  
Edison Mission Holdings Co. and Subsidiaries  
EME CP Holdings Co. and Subsidiaries  
EME Eastern Holdings Co. and Subsidiaries  
Midwest Generation EME, LLC and Subsidiaries  
Mission del Cielo, Inc. and Subsidiaries  
Mission Energy Holdings International, Inc. and Subsidiaries  
Mission Energy Wales Company and Subsidiaries  
MEW, Mission Hydro Limited Partnership and Subsidiaries  
MEW, MHLP, EME Generation Holdings Limited and Subsidiaries  
MEW, MHLP, EGHI, EME Victoria Generation Limited and Subsidiaries  
MEW, MHLP, EGHI, FFH No. 1 Limited and Subsidiaries  
MEW, MHLP, EGHI, Loyvic Pty. Ltd. and Subsidiaries

Page 65

-----Part 7-----

MEC International B.V. and Subsidiaries  
MECI, EcoElectrica S.a.r.l. and Subsidiaries  
MECI, Edison Mission Millennium B.V. and Subsidiaries  
MECI, Edison Mission Operation & Maintenance Services B.V. and Subsidiaries  
MECI, EME Atlantic Holdings Limited and Subsidiaries  
MECI, EMEA, Mission Energy Universal Holdings and Subsidiaries

-----Part 8-----

MECI, Global Generation B.V. and Subsidiaries  
MECI, GGBV, Edison First Power Holdings II and Subsidiaries  
MECI, GGBV, EFPHII, Edison First Power Holdings I and Subsidiaries  
MECI, GGBV, EFPHII, EFPHI, Maplekey Holdings Limited and Subsidiaries  
MECI, Hydro Energy B.V. and Subsidiaries  
MECI, Iberian Hy-Power Amsterdam B.V. and Subsidiaries  
MECI, Latrobe Power Pty Ltd and Subsidiaries  
MECI, Latrobe Valley B.V. and Subsidiaries  
MECI, Loy Yang Holdings Pty Ltd and Subsidiaries  
MECI, Loy Yang, Edison Mission Energy Holdings Pty Ltd and Subsidiaries

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MECI, Loy Yang, Latrobe Power Pty Ltd and Subsidiaries  
MECI, Loy Yang, Mission Energy Ventures Australia Pty Ltd and Subsidiaries  
MECI, Loy Yang, Traralgon Power Pty. Ltd. and Subsidiaries

-----Part 9-----

MECI, Majestic Energy Limited and Subsidiaries  
MECI, MEC Esenyurt B.V. and Subsidiaries  
MECI, MEC International Holdings B.V. and Subsidiaries  
MECI, MEC Java B.V. and Subsidiaries  
MECI, MEC Java, Edison Mission Energy Asia Pte Ltd. and Subsidiaries  
MECI, MEC Perth B.V. and Subsidiaries  
MECI, MEC San Pascual B.V. and Subsidiaries  
MECI, MEC Wales B.V. and Subsidiaries  
MECI, MEC Wales, Mission Hydro Limited Partnership and Subsidiaries  
MECI, MEC Wales, MHLP, EME Generation Holdings Limited and Subsidiaries  
MECI, MEC Wales, MHLP, EGHI, EME Victoria Generation Limited and Subsidiaries  
MECI, MEC Wales, MHLP, EGHI, FFH No. 1 Limited and Subsidiaries  
MECI, MEC Wales, MHLP, EGHI, Loyvic Pty. Ltd. and Subsidiaries

-----Part 10-----

MECI, Mission Energy Company (U.K.) Limited and Subsidiaries  
MECI, MEC(UK), Mission Hydro (UK) Limited and Subsidiaries  
MECI, MEC(UK), MH(UK), FFH No. 2 Limited and Subsidiaries  
MECI, MEC(UK), MH(UK), Mission Hydro Limited Partnership and Subsidiaries  
MECI, MEC(UK), MH(UK), MHLP, EME Generation Holdings Limited and Subsidiaries  
MECI, MEC(UK), MH(UK), MHLP, EME Gen, EME Victoria Generation Limited and Subsidiaries  
MECI, MEC(UK), MH(UK), MHLP, EME Gen, FFH No. 1 Limited and Subsidiaries  
MECI, MEC(UK), MH(UK), MHLP, EME Gen, Loyvic Pty Ltd. and Subsidiaries  
MECI, MEC(UK), Pride Hold Limited and Subsidiaries  
MECI, Pride Hold Limited and Subsidiaries  
MECI, Traralgon Power Pty. Ltd. and Subsidiaries  
MEC International B.V. and Subsidiaries Equity Investments

Page 66

EXHIBIT B  
EXEMPT WHOLESale GENERATORS [EWGs]  
AND FOREIGN UTILITY COMPANIES [FUCOs]

Page 67

EXHIBIT B  
EXEMPT WHOLESale GENERATORS [EWGs]  
AND FOREIGN UTILITY COMPANIES [FUCOs]

EDISON CAPITAL  
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4.EC01 ELECTRICIDAD DE LA PAZ S.A. [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Epsilon  
05 Edison Capital International (Bermuda) Ltd.  
06 Edison Capital Latin American Investments (Bermuda) Ltd.  
07 AIG-GE Capital Latin American Infrastructure Fund LP  
08 Andes Energy XII Ltd.  
09 Paz Holdings Ltd.  
10 Electricidad de La Paz S.A.

4.EC02 EMPRESA DE LUZ Y FUERZA ELECTRICA DE ORURO S.A. [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Epsilon  
05 Edison Capital International (Bermuda) Ltd.  
06 Edison Capital Latin American Investments (Bermuda) Ltd.  
07 AIG-GE Capital Latin American Infrastructure Fund LP  
08 Andes Energy XII Ltd.  
09 Paz Holdings Ltd.  
10 Empresa de Luz y Fuerza Electrica de Oruro S.A.

4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Epsilon  
05 Mission Funding Alpha  
06 Mission Funding Mu  
07 EPZ Mission Funding Mu Trust

4.EC04 EPZ MISSION FUNDING NU TRUST [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Epsilon  
05 Mission Funding Delta  
06 Mission Funding Nu  
07 EPZ Mission Funding Nu Trust

4.EC05 LAKOTA RIDGE LLC [EWG]

00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital

Page 68

03 Edison Funding Company  
04 Mission Funding Zeta  
05 Lakota Ridge LLC 75%

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4.EC06 SHAOKATAN HILLS LLC [EWG]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Zeta  
05 Shaokatan Hills LLC 75%

4.EC07 WOODSTOCK HILLS LLC [EWG]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Funding Zeta  
05 Woodstock Hills LLC 75%

4.EC08 STORM LAKE POWER PARTNERS I LLC [EWG]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Edison Capital  
03 Edison Funding Company  
04 Mission Iowa Wind Company  
05 Storm Lake Partners I LLC 99%

EDISON MISSION ENERGY  
-----

4.EME01 EME HOMER CITY GENERATION L.P. [EWG]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Edison Mission Holdings Co.  
05 Chestnut Ridge Energy Company  
06 EME Homer City Generation L.P. (99%LP)

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Edison Mission Holdings Co.  
05 Mission Energy Westside, Inc.  
06 EME Homer City Generation L.P. (1%GP)

4.EME02 GORDONSVILLE ENERGY, LP [EWG] [Sold 11/21/2003]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Madison Energy Company  
05 Gordonsville Energy, LP (49%)

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00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Rapidan Energy Company  
05 Gordonsville Energy, LP (1%)

4.EME03 MIDWEST GENERATION, LLC [EWG]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Midwest Generation EME, LLC  
05 Edison Mission Midwest Holdings Co.  
06 Midwest Generation, LLC

4.EME04 SUNRISE POWER COMPANY LLC [EWG]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission del Cielo, Inc.  
05 Mission del Sol, LLC  
06 Sunrise Power Company, LLC (50%)

4.EME05 BROOKLYN NAVY YARD COGENERATION PARTNERS, LP [EWG]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy New York, Inc.  
05 Brooklyn Navy Yard Cogeneration Partners, LP (50%)

4.EME06 LOY YANG B JOINT VENTURE [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
---  
06A Latrobe Power Pty Ltd (99%)  
07A Mission Victoria Partnership (52.31%)  
08A Latrobe Power Partnership (99%)  
09A Loy Yang B Joint Venture (51%)  
---  
06B Loy Yang Holdings Pty Ltd  
07B Edison Mission Energy Holdings Pty Ltd  
08B Edison Mission Energy Australia Ltd  
09B Latrobe Power Partnership (1%)  
10B Loy Yang B Joint Venture (51%)  
---  
06C Loy Yang Holdings Pty Ltd  
07C Latrobe Power Pty Ltd (1%)  
08C Mission Victoria Partnership (52.31%)  
09C Latrobe Power Partnership (99%)  
10C Loy Yang B Joint Venture (51%)

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Page 70

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06D          Loy Yang Holdings Pty Ltd
07D          Mission Energy Ventures Australia Pty Ltd
08D          Mission Victoria Partnership (1%)
09D          Latrobe Power Partnership (99%)
10D          Loy Yang B Joint Venture (51%)
---
06E          Loy Yang Holdings Pty Ltd
07E          Traralgon Power Pty Ltd (1%)
08E          Mission Victoria Partnership (46.69%)
09E          Latrobe Power Partnership (99%)
10E          Loy Yang B Joint Venture (51%)
---
06F          Traralgon Power Pty Ltd (99%)
07F          Mission Victoria Partnership (46.69%)
08F          Latrobe Power Partnership (99%)
09F          Loy Yang B Joint Venture (51%)
---
06G          Mission Energy Company (UK) Limited
07G          Mission Hydro (UK) Ltd
08G          Mission Hydro Limited Partnership (1%)
09G          EME Generation Holdings Ltd
10G          EME Victoria Generation Ltd
11G          Mission Energy Development Australia Pty Ltd
12G          Gippsland Power Pty Ltd
13G          Loy Yang B Joint Venture (49%)
---
06H          MEC Wales B.V. (100%)
07H          Mission Hydro Limited Partnership (69%)
08H          EME Generation Holdings Ltd
09H          EME Victoria Generation Ltd
10H          Mission Energy Development Australia Pty Ltd
11H          Gippsland Power Pty Ltd
12H          Loy Yang B Joint Venture (49%)

00  Edison International
01    Edison Mission Group Inc.
02      Mission Energy Holding Company
03        Edison Mission Energy
04          Mission Energy Wales Company
05            Mission Hydro Limited Partnership (30%)
06              EME Generation Holdings Ltd
07                EME Victoria Generation Ltd
08                  Mission Energy Development Australia Pty Ltd
09                    Gippsland Power Pty Ltd
10                      Loy Yang B Joint Venture (49%)

4.EME07  FIRST HYDRO COMPANY  [FUCO]
00  Edison International
01    Edison Mission Group Inc.
02      Mission Energy Holding Company
03        Edison Mission Energy
04          Mission Energy Holdings International, Inc.*
05            MEC International B.V.
---
06J          Mission Energy Company (UK) Limited
07J          Mission Hydro (UK) Ltd
08J          Mission Hydro Limited Partnership (1%)

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09J EME Generation Holdings Ltd  
 10J FFH No. 1 Limited

Page 71

11J First Hydro Holdings Company (99%)  
 12J First Hydro Company (99%)  
 ---  
 12J First Hydro Finance plc  
 13J First Hydro Company (1%)  
 ---  
 06K MEC Wales B.V. (100%)  
 07K Mission Hydro Limited Partnership (69%)  
 08K EME Generation Holdings Ltd  
 09K FFH No. 1 Limited  
 10K First Hydro Holdings Company (99%)  
 11K First Hydro Company (99%)  
 ---  
 11K First Hydro Finance plc  
 12K First Hydro Company (1%)

00 Edison International  
 01 Edison Mission Group Inc.  
 02 Mission Energy Holding Company  
 03 Edison Mission Energy  
 04 Mission Energy Wales Company  
 05 Mission Hydro Limited Partnership (30%)  
 06 EME Generation Holdings Ltd  
 07 FFH No. 1 Limited  
 08 First Hydro Holdings Company (99%)  
 09 First Hydro Company (99%)  
 ---  
 09 First Hydro Finance plc  
 10 First Hydro Company (1%)

00 Edison International  
 01 Edison Mission Group Inc.  
 02 Mission Energy Holding Company  
 03 Edison Mission Energy  
 04 Mission Energy Holdings International, Inc.\*  
 05 MEC International B.V.  
 06 Mission Energy Company (UK) Limited  
 07 Mission Hydro (UK) Ltd  
 08 FFH No. 1 Limited  
 09 First Hydro Holdings Company (1%)  
 10 First Hydro Company (99%)  
 ---  
 10 First Hydro Finance plc  
 11 First Hydro Company (1%)

4.EME08 CBK POWER COMPANY LTD. [FUCO]

00 Edison International  
 01 Edison Mission Group Inc.  
 02 Mission Energy Holding Company  
 03 Edison Mission Energy  
 04 Mission Energy Holdings International, Inc.\*  
 05 MEC International B.V.  
 06 Edison Mission Millennium B.V.  
 07 EME Caliraya B.V. (75%)  
 08 CBK Power Company Ltd. (49%)

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07 EME Kayalaan B.V.  
08 CBK Power Company Ltd. (1%)

Page 72

4.EME09 KALAYAAN POWER MANAGEMENT CORPORATION [FUCO]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Edison Mission Operation and Maintenance Services B.V.  
07 Kalayaan Power Management Corporation (50%)

4.EME10 ITALIAN VENTO POWER CORPORATION 4 S.R.L. [FUCO]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Edison Mission Wind Power Italy B.V.  
07 Italian Vento Power Corporation 4 S.r.l. (50%)

4.EME11 CONTACT ENERGY LIMITED [EWG]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 EME Atlantic Holdings Limited  
07 EME Ascot Limited  
08 EME Buckingham Limited  
09 EME Precision B.V.  
10 Mission Energy Universal Holdings  
11 Mission Energy Pacific Holdings  
12 Contact Energy Limited (50.598%)

---

10 Mission Energy Universal Holdings  
11 Contact Energy Limited (0.624%)

4.EME12 TRI ENERGY COMPANY LIMITED [FUCO]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 EME Tri Gen B.V.  
07 Tri Energy Company Limited (25%)

4.EME13 IBERICA DE ENERGIAS, S.A. [FUCO]

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00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Hydro Energy B.V. (10%)  
07 Iberica de Energias, S.A. (96.65%)

Page 73

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Iberian Hy-Power Amsterdam B.V.  
07 Hydro Energy B.V. (90%)  
08 Iberica de Energias, S.A. (96.65%)  
---  
07 Iberica de Energias (3.35%)

4.EME14 ELECTROMETALURGICA DEL EBRO, S.A. [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Hydro Energy B.V. (10%)  
07 Iberica de Energias, S.A. (96.65%)  
08 Electrometalurgica del Ebro, S.A. (91.32%)

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Iberian Hy-Power Amsterdam B.V.  
07 Hydro Energy B.V. (90%)  
08 Iberica de Energias, S.A. (96.65%)  
09 Electrometalurgica del Ebro, S.A. (91.32%)  
--  
07 Iberica de Energias, S.A. (3.35%)  
08 Electrometalurgica del Ebro, S.A. (91.32%)

4.EME15 PERTH POWER PARTNERSHIP [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 MEC Perth B.V. (100%)  
07 Kwinana Power Partnership (99%)  
08 Perth Power Partnership (70%)

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00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Loy Yang Holdings Pty. Ltd.  
07 Edison Mission Energy Holdings Pty. Ltd.  
08 Mission Energy (Kwinana) Pty. Ltd.  
09 Kwinana Power Partnership (1%)

Page 74

10 Perth Power Partnership (70%)

4.EME16 DOGA ENERJI URETIM SANAYI VE TICARET L.S. [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 MEC Esenyurt B.V. (100%)  
07 Doya Enerji Uretim Sanayi ve Ticaret L.S. (80%)

4.EME17 PT. PAITON ENERGY COMPANY [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 MEC Indonesia B.V. (99%)  
07 P. T. Paiton Energy Company (40%)  
---  
06 MEC International Holdings B.V.  
07 MEC Indonesia B.V. (1%)  
08 P. T. Paiton Energy Company (40%)

4.EME18 ISAB ENERGY, S.R.L. [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 MEC Priolo B.V. (100%)  
07 ISAB Energy, s.r.l. (49%)

4.EME19 DERWENT COGENERATION LIMITED [FUCO]

00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.

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06 Mission Energy Company (UK) Limited  
07 Derwent Cogeneration Limited (33%)

4.EME20 LAKELAND POWER LIMITED [FUCO]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 Mission Energy Company (UK) Limited  
07 Pride Hold Limited (99%)  
08 Lakeland Power Limited

Page 75

---  
06 Pride Hold Limited (1%)  
07 Lakeland Power Limited

4.EME21 ECOELECTRICA L.P. [FUCO]  
00 Edison International  
01 Edison Mission Group Inc.  
02 Mission Energy Holding Company  
03 Edison Mission Energy  
04 Mission Energy Holdings International, Inc.\*  
05 MEC International B.V.  
06 EcoElectrica S.a.r.l.  
07 EME del Caribe Holding GmbH  
08 EME del Caribe  
09 EcoElectrica Holdings, Ltd. 50%  
10 EcoElectrica Ltd.  
11 Ecoelectrica LP (1%)  
---  
10 Ecoelectrica LP (99%)

\* Mission Energy Holdings International, Inc. directly owns 99.97% (100% of the Class A shares) International B.V. ("MECI") and indirectly owns 0.02% of MECI through its wholly owned subsidiary International LLC, which owns 0.01% or 100% of the Class B shares of MECI, and EME Southwest Power which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of shares) of MECI through its wholly owned subsidiary Edison Mission Project Co.

Page 76

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

PART 2 (PAGES 77 THROUGH 148)

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	Southern California Edison Company Consolidated	Edison Mission Group Inc. Consolidated
-----		
ASSETS		
-----		
Cash and equivalents	\$94	\$1,
Restricted Cash		
Receivables - net	769	
Accrued unbilled revenue	408	
Fuel inventory	10	
Materials and supplies, at average cost	168	
Accumulated deferred income taxes - net	116	
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets	58	
-----		
Total current assets	1,623	2,
-----		
Nonutility property - net	116	7,
Nuclear decommissioning trusts	2,530	
Investments in partnerships and unconsolidated subsidiaries	92	1,
Investments in leveraged leases		2,
Other investments	153	
-----		
Total investment and other assets	2,891	11,
-----		
Utility plant, at original cost:		
Transmission and distribution	14,861	
Generation	1,371	
Accumulated provision for depreciation and decommissioning	(6,406)	
Construction work in progress	600	
Nuclear fuel, at amortized cost	141	
-----		
Total utility plant	10,567	
-----		
Goodwill		
Restricted cash		
Regulatory assets - net	2,534	
Other deferred charges	512	1,
-----		
Total deferred charges	3,046	2,
-----		
Assets of discontinued operations		
-----		
Total assets	\$18,127	\$16,
=====		

Page 77

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Insurance Services, Inc.	Edison Drives Electric (inac)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted Cash		
Receivables - net		\$9
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		
<hr/>		
Total current assets		9
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		23
<hr/>		
Total investment and other assets		23
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		

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Restricted cash	
Regulatory assets - net	
Other deferred charges	5
-----	
Total deferred charges	5
-----	
Assets of discontinued operations	
-----	
Total assets	\$37
=====	

Page 78

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EIX Trust I	EIX Trust II
-----	-----	-----
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships		
and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 79

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison International Consolidated
-----		
ASSETS		
-----		
Cash and equivalents		\$2,
Restricted cash		
Receivables - net	(\$1,608)	1,
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		
-----		

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Total current assets	(1,608)	4,
-----		
Nonutility property - net		7,
Nuclear decommissioning trusts		2,
Investments in partnerships and unconsolidated subsidiaries	(6,674)	2,
Investments in leveraged leases		2,
Other investments	(46)	
-----		
Total investment and other assets	(6,720)	14,
-----		
Utility plant, at original cost:		
Transmission and distribution		14,
Generation		1,
Accumulated provision for depreciation and decommissioning		(6,
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		10,
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		2,
Other deferred charges	(968)	
-----		
Total deferred charges	(968)	4,
-----		
Assets of discontinued operations	(10)	
-----		
Total assets	(\$9,306)	\$34,
=====		

Page 80

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Southern  
California Edison  
Company  
Consolidated

Edison Mission  
Group Inc.  
Consolidated

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Short-term debt	\$200	
Long-term debt due within one year	371	1,
Preferred stock to be redeemed within one year	9	
Accounts payable	894	
Accrued taxes	556	
Trading and price risk management liabilities		
Regulatory liabilities	276	
Other current liabilities	1,257	
-----		
Total current liabilities	3,564	1,
-----		
Long-term debt	4,160	6,
-----		
Accumulated deferred income taxes - net	2,337	3,
Accumulated deferred investment tax credits	136	
Customer advances and other deferred credits	427	
Power purchase contracts	216	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption	141	
Accumulated provision for pension and benefits	331	
Asset retirement obligation	2,084	
Other long-term liabilities	243	
-----		
Total deferred credits and other liabilities	5,915	4,
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption	129	
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries	129	
-----		
Common stock	2,506	3,
Accumulated other comprehensive loss	(15)	
Retained earnings	1,868	(
-----		
Total common shareholders' equity	4,359	2,
-----		
Total liabilities and shareholders' equity	\$18,127	\$16,
=====		

Page 81

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Insurance Services, Inc.	Edison Drives Electric (inac)
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$5
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		5
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		5
-----		
Total deferred credits and other liabilities		5
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		

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Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	2
Accumulated other comprehensive income	
Retained earnings	25

-----  
 Total common shareholders' equity

Total liabilities and shareholders' equity	\$37
--------------------------------------------	------

-----  
 Page 82

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EIX Trust I	EIX Trust II
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power purchase contracts  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures

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Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	\$16
Accumulated other comprehensive (loss)	
Retained earnings	(3)

-----  
 Total common shareholders' equity 13  
 -----

Total liabilities and shareholders' equity \$13  
 =====

Page 83

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison International Consolidated
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt	(\$2)	\$
Long-term debt due within one year		2,
Preferred stock to be redeemed within one year		
Accounts payable	(1,617)	1,
Accrued taxes		

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Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		1,
-----		
Total current liabilities	(1,620)	5,
-----		
Long-term debt	(967)	11,
-----		
Accumulated deferred income taxes - net		5,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		1,
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		2,
Other long-term liabilities		
-----		
Total deferred credits and other liabilities	(2)	10,
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	(5,603)	1,
Accumulated other comprehensive income		
Retained earnings	(1,137)	3,
-----		
Total common shareholders' equity	(6,740)	5,
-----		
Total liabilities and shareholders' equity	(\$9,327)	\$34,
=====		

## Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Southern California Edison Company Consolidated	Edison Missi Group Inc. Consolidated
Electric utility	\$8,853	
Nonutility power generation		\$
Financial services and other		
<hr/>		
Total operating revenue	8,853	
<hr/>		
Fuel	235	
Purchased power	2,786	
Provisions for regulatory adjustment clauses - net	1,138	
Other operation and maintenance	2,054	
Asset impairment		
Depreciation, decommissioning and amortization	882	
Property and other taxes	168	
Net gain on sale of utility plant	(5)	
<hr/>		
Total operating expenses	7,258	
<hr/>		
Operating income	1,595	
Interest and dividend income	100	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income	104	
Interest expense - net of amounts capitalized	(457)	
Other nonoperating deductions	(73)	
Dividends on preferred securities subject to mandatory redemption	(5)	
Dividends on utility preferred stock not subject to mandatory redemption	(5)	
<hr/>		
Income from continuing operations before taxes	1,260	
Income taxes (benefit)	388	
Minority interest		
<hr/>		
Income from continuing operations	872	
Income from discontinued operations - net	82	
Income taxes on discontinued operations	32	
<hr/>		
Income before accounting change	922	
<hr/>		
Cumulative effect of accounting change		
Income tax benefit on discontinued operations		
<hr/>		
Net income	922	
<hr/>		

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Retained earnings - beginning of year	1892
Dividends declared on common stock	945
Dividends declared on preferred stock	
Stock option appreciation	

---

Retained earnings - end of year	\$1,868
---------------------------------	---------

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Page 85

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Insurance Services, Inc.	Edison Drive Electric (in
Electric utility		
Nonutility power generation		
Financial services and other	\$11	
Total operating revenue	11	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1	
Operating income	10	
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income from continuing operations before taxes	10	

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Income taxes (benefit)	3
Income from continuing operations	7
Income from discontinued operations - net	
Income taxes on discontinued operations	
Income before accounting change	
Cumulative effect of accounting change	
Income tax benefit on discontinued operations	
Net income	7
Retained earnings - beginning of year	18
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$25

Page 86

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

EIX Trust II

EIX Trust II

Electric utility  
 Nonutility power generation  
 Financial services and other

Total operating revenue

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

Total operating expenses

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Operating income		
Interest and dividend income		\$26
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		(26)
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		
Income taxes (benefit)		
-----		
Income from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----		
Income before accounting change		
-----		
Cumulative effect of accounting change		
Income tax benefit on discontinued operations		
-----		
Net income		
-----		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year		(\$2)
=====		

Page 87

EDISON INTERNATIONAL and Subsidiaries [Tier 1]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison International Consolidated
-----		
Electric utility		\$
Nonutility power generation		
Financial services and other		
	(\$67)	
-----		
Total operating revenue	(67)	1

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Asset impairment		
Other operation and maintenance	(67)	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>	<b>(67)</b>	<b>1</b>
Operating income		
Interest and dividend income	(66)	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income	27	
Interest expense - net of amounts capitalized	66	
Other nonoperating deductions	32	
Dividends on preferred securities subject to mandatory redemption	(4)	
Dividends on utility preferred stock not subject to mandatory redemption	(1)	
<b>Income from continuing operations before taxes</b>	<b>(37)</b>	
Income taxes (benefit)		
Income from continuing operations	1	
Income from discontinued operations - net	2	
Income taxes on discontinued operations		
<b>Income before accounting change</b>	<b>9</b>	
Cumulative effect of accounting change		
Income tax benefit on discontinued operations		
<b>Net income</b>	<b>1</b>	
Retained earnings - beginning of year	(1,176)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Stock option appreciation		
<b>Retained earnings - end of year</b>	<b>(\$1,137)</b>	<b>\$</b>

Page 88

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

California  
Electric Power  
Company  
(dissolved  
11/06/2003)

Conservation  
Financing  
Corporation

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Accrued unbilled revenue  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Regulatory assets - net  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations

Total assets

\$

Page 89

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Material Supply LLC	Mono Power Com (inactive)
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		\$38
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		104
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		
<b>Total current assets</b>		<b>142</b>
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

-----  
 Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets \$142  
 =====

Page 90

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	SCE Funding LLC	SCE Trust I
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

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-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 91

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

SCE UK Services      Southern State  
 Limited (inactive)    Realty

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Accrued unbilled revenue  
 Fuel inventory  
 Materials and supplies, at average cost

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Accumulated deferred income taxes - net  
Trading and price risk management assets  
Regulatory assets - net  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 92

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Consolidating Adjustments	Southern California Edi Company Consolidated
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net	(\$79)	
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost	(24)	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net	17	
Prepayments and other current assets		
-----		
Total current assets	(85)	1,
-----		
Nonutility property - net		
Nuclear decommissioning trusts		2,
Investments in partnerships and unconsolidated subsidiaries	(241)	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	(241)	2,
-----		
Utility plant, at original cost:		
Transmission and distribution		14,
Generation		1,
Accumulated provision for depreciation and decommissioning		(6,
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		10,
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		2,
Other deferred charges	(54)	
-----		
Total deferred charges	(54)	3,
-----		
Assets of discontinued operations		
-----		
Total assets	(\$381)	\$18,
=====		

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	California Electric Power Company (dissolved 11/06/2003)	Conservation Financing Corporation
--	-------------------------------------------------------------------	------------------------------------------

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest  
 -----

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Preferred stock of utility:

Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive loss  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity

===== \$

Page 94

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Material Supply LLC	Mono Power Com (inactive)
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$57
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		30
-----	-----	-----
Total current liabilities		87
-----	-----	-----
Long-term debt		
-----	-----	-----
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Power purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	50
Accumulated other comprehensive loss	
Retained earnings	5

-----  
 Total common shareholders' equity 55  
 -----

Total liabilities and shareholders' equity \$142  
 =====

Page 95

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

-----  
 SCE Funding LLC SCE Trust I  
 -----

LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest

-----  
 Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries

Common stock	\$106
Accumulated other comprehensive income	
Retained earnings	(13)

-----  
 Total common shareholders' equity 93  
 -----

Total liabilities and shareholders' equity \$93  
 =====

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Page 96

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

SCE UK Services  
 Limited (inactive)      Southern State  
 Realty

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption

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Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive loss  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

-----  
 Total liabilities and shareholders' equity  
 =====

Page 97

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Southern California Edi Company Consolidated
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		\$
Long-term debt due within one year	\$125	
Preferred stock to be redeemed within one year		
Accounts payable	(98)	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities	17	
Other current liabilities	(2)	1,
<hr/>		
Total current liabilities	42	3,
<hr/>		
Long-term debt	(125)	4,
<hr/>		
Accumulated deferred income taxes - net		2,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits	(54)	

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Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		2,
Asset retirement obligation		
Other long-term liabilities	(6)	
-----		
Total deferred credits and other liabilities	(60)	5,
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	(222)	2,
Accumulated other comprehensive income		
Retained earnings	(87)	1,
-----		
Total common shareholders' equity	(309)	4,
-----		
Total liabilities and shareholders' equity	(\$452)	\$18,
=====		

Page 98

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

California Electric Power Company (dissolved 11/06/2003)	Conservation Financing Corporation
-------------------------------------------------------------------	------------------------------------------

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Electric utility  
Nonutility power generation  
Financial services and other

-----  
Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income  
Interest and dividend income  
Equity in income from partnerships and  
unconsolidated subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to  
mandatory redemption

-----  
Income from continuing operations before taxes  
Income taxes (benefit)  
-----

Income from continuing operations  
Income from discontinued operations - net  
Income taxes (benefit) on discontinued operations

-----  
Net income  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

Page 99

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

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	Edison Material Supply LLC	Mono Power C (inactive)
Electric utility	\$399	
Nonutility power generation		
Financial services and other		
Total operating revenue	399	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	397	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	397	
Operating income	2	
Interest and dividend income	2	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income from continuing operations before taxes	4	
Income taxes (benefit)		
Income from continuing operations	4	
Income from discontinued operations - net		
Income taxes (benefit) on discontinued operations		
Net income	4	
Retained earnings - beginning of year	1	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$5	

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Page 100

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	SCE Funding LLC	SCE Trust I
Electric utility	\$58	
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>	<b>58</b>	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	3	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>	<b>3</b>	
Operating income	55	
Interest and dividend income	1	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized	(57)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>	<b>(1)</b>	
Income taxes (benefit)		
<b>Income from continuing operations</b>	<b>(1)</b>	
Income from discontinued operations - net		
Income taxes (benefit) on discontinued operations		
<b>Net income</b>	<b>(1)</b>	
Retained earnings - beginning of year	(12)	
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year (\$13)

=====

Page 101

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	SCE UK Services Limited (inactive)	Southern Sta Realty
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		
Income taxes (benefit)		
-----		
Income from continuing operations		
Income from discontinued operations - net		

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Income taxes on discontinued operations

Net income

Retained earnings - beginning of year

Dividends declared on common stock

Dividends declared on preferred stock

Retained earnings - end of year

Page 102

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Edison Pipeline  
 and Terminal  
 Company [sold]

Edison Carri  
 Solutions

Electric utility

Nonutility power generation

Financial services and other

Total operating revenue

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Asset impairment

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

Total operating expenses

Operating income

Interest and dividend income

Equity in income from partnerships and  
 unconsolidated subsidiaries - net

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities subject to mandatory  
 redemption

Dividends on utility preferred stock not subject to

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mandatory redemption

Income from continuing operations before taxes  
Income taxes (benefit)

Income from continuing operations	
Income from discontinued operations - net	\$82
Income taxes on discontinued operations	32
Net income	50

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock  
Stock option appreciation

Retained earnings - end of year	\$50
---------------------------------	------

Page 103

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Consolidating Adjustments	Southern California E Company Consolidated
Electric utility	(\$457)	\$
Nonutility power generation		
Financial services and other		
Total operating revenue	(457)	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(401)	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(401)	

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Operating income		
Interest and dividend income	(2)	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized	61	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes	4	
Income taxes (benefit)		
-----		
Income from continuing operations	4	
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----		
Net income	4	
-----		
Retained earnings - beginning of year	(14)	
Dividends declared on common stock	(76)	
Dividends declared on preferred stock		
Stock option appreciation		
-----		
Retained earnings - end of year	(\$86)	\$
=====		

Page 104

SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity: Bear Creek Uranium  
 Company (inactive)

Equity Interest:

Assets

Revenues

Net Income (Loss)

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Nature/Purpose of Business: To develop and operate an integrated uranium mining complex in Wyoming.

Ownership Interest(s): 50% by Mono Power Company

Page 105

EDISON VENTURES and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Ventures (inactive)	Edison TransEn (inactive)
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		

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and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 106

EDISON VENTURES and Subsidiaries [Tier 2]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Ventures  
Consolidated

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships

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and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 107

EDISON VENTURES and Subsidiaries [Tier 2]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Ventures  
(inactive)

Edison TransEn  
(inactive)

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable

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Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive loss  
Retained earnings

-----  
Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

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EDISON VENTURES and Subsidiaries [Tier 2]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Ventures  
Consolidated

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

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Total preferred securities of subsidiaries

-----  
Common stock  
Accumulated other comprehensive loss  
Retained earnings  
-----

Total common shareholders' equity

-----  
Total liabilities and shareholders' equity  
=====

Page 109

EDISON VENTURES and Subsidiaries [Tier 2]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Edison Ventures (inactive)	Edison Trans (inactive)
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		

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Dividends on preferred securities subject to mandatory redemption  
 Dividends on utility preferred stock not subject to mandatory redemption

-----  
 Income from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 110

EDISON VENTURES and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Edison Ventures  
 Consolidated

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue

-----  
 Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Asset impairment  
 Other operation and maintenance  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

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Operating income  
 Interest and dividend income  
 Equity in income from partnerships and  
     unconsolidated subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to  
 mandatory redemption

-----  
 Income from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 111

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Group Inc.	Edison Capital Consolidated
-----		
ASSETS		
-----		
Cash and equivalents		\$
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		

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Prepayments and other current assets

Total current assets

Nonutility property - net

Nuclear decommissioning trusts

Investments in partnerships  
and unconsolidated subsidiaries

Investments in leveraged leases

Other investments

\$1

2,

Total investment and other assets

1

2,

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation  
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

1

Total deferred charges

1

Assets of discontinued operations

Total assets

\$2

\$3,

Page 112

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Edison  
Environmental

Edison OandM  
Services (inac

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Services  
(dissolved  
11/06/2003)

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

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Page 113

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$654	
Restricted cash		
Receivables - net	391	
Fuel inventory	83	
Materials and supplies, at average cost	83	
Accumulated deferred income taxes - net		
Trading and price risk management assets	48	
Prepayments and other current assets	202	
<hr/>		
Total current assets	1,461	
<hr/>		
Nonutility property - net	7,422	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,607	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	9,029	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill	867	
Restricted cash	339	
Regulatory assets - net		
Other deferred charges	558	

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Total deferred charges	1,764
Assets of discontinued operations	6
Total assets	\$12,260

Page 114

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Mission Group Inc. Consolidated
<b>ASSETS</b>		
Cash and equivalents	(\$12)	\$1,
Restricted cash	195	
Receivables - net	(1)	
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(177)	
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets	(19)	
Total current assets	(1)	2,
Nonutility property - net	1	7,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(45)	1,
Investments in leveraged leases		2,
Other investments		
Total investment and other assets		11,
Utility plant, at original cost:		

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Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill	1	
Restricted cash		
Regulatory assets - net		
Other deferred charges	802	1,

-----  
 Total deferred charges 803 2,  
 -----

Assets of discontinued operations  
 -----

Total assets	\$803	\$16,
--------------	-------	-------

Page 115

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Group Inc.	Edison Capital Consolidated
--	------------------------------	--------------------------------

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt		
Long-term debt due within one year		\$
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		

-----  
 Total current liabilities  
 -----

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Long-term debt

Accumulated deferred income taxes - net		2,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities	\$1	

Total deferred credits and other liabilities 2,

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:  
 Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures  
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	3,068
Accumulated other comprehensive loss	
Retained earnings	(734)

Total common shareholders' equity

Total liabilities and shareholders' equity	\$2,336	\$3,
--------------------------------------------	---------	------

Page 116

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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Edison  
Environmental  
Services  
(dissolved  
11/06/2003)

Edison OandM  
Services (inac

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations

-----  
Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock

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Accumulated other comprehensive loss  
Retained earnings

-----  
Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

Page 117

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt	\$52	
Long-term debt due within one year	856	
Preferred stock to be redeemed within one year		
Accounts payable	238	
Accrued taxes	38	
Trading and price risk management liabilities	168	
Regulatory liabilities		
Other current liabilities	401	
-----		
Total current liabilities	1,753	
-----		
Long-term debt	6,652	
-----		
Accumulated deferred income taxes - net	1,360	
Accumulated deferred investment tax credits	13	
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption	164	
Accumulated provision for pension and benefits	30	
Asset retirement obligation	22	
Other long-term liabilities	901	
-----		
Total deferred credits and other liabilities	2,490	

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Liabilities of discontinued operations	1
Minority Interest	515
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
Total preferred securities of subsidiaries	
Common stock	2,218
Accumulated other comprehensive loss	(25)
Retained earnings	(1,344)
Total common shareholders' equity	849
Total liabilities and shareholders' equity	\$12,260

Page 118

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Mission Group Inc. Consolidated
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		1,
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		

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Total current liabilities		1,
-----		
Long-term debt	(\$7)	6,
-----		
Accumulated deferred income taxes - net	(7)	3,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits	(3)	
Asset retirement obligation	(2)	
Other long-term liabilities	(959)	
-----		
Total deferred credits and other liabilities	(9)	4,
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	(2,634)	3,
Accumulated other comprehensive loss	(1)	
Retained earnings	1,121	(
-----		
Total common shareholders' equity	823	2,
-----		
Total liabilities and shareholders' equity	(\$1,531)	\$16,
=====		

Oage 119

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003

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(In millions)

	Edison Mission Group Inc.	Edison Capit Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		\$6
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>		6
Income taxes (benefit)		(3)
<b>Income from continuing operations</b>		3
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income</b>		3
Retained earnings - beginning of year		(682)
Dividends declared on common stock		(52)
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		(\$731)

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Page 120

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Environmental Services (dissolved 11/06/2003)	Edison OandM Services (in
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----

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Net income

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----

Retained earnings - end of year  
 =====

Page 121

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated
-----	-----	-----
Electric utility		
Nonutility power generation	\$3,181	
Financial services and other		
-----	-----	-----
Total operating revenue	3,181	
-----	-----	-----
Fuel	1,103	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1,280	
Asset impairment	304	
Depreciation, decommissioning and amortization	290	
Property and other taxes	42	
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	3,019	
-----	-----	-----
Operating income	163	
Interest and dividend income	19	
Equity in income from partnerships and unconsolidated subsidiaries - net	368	
Other nonoperating income	11	
Interest expense - net of amounts capitalized	(658)	
Other nonoperating deductions	6	
Dividends on preferred securities subject to mandatory redemption	(11)	
Dividends on utility preferred stock not subject to mandatory redemption		

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Income from continuing operations before taxes	(114)
Income taxes (benefit)	43
Income from continuing operations	(71)
Income from discontinued operations - net	2
Income taxes on discontinued operations	1
Net income	(79)
Retained earnings - beginning of year	(1,265)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1,344)

Page 122

EDISON MISSION GROUP INC. and Subsidiaries [Tier 2]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Missi Group Inc. Consolidated
Electric utility		
Nonutility power generation		\$
Financial services and other		
Total operating revenue	\$1	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(21)	
Asset impairment		
Depreciation, decommissioning and amortization	(1)	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(9)	
Operating income	11	
Interest and dividend income		

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Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		(15)
Other nonoperating deductions		(6)
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		(2)
Income taxes (benefit)		(10)
Minority interest		
-----		
Income from continuing operations		2
Income from discontinued operations - net		(3)
Income taxes on discontinued operations		
Income before accounting change		
-----		
Cumulative effect of accounting change		
Income tax benefit on discontinued operations		
-----		
Net income		
-----		
Retained earnings - beginning of year		816
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year		\$1,103
=====		

Page 123

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Edison Enterprises	Edison Source Consolidated
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		

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Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

\$6

-----  
 Total investment and other assets  
 -----

6

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations

12

-----  
 Total assets  
 =====

\$18  
 =====

Page 124

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Enterprises

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	Consolidated
-----	
ASSETS	
-----	
Cash and equivalents	\$2
Restricted cash	
Receivables - net	3
Fuel inventory	
Materials and supplies, at average cost	1
Accumulated deferred income taxes - net	
Trading and risk management assets	
Prepayments and other current assets	
-----	
Total current assets	6
-----	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	2
-----	
Total deferred charges	2
-----	
Assets of discontinued operations	19
-----	
Total assets	\$27
=====	

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Page 125

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Enterprises	Edison Source Consolidated
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	\$1	
<hr/>		
Total current liabilities	1	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations	11	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		

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Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	312
Accumulated other comprehensive loss	
Retained earnings	(306)

-----  
 Total common shareholders' equity 6  
 -----

-----  
 Total liabilities and shareholders' equity \$18  
 =====

Page 126

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Enterprises  
 Consolidated

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$1
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	1

-----  
 Total current liabilities 2  
 -----

Long-term debt

Accumulated deferred income taxes - net	7
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	

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Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	7
-----	
Liabilities of discontinued operations	12
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	312
Accumulated other comprehensive loss	
Retained earnings	(306)
-----	
Total common shareholders' equity	6
-----	
Total liabilities and shareholders' equity	\$27
=====	

Page 127

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Enterprises	Edison Source Consolidated
-----		
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		

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Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$2
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	2
-----	
Operating income	(2)
Interest and dividend income	
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	(2)
Income taxes (benefit)	(1)
-----	
Income from continuing operations	(1)
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	(1)
-----	
Retained earnings - beginning of year	(307)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$308)
=====	

Page 128

EDISON ENTERPRISES and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Edison Enterprises  
 Consolidated

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Electric utility	
Nonutility power generation	
Financial services and other	\$8
-----	
Total operating revenue	8
-----	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	9
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	9
-----	
Operating income	(1)
Interest and dividend income	
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	(1)
Income taxes (benefit)	(1)
-----	
Income from continuing operations	
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	
-----	
Retained earnings - beginning of year	(306)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$306)
=====	

Page 129

EDISON SOURCE and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003

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(In millions)

	Edison Source	Edison Source Norvik Company
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$2	
Restricted cash		
Receivables - net	3	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	1	
<hr/>		
Total current assets	6	
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	1	
<hr/>		
Total deferred charges	1	
<hr/>		
Assets of discontinued operations	7	
<hr/>		
Total assets	\$14	

Page 130

EDISON SOURCE and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Source Consolidated
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<b>Total utility plant</b>		
Goodwill		

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Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 131

EDISON SOURCE and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Source	Edison Source Norvik Company
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	\$1	
-----		
Total current liabilities	1	
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net	7	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		

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Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 -----  
 -----  
 Total deferred credits and other liabilities 7

-----  
 -----  
 -----  
 Liabilities of discontinued operations 1

-----  
 -----  
 -----  
 Minority Interest

-----  
 -----  
 -----  
 Preferred stock of utility:  
   Not subject to mandatory redemption  
   Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities

-----  
 -----  
 -----  
 Total preferred securities of subsidiaries

-----  
 -----  
 -----  
 Common stock 90  
 Accumulated other comprehensive loss  
 Retained earnings (84)

-----  
 -----  
 -----  
 Total common shareholders' equity 6

-----  
 -----  
 -----  
 Total liabilities and shareholders' equity \$15  
 =====

Page 132

EDISON SOURCE and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Source Consolidated
--	------------------------------	-------------------------------

-----  
 -----  
 -----  
 LIABILITIES AND SHAREHOLDERS' EQUITY

-----  
 -----  
 -----  
 Short-term debt  
 Long-term debt due within one year

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Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations

-----  
Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive loss  
Retained earnings

-----  
Total common shareholders' equity  
-----

-----  
Total liabilities and shareholders' equity  
=====

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Page 133

EDISON SOURCE and Subsidiaries [Tier 4]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Source	Edison Source Norvik Compa
Electric utility		
Nonutility power generation		
Financial services and other	\$7	
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	6	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>	6	
Operating income		
Interest and dividend income	1	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>	1	
Income taxes (benefit)		
<b>Income from continuing operations</b>	1	
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income</b>	1	
Retained earnings - beginning of year	1	
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year \$2

Page 134

EDISON SOURCE and Subsidiaries [Tier 4]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Source Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income from continuing operations</b>		

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Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 135

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Technology Solutions (inactive)	Edison EV (inactive)
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		

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Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 136

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Technology  
Solutions  
Consolidated

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

\$1  
-----

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Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
 and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

1

-----  
 Total deferred charges  
 -----

1

-----  
 Assets of discontinued operations  
 -----

-----  
 Total assets  
 =====

\$2  
 =====

Page 137

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Technology  
 Solutions  
 (inactive)

Edison EV  
 (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

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Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$1
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	
Total current liabilities	1
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	1
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	2
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	3
Accumulated other comprehensive loss	
Retained earnings	(5)
-----	
Total common shareholders' equity	
-----	
Total liabilities and shareholders' equity	\$1

Page 138

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Technology Solutions Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$2
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
<hr/>	
Total current liabilities	2
<hr/>	
Long-term debt	
<hr/>	
Accumulated deferred income taxes - net	1
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
<hr/>	
Total deferred credits and other liabilities	3
<hr/>	
Liabilities of discontinued operations	
<hr/>	
Minority Interest	
<hr/>	

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Preferred stock of utility:

Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	4
Accumulated other comprehensive loss	
Retained earnings	(5)

-----  
 Total common shareholders' equity (1)  
 -----

Total liabilities and shareholders' equity \$2  
 =====

Page 139

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Technology Solutions (inactive)	Edison EV (inactive)
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----

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Operating income  
 Interest and dividend income  
 Equity in income from partnerships and  
     unconsolidated subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to  
 mandatory redemption

-----  
 -----  
 Income from continuing operations before taxes  
 Income taxes (benefit)

-----  
 -----  
 Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 -----  
 Net income

-----  
 -----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 =====  
 Retained earnings - end of year

Page 140

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Edison Technology  
 Solutions  
 Consolidated

-----  
 -----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 -----  
 Total operating revenue

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Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant  
-----  
Total operating expenses  
-----  
  
Operating income  
Interest and dividend income  
Equity in income from partnerships and  
unconsolidated subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to  
mandatory redemption  
-----  
  
Income from continuing operations before taxes  
Income taxes (benefit)  
-----  
  
Income from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations  
-----  
  
Net income  
-----  
  
Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock  
-----  
  
Retained earnings - end of year  
=====

Page 141

EDISON TECHNOLOGY SOLUTIONS and Subsidiaries  
Equity Investments  
December 31, 2003  
(In millions)

Name of Entity: Facilichem, Inc.  
-----

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Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business:

Research, development and commercialization of liquid membrane technologies

Ownership Interest(s):

10% by Edison Technology Solutions

Page 142

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Energy Consolidated	Mission Energy Holding Compan
-----		
ASSETS		
-----		
Cash and equivalents	\$504	\$
Restricted cash		
Receivables - net	387	
Fuel inventory	83	
Materials and supplies, at average cost	83	
Accumulated deferred income taxes - net		
Trading and price risk management assets	48	
Prepayments and other current assets	202	
-----		
Total current assets	1,307	
-----		
Nonutility property - net	7,422	
Nuclear decommissioning trusts		
Investments in partnerships		

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and unconsolidated subsidiaries	1,607	1,
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	9,029	1,
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill	867	
Restricted cash	338	
Regulatory assets - net		
Other deferred charges	532	
-----		
Total deferred charges	1,737	
-----		
Assets of discontinued operations	6	
-----		
Total assets	\$12,079	\$2,
=====		

Page 143

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Energy  
 Holding Company  
 Consolidated

ASSETS

Cash and equivalents	\$654
Restricted cash	

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Receivables - net	391
Fuel inventory	83
Materials and supplies, at average cost	83
Accumulated deferred income taxes - net	
Trading and price risk management assets	48
Prepayments and other current assets	202
-----	
Total current assets	1,461
-----	
Nonutility property - net	7,422
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	1,607
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	9,029
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	867
Restricted cash	339
Regulatory assets - net	
Other deferred charges	558
-----	
Total deferred charges	1,764
-----	
Assets of discontinued operations	6
-----	
Total assets	\$12,260
=====	

Page 144

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Edison Mission Energy Consolidated	Mission Energy Holding Company
<hr/> <b>LIABILITIES AND SHAREHOLDERS' EQUITY</b> <hr/>		
Short-term debt	\$52	
Long-term debt due within one year	856	
Preferred stock to be redeemed within one year		
Accounts payable	238	
Accrued taxes	38	
Trading and price risk management liabilities	163	
Regulatory liabilities		
Other current liabilities	341	
<hr/>		
Total current liabilities	1,688	
<hr/>		
Long-term debt	5,486	1,
<hr/>		
Accumulated deferred income taxes - net	1,356	
Accumulated deferred investment tax credits	13	
Customer advances and other deferred credits		
Power purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption	164	
Accumulated provision for pension and benefits	30	
Asset retirement obligation	22	
Other long-term liabilities	901	
<hr/>		
Total deferred credits and other liabilities	2,486	
<hr/>		
Liabilities of discontinued operations	1	
<hr/>		
Minority Interest	515	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	2,697	2,
Accumulated other comprehensive loss	(22)	
Retained earnings	(772)	(1,
-----		
Total common shareholders' equity	1,903	
-----		
Total liabilities and shareholders' equity	\$12,079	\$2,
=====		

Page 145

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Holding Company Consolidated
-----	
LIABILITIES AND SHAREHOLDERS' EQUITY	
-----	
Short-term debt	\$52
Long-term debt due within one year	856
Preferred stock to be redeemed within one year	
Accounts payable	238
Accrued taxes	38
Trading and price risk management liabilities	168
Regulatory liabilities	
Other current liabilities	401
-----	
Total current liabilities	1,753
-----	
Long-term debt	6,652
-----	
Accumulated deferred income taxes - net	1,360
Accumulated deferred investment tax credits	13
Customer advances and other deferred credits	
Power purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	164
Accumulated provision for pension and benefits	30
Asset retirement obligation	22
Other long-term liabilities	901
-----	
-----	

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Total deferred credits and other liabilities	2,490
-----	
Liabilities of discontinued operations	1
-----	
Minority Interest	515
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	2,218
Accumulated other comprehensive loss	(25)
Retained earnings	(1,344)
-----	
Total common shareholders' equity	849
-----	
Total liabilities and shareholders' equity	\$12,260
=====	

Page 146

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Edison Mission Energy Consolidated	Mission Energy Holding Comp
-----		
-----		
Electric utility		
Nonutility power generation	\$3,181	
Financial services and other		
-----		
Total operating revenue	3,181	
-----		
Fuel	1,103	
Purchased power		

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Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1,278	
Asset Impairment	304	
Depreciation, decommissioning and amortization	290	
Property and other taxes	42	
Net gain on sale of utility plant		
-----		
Total operating expenses	3,017	
-----		
Operating income	164	
Interest and dividend income	16	
Equity in income from partnerships and unconsolidated subsidiaries - net	368	
Other nonoperating income	(35)	
Interest expense - net of amounts capitalized	(498)	
Other nonoperating deductions	(39)	
Dividends on preferred securities subject to mandatory redemption	(11)	
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes	(5)	
Income taxes (benefit)	28	
-----		
Income from continuing operations	23	
Income from discontinued operations - net	2	
Income taxes on discontinued operations	(1)	
-----		
Net income	24	
-----		
Retained earnings - beginning of year	(792)	
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year	(\$768)	(\$)
=====		

Page 147

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Mission Energy  
 Holding Company  
 Consolidated

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Electric utility	
Nonutility power generation	\$3,181
Financial services and other	
-----	
Total operating revenue	3,181
-----	
Fuel	1,103
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	1,280
Asset Impairment	304
Depreciation, decommissioning and amortization	290
Property and other taxes	42
Net gain on sale of utility plant	
-----	
Total operating expenses	3,019
-----	
Operating income	162
Interest and dividend income	19
Equity in income from partnerships and unconsolidated subsidiaries - net	368
Other nonoperating income	(23)
Interest expense - net of amounts capitalized	(658)
Other nonoperating deductions	(39)
Dividends on preferred securities subject to mandatory redemption	(11)
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	(169)
Income taxes (benefit)	89
-----	
Income from continuing operations	(80)
Income from discontinued operations - net	2
Income taxes on discontinued operations	(1)
-----	
Net income	(79)
-----	
Retained earnings - beginning of year	(1,265)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$1,344)
=====	

Page 148

EDISON CAPITAL and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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PART 3 (PAGES 148 THROUGH 217)

Burlington  
Apartments, Inc.

Edison Capital  
Europe Limited

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----  
-----

Assets of discontinued operations  
-----

Total assets

Page 149

EDISON CAPITAL and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Capital	Consolidating Adjustments
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$4	
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	65	
Trading and price risk management assets		
Prepayments and other current assets	1	
<hr/>		
Total current assets	70	
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	127	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	127	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		

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Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

\$197

(\$

Page 150

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Capital Housing Investments Consolidated	Mission Fundin Beta
<b>ASSETS</b>		
Cash and equivalents	\$2	
Restricted cash		
Receivables - net	18	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	221	
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>	<b>241</b>	
Nonutility property - net	7	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments	74	
<b>Total investment and other assets</b>	<b>81</b>	

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

2

-----  
 Total deferred charges  
 -----

2

-----  
 Assets of discontinued operations  
 -----

Total assets

\$324

\$

=====

Page 151

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Funding  
 Gamma

Mission Funding  
 Kappa

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

\$4

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Total current assets	4	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases	282	
Other investments		
-----		
Total investment and other assets	282	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Assets of discontinued operations		
-----		
Total assets	\$286	\$
=====		

Page 152

EDISON CAPITAL and Subsidiaries [Tier 4]  
EDISON FUNDING COMPANY CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Iowa Wind  
Company

Edison Funding  
Company

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-----  
ASSETS  
-----

Cash and equivalents	\$7	\$
Restricted cash		
Receivables - net	5	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	21	(
Trading and price risk management assets		
Prepayments and other current assets	1	
-----		
Total current assets	34	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		1,
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		1,
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation	155	
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant	155	
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	3	
-----		
Total deferred charges	3	
-----		
Assets of discontinued operations		
-----		
Total assets	\$192	\$1,
=====		

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Page 153

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Funding Company Consolidated
-----	
ASSETS	
-----	
Cash and equivalents	\$366
Restricted cash	
Receivables - net	44
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	112
Trading and price risk management assets	
Prepayments and other current assets	20
-----	
Total current assets	542
-----	
Nonutility property - net	162
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	278
Investments in leveraged leases	2,361
Other investments	1
-----	
Total investment and other assets	2,802
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	8
-----	

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Total deferred charges	8
-----	
-----	
Assets of discontinued operations	
-----	
Total assets	\$3,352
=====	

Page 154

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EC Asset Services, Inc.	EC Properties, Inc.
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		

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and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 155

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EC-SLP, Inc.

ECHP Investment  
 Company

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

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Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 156

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Capital  
Housing Management

Edison Capital  
Housing New Je

-----  
ASSETS  
-----

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Cash and equivalents	
Restricted cash	
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	(\$1)
Trading and price risk management assets	
Prepayments and other current assets	
-----	
Total current assets	(1)
-----	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	
-----	
Assets of discontinued operations	
-----	
Total assets	(\$1)
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Funding Omicron Inc.	Edison Funding Olive Court [6
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	\$131	
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	131	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments	62	
-----		
Total investment and other assets	62	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		

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Assets of discontinued operations

-----  
 Total assets \$193  
 =====

Page 158

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Housing South Carolina	EHI Developmen Company
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		

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Total utility plant

-----  
 Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

-----  
 Total deferred charges

-----  
 Assets of discontinued operations

-----  
 Total assets

=====

Page 159

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MHICAL 94 Company

MHICAL 95 Comp

-----  
 ASSETS

Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

(\$1)

Trading and price risk management assets

Prepayments and other current assets

-----  
 Total current assets

(1)

-----  
 Nonutility property - net

Nuclear decommissioning trusts

Investments in partnerships

and unconsolidated subsidiaries

(1)

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Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets (1)  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets (\$2)  
 =====

Page 160

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MHICAL 96 Company      MHICAL 97 Comp

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net

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Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	\$1
Trading and price risk management assets	
Prepayments and other current assets	
-----	
Total current assets	\$1
-----	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	1
Investments in leveraged leases	
Other investments	1
-----	
Total investment and other assets	2
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	
-----	
Assets of discontinued operations	
-----	
Total assets	\$3
=====	

Page 161

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Mission Housing Beta	Mission Housing Delta
ASSETS		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
Total investment and other assets		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
Total deferred charges		
Assets of discontinued operations		
Total assets		

Page 162

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Housing Epsilon	Mission Housing Gamma
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		\$1
<hr/>		
Total investment and other assets		1
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		

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Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets \$1  
 =====

{age 163

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Housing Theta	Mission Fundin Theta [6]
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	\$1	
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	1	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets \$1  
 =====

Page 164

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital      Consolidating  
 Housing Investments      Adjustments

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net \$18  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net 91  
 Trading and price risk management assets

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Prepayments and other current assets

-----  
 Total current assets 109  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries 199  
 Investments in leveraged leases  
 Other investments 4  
 -----

Total investment and other assets 203  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges 2  
 -----

Total deferred charges 2  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets \$314 (\$)  
 =====

Page 165

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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	Edison Capital (Bermuda) Investments, Ltd. 55	Edison Capital (Bermuda) Ltd.
-----		
ASSETS		
-----		
Cash and equivalents	\$146	
Restricted cash		
Receivables - net	1	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(3)	
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	144	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(4)	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	(4)	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Assets of discontinued operations		
-----		
Total assets	\$140	
=====		

Page 166

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Capital International (Bermuda) Ltd.	Edison Capital Latin American Investments Holding Compan
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		(\$1)
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		(1)
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		35
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		35
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		

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Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets \$34  
 =====

Page 167

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital  
 (Netherlands)  
 Investments B.V.  
 [6] Mission Fundin  
 Alpha

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net \$6  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets 6  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments  
 -----

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Total investment and other assets

Utility plant, at original cost:  
 Transmission and distribution  
 Generation

Accumulated provision for depreciation  
 and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

\$6

\$

Page 168

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Funding  
 Delta

Mission Fundin  
 [6]

ASSETS

Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

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Prepayments and other current assets

Total current assets

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

Total investment and other assets

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

Total utility plant

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

Page 169

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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Mission (Bermuda) Mission Fundin  
Investments, Ltd. Epsilon  
28

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net \$1  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets 1  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----  
-----

Assets of discontinued operations  
-----

Total assets \$1 \$  
=====

Page 170

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Mission Funding Epsilon Consolidated
-----	
ASSETS	
-----	
Cash and equivalents	\$146
Restricted cash	
Receivables - net	12
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	13
Trading and price risk management assets	
Prepayments and other current assets	
-----	
Total current assets	171
-----	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	530
Investments in leveraged leases	996
Other investments	
-----	
Total investment and other assets	1,526
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	

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Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

\$1,697

Page 171

EDISON CAPITAL and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Burlington  
 Apartments, Inc.

Edison Capital  
 Europe Limited

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

Total deferred credits and other liabilities

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Liabilities of discontinued operations

---

Minority Interest

---

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

Page 172

EDISON CAPITAL and Subsidiaries [Tier 3]

Consolidating Balance Sheet

December 31, 2003

(In millions)

	Edison Capital	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$213	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		11
<hr/>		

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Total current liabilities	224	
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net	(12)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits	14	
Other long-term liabilities	55	
-----		
Total deferred credits and other liabilities	2	
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	81	(
Accumulated other comprehensive income (loss)	(1)	
Retained earnings	(109)	
-----		
Total common shareholders' equity	(29)	(
-----		
Total liabilities and shareholders' equity	\$197	(\$
=====		

Page 173

EDISON CAPITAL and Subsidiaries [Tier 4]  
EDISON FUNDING COMPANY CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Edison Capital Housing Investments Consolidated	Mission Fundin Beta
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$54)	(\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	13	
-----		
Total current liabilities	(41)	(
-----		
Long-term debt	7	
-----		
Accumulated deferred income taxes - net	18	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	11	
-----		
Total deferred credits and other liabilities	29	
-----		
Liabilities of discontinued operations		
-----		
Minority Interest	1	
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	47	
Accumulated other comprehensive income (loss)		
Retained earnings	281	
-----		
Total common shareholders' equity	328	
-----		
Total liabilities and shareholders' equity	\$324	\$

Page 174

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Funding Gamma	Mission Funding Kappa
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$98)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<b>Total current liabilities</b>		<b>(98)</b>
Long-term debt		
Accumulated deferred income taxes - net		278
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<b>Total deferred credits and other liabilities</b>		<b>278</b>
Liabilities of discontinued operations		
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		

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securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock	75
Accumulated other comprehensive income (loss)	
Retained earnings	30

-----  
Total common shareholders' equity 105  
-----

=====  
Total liabilities and shareholders' equity \$286  
=====

Page 175

EDISON CAPITAL and Subsidiaries [Tier 4]  
EDISON FUNDING COMPANY CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Mission Iowa Wind Company	Edison Funding Company
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		\$60
Preferred stock to be redeemed within one year		
Accounts payable		(54)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		8
-----		
Total current liabilities		14
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		40
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		

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Accumulated provision for pension and benefits		
Other long-term liabilities	30	
-----		
Total deferred credits and other liabilities	70	
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	92	
Accumulated other comprehensive income (loss)		
Retained earnings	16	
-----		
Total common shareholders' equity	108	
-----		
Total liabilities and shareholders' equity	\$192	\$1,
=====		

Page 176

EDISON CAPITAL and Subsidiaries [Tier 4]  
EDISON FUNDING COMPANY CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Funding  
Company  
Consolidated

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt

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Long-term debt due within one year	\$158
Preferred stock to be redeemed within one year	
Accounts payable	(205)
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	20
-----	
Total current liabilities	(27)
-----	
Long-term debt	316
-----	
Accumulated deferred income taxes - net	2,236
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	55
-----	
Total deferred credits and other liabilities	2,291
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	2
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	127
Accumulated other comprehensive income (loss)	(7)
Retained earnings	650
-----	
Total common shareholders' equity	770
-----	
Total liabilities and shareholders' equity	\$3,352
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EC Asset Services, Inc.	EC Properties, Inc.
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		(1)
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		
Accumulated other comprehensive income (loss)		

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Retained earnings	1
-----	
Total common shareholders' equity	\$1
-----	
Total liabilities and shareholders' equity	
=====	

Page 178

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EC SLP, Inc.

ECHP Investment  
 Company

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

Page 179

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital  
 Housing Management

Edison Capital  
 Housing New Je

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

(\$5)

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

Total current liabilities

(5)

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-----  
 Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities  
 -----

Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	4
Accumulated other comprehensive income (loss)	
Retained earnings	
-----	

Total common shareholders' equity	4
-----	

Total liabilities and shareholders' equity	(\$1)
=====	

Page 180

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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	Edison Funding Omicron Inc.	Edison Funding Olive Court [6
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$55	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities	55	
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net	(13)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities	(13)	
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	13	
Accumulated other comprehensive income (loss)		
Retained earnings	138	
-----		
Total common shareholders' equity	151	
-----		
Total liabilities and shareholders' equity	\$193	
=====		

Page 181

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Housing South Carolina	EHI Developmen Company
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$2)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities		(2)
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		

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Other preferred securities

-----  
 Total preferred securities of subsidiaries

Common stock	2
Accumulated other comprehensive income (loss)	
Retained earnings	

-----  
 Total common shareholders' equity \$2

-----  
 Total liabilities and shareholders' equity

Page 182

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MHICAL 94 Company      MHICAL 95 Comp

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$42)
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

-----  
 Total current liabilities (42)

-----  
 Long-term debt

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	

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Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock 30

Accumulated other comprehensive income (loss)

Retained earnings 10

Total common shareholders' equity 40

Total liabilities and shareholders' equity (\$2)

Page 183

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MHICAL 96 Company

MHICAL 97 Comp

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

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Accounts payable	(\$36)
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	
-----	
Total current liabilities	(36)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	(1)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	(1)
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	26
Accumulated other comprehensive income (loss)	
Retained earnings	14
-----	
Total common shareholders' equity	40
-----	
Total liabilities and shareholders' equity	\$3
=====	

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Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Housing Beta	Mission Housing Delta
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$7)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities		(7)
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		4
Accumulated other comprehensive income (loss)		
Retained earnings		3
-----		

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Total common shareholders' equity \$7

---

Total liabilities and shareholders' equity

---

Page 185

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Housing Epsilon	Mission Housing Gamma
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		

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Preferred stock of utility:  
 Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	1
Accumulated other comprehensive income (loss)	
Retained earnings	

-----  
 Total common shareholders' equity 1  
 -----

Total liabilities and shareholders' equity \$1  
 =====

Page 186

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Housing Theta	Mission Fundin Theta [6]
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities		(1)
-----		
Long-term debt		
-----		

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Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	1
Accumulated other comprehensive income (loss)	
Retained earnings	1

-----  
 Total common shareholders' equity 2  
 -----

Total liabilities and shareholders' equity \$1  
 =====

Page 187

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital            Consolidating  
 Housing Investments    Adjustments

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-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payabl \$137  
 Accrued taxes  
 Trading and price risk management liabilities  
 Other current liabilities 12

-----  
 Total current liabilities 149  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net 31  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities 11

-----  
 Total deferred credits and other liabilities 42  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest

-----  
 Preferred stock of utility:  
   Not subject to mandatory redemption  
   Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries

-----  
 Common stock 47  
 Accumulated other comprehensive income (loss)  
 Retained earnings 76

-----  
 Total common shareholders' equity 123  
 -----

-----  
 Total liabilities and shareholders' equity \$314 (\$  
 =====

Page 188

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Edison Capital (Bermuda) Investments, Ltd.	Edison Capital (Bermuda) Ltd.
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$126
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities		126
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		5
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		5
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		

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Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	7
Accumulated other comprehensive income (loss)	(5)
Retained earnings	7

-----  
 Total common shareholders' equity 9  
 -----

-----  
 Total liabilities and shareholders' equity \$140  
 =====

Page 189

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital  
 International  
 (Bermuda) Ltd.

Edison Capital  
 Latin American  
 Investments  
 Holding Compan

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$3
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

-----  
 Total current liabilities 3  
 -----

-----  
 Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits

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Power-purchase contracts  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	29
Accumulated other comprehensive income (loss)	
Retained earnings	2

-----  
 Total common shareholders' equity 31  
 -----

Total liabilities and shareholders' equity \$34 \$  
 =====

Page 190

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Capital  
 (Netherlands)  
 Investments B.V.  
 [6]

Mission Fundin  
 Alpha

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
-----		
Total current liabilities		(
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		\$5
Accumulated other comprehensive income (loss)		
Retained earnings		1
-----		
Total common shareholders' equity		6
-----		
Total liabilities and shareholders' equity		\$6
=====		
		\$

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EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Mission Funding Delta	Mission Funding [6]
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$20)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(20)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	14
Accumulated other comprehensive income (loss)	
Retained earnings	6

---

Total common shareholders' equity	\$20
-----------------------------------	------

---



---

Total liabilities and shareholders' equity

---

Page 192

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission (Bermuda) Investments, Ltd.	Mission Fundin Epsilon
28	

---

LIABILITIES AND SHAREHOLDERS' EQUITY

---

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Other current liabilities

---

Total current liabilities

---

Long-term debt

---

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Accumulated provision for pension and benefits  
Other long-term liabilities

---

Total deferred credits and other liabilities

---

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Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

\$1

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

1

Total liabilities and shareholders' equity

\$1

\$

Page 193

EDISON CAPITAL and Subsidiaries [Tier 5]

MISSION FUNDING EPSILON CONSOLIDATED

Consolidating Balance Sheet

December 31, 2003

(In millions)

Mission Funding

Epsilon

Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

(\$725)

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

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Total current liabilities	(725)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	1,038
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	1,038
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	1,225
Accumulated other comprehensive income (loss)	(6)
Retained earnings	165
-----	
Total common shareholders' equity	1,384
-----	
Total liabilities and shareholders' equity	\$1,697
=====	

Page 194

EDISON CAPITAL and Subsidiaries [Tier 3]  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

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Burlington  
Apartments, Inc.

Edison Capit  
Europe Limit

-----  
Electric utility  
Nonutility power generation  
Financial services and other  
-----

Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant  
-----

Total operating expenses  
-----

Operating income (loss)  
Interest and dividend income  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities  
Dividends on utility preferred stock  
-----

Income (loss) from continuing operations before taxes  
Income taxes (benefit)  
-----

Income (loss) from continuing operations  
Loss from discontinued operations  
Income taxes (benefit) on discontinued operations  
-----

Net income (loss)  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock  
-----

Retained earnings - end of year  
=====

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December 31, 2003

(In millions)

	Edison Capital	Consolidation Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$21	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>	21	
Operating income (loss)	(21)	
Interest and dividend income	225	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<b>Income (loss) from continuing operations before taxes</b>	204	
Income taxes (benefit)	(20)	
<b>Income (loss) from continuing operations</b>	224	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<b>Net income (loss)</b>	224	
Retained earnings - beginning of year	(108)	
Dividends declared on common stock	(225)	
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>	(\$109)	

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Page 196

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Edison Capital Housing Investments Consolidated	Mission Fund Beta
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<b>Net income (loss)</b>		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		

Page 197

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Mission Funding Gamma	Mission Fund Kappa
Electric utility		
Nonutility power generation		
Financial services and other	\$1	
Total operating revenue	1	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)	1	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	1	
Income taxes (benefit)		
Income (loss) from continuing operations	1	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	1	
Retained earnings - beginning of year	29	

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Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year \$30  
 =====

Page 198

EDISON CAPITAL and Subsidiaries [Tier 4]  
 EDISON FUNDING COMPANY CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Mission Iowa Wind Company	Edison Fundi Company
Electric utility		
Nonutility power generation		
Financial services and other		\$2
Total operating revenue		2
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		9
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		10
Operating income (loss)		(8)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(1)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(9)
Income taxes (benefit)		(7)
Income (loss) from continuing operations		(2)
Loss from discontinued operations		

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Income taxes (benefit) on discontinued operations	
-----	-----
Net income (loss)	(2)
-----	-----
Retained earnings - beginning of year	18
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	\$16
=====	=====

Page 199

EDISON CAPITAL and Subsidiaries [Tier 4]  
EDISON FUNDING COMPANY CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

	Edison Funding Company Consolidated
-----	-----
Electric utility	
Nonutility power generation	\$2
Financial services and other	86
-----	-----
Total operating revenue	88
-----	-----
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	18
Depreciation, decommissioning and amortization	11
Property and other taxes	
Net gain on sale of utility plant	
-----	-----
Total operating expenses	29
-----	-----
Operating income (loss)	59
Interest and dividend income	8
Other nonoperating income	0
Interest expense - net of amounts capitalized	(26)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
-----	-----

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Income (loss) from continuing operations before taxes	41
Income taxes (benefit)	(18)
-----	
Income (loss) from continuing operations	59
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	
Net income (loss)	59
-----	
Retained earnings - beginning of year	591
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$650
=====	

Page 200

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

EC Asset Services, EC Propertie  
Inc.

Electric utility  
Nonutility power generation  
Financial services and other

Total operating revenue

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)  
Interest and dividend income  
Other nonoperating income  
Interest expense - net of amounts capitalized

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Other nonoperating deductions  
 Dividends on preferred securities  
 Dividends on utility preferred stock

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income (loss) from continuing operations  
 Loss from discontinued operations  
 Income taxes (benefit) on discontinued operations

-----  
 Net income (loss)

Retained earnings - beginning of year	\$1
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$1
---------------------------------	-----

=====

Page 201

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

EC-SLP, Inc.

ECHP Investm  
 Company

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue

-----  
 Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

-----  
 Total operating expenses

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-----

Operating income (loss)  
 Interest and dividend income  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities  
 Dividends on utility preferred stock

-----

Income (loss) from continuing operations before taxes  
 Income taxes (benefit)

-----

Income (loss) from continuing operations  
 Loss from discontinued operations  
 Income taxes (benefit) on discontinued operations

-----

Net income (loss)

-----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----

Retained earnings - end of year  
 =====

Page 202

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

Edison Capital                      Edison Capital  
 Housing Management              Housing New

-----

Electric utility  
 Nonutility power generation  
 Financial services and other

-----

Total operating revenue

-----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net

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Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		\$2
-----		
Income (loss) from continuing operations		(2)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----		
Net income (loss)		(2)
-----		
Retained earnings - beginning of year		\$2
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year		
=====		

Page 203

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

	Edison Funding Omicron Inc.	Edison Fundi Olive Court
-----		
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		

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Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	\$4
Property and other taxes	
Net gain on sale of utility plant	
<b>Total operating expenses</b>	<b>4</b>
Operating income (loss)	(4)
Interest and dividend income	
Other nonoperating income	(5)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<b>Income (loss) from continuing operations before taxes</b>	<b>(9)</b>
Income taxes (benefit)	(29)
<b>Income (loss) from continuing operations</b>	<b>20</b>
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<b>Net income (loss)</b>	<b>20</b>
Retained earnings - beginning of year	118
Dividends declared on common stock	
Dividends declared on preferred stock	
<b>Retained earnings - end of year</b>	<b>\$138</b>

Page 204

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

Edison Housing  
 South Carolina

EHI Developm  
 Company

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Electric utility	
Nonutility power generation	
Financial services and other	(\$1)
-----	
Total operating revenue	(1)
-----	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	
-----	
Operating income (loss)	(1)
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
-----	
Income (loss) from continuing operations before taxes	(1)
Income taxes (benefit)	
-----	
Income (loss) from continuing operations	(1)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	
Net income (loss)	(1)
-----	
Retained earnings - beginning of year	\$1
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	
=====	

Page 205

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant  
 -----

Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities  
 Dividends on utility preferred stock  
 -----

Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Loss from discontinued operations  
 Income taxes (benefit) on discontinued operations  
 -----

Net income (loss)  
 -----

Retained earnings - beginning of year	\$10
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	

Retained earnings - end of year	\$10
=====	

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December 31, 2003

(In millions)

MHICAL 96 Company

MHICAL 97 Co

Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		(\$2)
<b>Income (loss) from continuing operations</b>		2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<b>Net income (loss)</b>		2
Retained earnings - beginning of year		12
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		\$14

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EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Mission Housing Beta	Mission Hous Delta
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		\$3
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$3

Page 208

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Mission Housing Epsilon	Mission Housing Gamma
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year

Page 209

EDISON CAPITAL and Subsidiaries [Tier 5]  
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

	Mission Housing Theta	Mission Fund Theta [6]
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<b>Net income (loss)</b>		

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Retained earnings - beginning of year	\$1
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$1
---------------------------------	-----

Page 210

EDISON CAPITAL and Subsidiaries [Tier 5]  
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

	Edison Capital Housing Investments	Consolidating Adjustments
Electric utility		
Nonutility power generation		
Financial services and other	\$2	
Total operating revenue	2	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1	
Depreciation, decommissioning and amortization	5	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	6	
Operating income (loss)	(4)	
Interest and dividend income	1	
Other nonoperating income	(10)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(13)	
Income taxes (benefit)	(42)	

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Income (loss) from continuing operations	29
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	29
Retained earnings - beginning of year	46
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$76

Page 211

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

	Edison Capital (Bermuda) Investments, Ltd.	Edison Capit (Bermuda) Lt
Electric utility		
Nonutility power generation		
Financial services and other	\$1	
Total operating revenue	1	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)	1	
Interest and dividend income	4	
Other nonoperating income	15	
Interest expense - net of amounts capitalized		

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Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
-----	
Income (loss) from continuing operations before taxes	20
Income taxes (benefit)	8
-----	
Income (loss) from continuing operations	12
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	
Net income (loss)	12
-----	
Retained earnings - beginning of year	(5)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$7
=====	

Page 212

EDISON CAPITAL and Subsidiaries [Tier 5]  
MISSION FUNDING EPSILON CONSOLIDATED  
Consolidating Statements of Income (Loss) and Retained Earnings  
December 31, 2003  
(In millions)

Edison Capital International (Bermuda) Ltd.	Edison Capital Latin American Investments Holding Comp
---------------------------------------------------	-----------------------------------------------------------------

Electric utility	
Nonutility power generation	
Financial services and other	
-----	
Total operating revenue	
-----	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

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-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities  
 Dividends on utility preferred stock  
 -----

Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Loss from discontinued operations  
 Income taxes (benefit) on discontinued operations  
 -----

Net income (loss)  
 -----

Retained earnings - beginning of year	\$2
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	

Retained earnings - end of year	\$2
=====	

Page 213

EDISON CAPITAL and Subsidiaries [Tier 5]  
 MISSION FUNDING EPSILON CONSOLIDATED  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 December 31, 2003  
 (In millions)

Edison Capital (Netherlands) Investments B.V. [6]	Mission Fund Alpha
-----	

Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

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Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income (loss)

Interest and dividend income

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

-----  
Income (loss) from continuing operations before taxes  
-----

Income taxes (benefit)

-----  
Income (loss) from continuing operations  
-----

Loss from discontinued operations

Income taxes (benefit) on discontinued operations

-----  
Net income (loss)  
-----

Retained earnings - beginning of year

\$1

Dividends declared on common stock

Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

\$1  
=====

Page 214

EDISON CAPITAL and Subsidiaries [Tier 5]

MISSION FUNDING EPSILON CONSOLIDATED

Consolidating Statements of Income (Loss) and Retained Earnings

December 31, 2003

(In millions)

-----  
Mission Funding  
Delta

-----  
Mission Fund  
[6]

Electric utility

Nonutility power generation

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Financial services and other

-----  
 Total operating revenue  
 -----

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

Operating income (loss)

Interest and dividend income

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

-----  
 Income (loss) from continuing operations before taxes

Income taxes (benefit)

-----  
 Income (loss) from continuing operations

Loss from discontinued operations

Income taxes (benefit) on discontinued operations

-----  
 Net income (loss)

-----  
 Retained earnings - beginning of year

\$6

Dividends declared on common stock

Dividends declared on preferred stock

-----  
 Retained earnings - end of year

\$6  
 =====

Page 215

EDISON CAPITAL and Subsidiaries [Tier 5]

MISSION FUNDING EPSILON CONSOLIDATED

Consolidating Statements of Income (Loss) and Retained Earnings

December 31, 2003

(In millions)

Mission (Bermuda)  
 Investments, Ltd.

Mission Fund  
 Epsilon

Electric utility	
Nonutility power generation	
Financial services and other	\$4
-----	
Total operating revenue	4
-----	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	
-----	
Operating income (loss)	4
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
-----	
Income (loss) from continuing operations before taxes	4
Income taxes (benefit)	
-----	
Income (loss) from continuing operations	
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	
Net income (loss)	4
-----	
Retained earnings - beginning of year	(\$4)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	
=====	

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	Mission Funding Epsilon Consolidated
Electric utility	
Nonutility power generation	
Financial services and other	\$14
Total operating revenue	14
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	
Operating income (loss)	14
Interest and dividend income	4
Other nonoperating income	21
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	39
Income taxes (benefit)	39
Income (loss) from continuing operations	
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	
Retained earnings - beginning of year	165
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$165

Page 217

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

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(In millions)

PART 4 (PAGES 218 THROUGH 306)

Name of Entity:	1st Time Homebuyer Opportunities LP (Chester County Homes)	1010 SVN Assoc LP
-----------------	------------------------------------------------------------------	-------------------

---

Equity Interest:

Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.9% by Edison Capital Housing Partners IX LP
------------------------	-------------------------------------------------	---------------------------------------------------

Name of Entity:	1101 Howard St Assoc LP	1475 167th Ave Assoc LP (Bermuda Gardens Apts)
-----------------	-------------------------	---------------------------------------------------

---

Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHIFED 95 LP	99.90% by Edison Capital Housing Partners XI LP
------------------------	------------------------	----------------------------------------------------

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	1732 Champa LP (Buerger Brothers Lofts)	18303 Kittridge Assoc-39 LP (Kittridge)
-----------------	--------------------------------------------	--------------------------------------------

---

Equity Interest:

Assets	\$6	\$2
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Capital Housing Investments
------------------------	-------------------------------------------------	-------------------------------------------------

Name of Entity:	210 Washington Ave Assoc (Renaissance Plaza)	2400 Locust Assoc LP (Locust on the Park)
-----------------	-------------------------------------------------	----------------------------------------------

---

Equity Interest:

Assets	\$3	\$22
Revenues	\$1	\$3
Net Income (Loss)	(\$3)	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Capital Housing Investments
------------------------	-------------------------------------------------	-------------------------------------------------

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	2814 Fifth St Assoc LP (Land Park Woods)	3790 Wisconsin Street Partners LP (Wisconsin III)
-----------------	---------------------------------------------	---------------------------------------------------------

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners IX LP	99.90% by Edison Capital Housing Investments
------------------------	----------------------------------------------------	-------------------------------------------------

Name of Entity:	708 Pico LP (Wavecrest Housing)	Aaron Michael Assoc LP
-----------------	------------------------------------	------------------------

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.9% by Edison Capital Housing Partners XVIII LP
------------------------	---------------------------------------------------	------------------------------------------------------

Page 220

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Admiralty Heights Assoc II 1995 LP (Kent Manor)	AE Assoc LP (Avenida Espana)
-----------------	----------------------------------------------------	---------------------------------

-----

Equity Interest:

Assets	\$2	\$7
Revenues	\$0	\$1
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Funding Omicron Inc.
------------------------	----------------------------------------------------	------------------------------------------

Name of Entity:	Agape Housing LP	Alhambra Apts LP
-----------------	------------------	------------------

-----

Equity Interest:

Assets	\$1	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XIII LP
------------------------	------------------------------------------	------------------------------------------------------

Page 221

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Altamont Hotel Assoc LP	AMCAL Santa Barbara Fund XXXVI LP (Positano)
-----------------	-------------------------	-------------------------------------------------

Equity Interest:

Assets	\$3	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Partners V LP
------------------------	----------------------------------------------------	---------------------------------------------------

Name of Entity:	Apollo Development Assoc LP (Apollo Hotel)	Arbor Lane Assoc Phase II LP (Timberwood)
-----------------	-----------------------------------------------	----------------------------------------------

Equity Interest:

Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

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Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.00% by Corporations for Affordable Housing LP
------------------------	-----------------------------------------------------	-----------------------------------------------------

Page 222

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Arroyo Vista Assoc LP	Artloft Assoc LP
-----	-----	-----

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	35.60% by Corporations for Affordable Housing LP  53.39% by Corporations for Affordable Housing LP II
------------------------	-----------------------------------------------------	----------------------------------------------------------------------------------------------------------------------

Name of Entity:	Auburn Manor LLC	Avalon Courtyard LP (Carson Senior Housing)
-----	-----	-----

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0

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Net Income (Loss) \$0 \$0

Ownership Interest(s): 50.00% by Edison Capital Housing Investments 99.00% by MHIFED 95 LP

Page 223

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity: Baker Park Assoc LP Barnsdall Court LP (Villa Mariposa)

Equity Interest:

Assets \$0 \$1  
Revenues \$0 \$0  
Net Income (Loss) \$0 \$0

Ownership Interest(s): 99.00% by Edison Capital Housing Partners XVII LP 99.90% by Edison Capital Housing Partners XI LP

Name of Entity: Beacon Manor Assoc LP Benton Green LP

Equity Interest:

Assets \$1 \$1

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Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	99.90% by Edison Capital Housing Partners XV LP

Page 224

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Bodega Hills Investors LP	Borregas Court LP
-----------------	---------------------------	-------------------

---

Equity Interest:

Assets	\$1	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners V LP	99.00% by Edison Capital Housing Partners XI LP
------------------------	---------------------------------------------------	----------------------------------------------------

Name of Entity:	Bouquet Canyon Seniors LP	Bracher Assoc LP
-----------------	---------------------------	------------------

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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVI LP	99.00% by Edison Capital Housing Partners XVIII LP
------------------------	--------------------------------------------------	----------------------------------------------------

Page 225

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Brantwood II Assoc LP	Brookline Housing Assoc LLC (Bridgewater)
-----------------	-----------------------	-------------------------------------------

Equity Interest:

Assets	\$3	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Corporations for Affordable Housing LP II
------------------------	---------------------------------------	-----------------------------------------------------

Name of Entity:	Bryn Mawr - Belle Shore	Bryson Family Apts LP
-----------------	-------------------------	-----------------------

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LP (The)

-----  
 Equity Interest:

Assets	\$22	\$0
Revenues	\$2	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XI LP
------------------------------------------	----------------------------------------------------

Page 226

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:

Bush Hotel LP

Caleb Affordable Housing  
 Assoc LP  
 (Ledges/Pinebrook)

-----  
 Equity Interest:

Assets	\$10	\$0
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

99.00% by Edison Funding Omicron Inc.	99.00% by Corporations for Affordable Housing LP
------------------------------------------	-----------------------------------------------------

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Name of Entity:	Carlin LP (The)	Carlton Way Apts LP
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by MHIFED 94 LP

Page 227

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Carson Terrace LP	Casa Rampart LP (Rampart Apts)
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.90% by Edison Capital Housing Partners XI LP

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Name of Entity:	CCS/Bellingham LP (Washington Grocery Building)	CCS/Mount Vernon Housing LP (La Venture)
-----		
Equity Interest:		
Assets	\$4	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.90% by Edison Capital Housing Partners XIX LP

Page 228

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	CDR Senior Housing Assoc LP (Casa del Rio)	Catalonia Assoc LP
-----		
Equity Interest:		
Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Edison Capital Housing Partners VIII LP

Name of Entity:	Centennial Place LP	Centertown Assoc LP
-----		
Equity Interest:		
Assets	\$7	\$6
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MH V LP	99.00% by Edison Funding Omicron Inc.

Page 229

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Cincinnati Ravenwood Apts LP (Ravenwood)	Chamber Apts LP (The Chamber Bldg)
-----		
Equity Interest:		
Assets	\$5	\$1
Revenues	\$1	\$0

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Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XIII LP
	0.95% by B.A.I. Edison Ravenwood LP (Ravenwood)	

Name of Entity:	Colina Vista LP	Conejo Valley Community Housing Assoc (Community House Apts)
-----------------	-----------------	--------------------------------------------------------------------

---

Equity Interest:

Assets	\$5	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHICAL 95 LP	99.00% by Edison Capital Housing Investments
------------------------	------------------------	-------------------------------------------------

Page 230

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Corporations for Affordable Housing LP	Corporations for Affordable Housing LP II
-----------------	-------------------------------------------	----------------------------------------------

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Net Income (Loss)	\$0	\$0
Ownership Interest(s):	1.00% by EC Properties, Inc.	1.00% by EC Properties, Inc.
Name of Entity:	Corona Ely/Ranch Assoc LP	Cottonwood Affordable Housing LP (Verde Vista)
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Edison Capital Housing Partners VII LP

Page 231

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Cypress Cove Assoc	Davis MHA Twin Pines Community Assoc LP (Northstar Apts)
-----		

Equity Interest:

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Assets	\$2	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XI LP

Name of Entity:	Delta Plaza Apts LP	DeRose Housing Assoc LP
-----------------	---------------------	-------------------------

---

Equity Interest:

Assets	\$2	\$4
Revenues	\$0	\$1
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MH III LP

Page 232

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Diamond Phase III Venture LP	Don Avante Assoc I LP (Don de Dios)
-----------------	---------------------------------	----------------------------------------

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Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.90% by Edison Capital Housing Partners XV LP
------------------------	-----------------------------------------------------	----------------------------------------------------

Name of Entity:	Double X Assoc 1995 LP (Terrace Manor)	EAH Larkspur Creekside Assoc LP
-----------------	-------------------------------------------	------------------------------------

-----

Equity Interest:

Assets	\$2	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Funding Omicron Inc.
------------------------	----------------------------------------------------	------------------------------------------

Page 233

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Eastwood Homes LP	ECH/HFC GP Partnership
-----------------	-------------------	------------------------

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No. 1

-----  
 Equity Interest:

Assets	\$2	\$15
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

99.00% by Edison Capital Housing Partners XI LP	34.90% by Edison Capital Housing Investments
	50.44% by GP MHICAL 96 LP
	14.66% by GP MHICAL 97 LP

Name of Entity:

ECH Investor Partners VI-A LP	ECH Investor Partners VI-B LP
-------------------------------	-------------------------------

-----  
 Equity Interest:

Assets	\$4	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

15.3877% by Edison Capital Contributions VI Partners	99% by Edison Capital Contributions VI Partners
1% GP by Edison Capital Housing Investments	1% GP by Edison Capital Housing Investments

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(In millions)

Name of Entity:	EDA LP (Eagle's Nest)	Edison Capital Affordable Housing 99A G.P.
-----------------	-----------------------	--------------------------------------------

---

Equity Interest:

Assets	\$0	\$6
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	48.00% by Corporations for Affordable Housing LP II	27.69% by Edison Capital Housing Investments  36.47% GP by MHICAL 96 LP 33.05% by MHICAL 97 LP  2.78% by Mission Housing Epsilon 0.01% by Mission Funding Theta
------------------------	-----------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Name of Entity:	Edison Capital Housing Partners V LP	Edison Capital Housing Partners VI LP
-----------------	--------------------------------------	---------------------------------------

---

Equity Interest:

Assets	\$0	\$7
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	16.18% by Edison Capital Housing Investments	61.8166% by ECH Investor Partners VI-A LP  37.1834% by ECH Investor Partners VI-B LP  1% GP by Edison Capital Housing Investments
------------------------	----------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------

Page 236

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Edison Capital Housing Partners VIII LP	Edison Capital Housing Partners IX LP
-----------------	--------------------------------------------	------------------------------------------

Equity Interest:

Assets	\$2	\$7
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	18.54% by ECH/HFC GP Partnership No. 2	13.5533% GP by Edison Capital Affordable Housing 99A G.P.
------------------------	-------------------------------------------	-----------------------------------------------------------------

Name of Entity:	Edison Capital Housing Partners XI LP	Edison Capital Housing Partners XII LP
-----------------	------------------------------------------	-------------------------------------------

Equity Interest:

Assets	\$5	\$4
Revenues	\$0	\$0
Net Income (Loss)	(\$1)	\$0

Ownership Interest(s):	18.62486% by Edison Capital Affordable Housing 99B GP	13.73759% by Edison Capital Affordable Housing 99B GP
------------------------	-------------------------------------------------------------	-------------------------------------------------------------

Page 237

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Edison Capital Housing Partners XIV LP	Edison Capital Housing Partners XV LP
-----		
Equity Interest:		
Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	7.6118% by Edison Capital Affordable Housing 99B GP	9.567% by Edison Capital Affordable Housing 99B GP

Name of Entity:	Edison Capital Housing Partners XVII LP	Edison Capital Housing Partners XVIII LP
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	0.01% by ECHP LLC	0.01% by ECHP LLC

Page 238

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Edison Capital Contributions VI Partners	Edgewood Manor Assoc II LP
-----		

Equity Interest:

Assets	\$19	\$0
Revenues	\$0	\$0
Net Income (Loss)	(\$1)	\$0

Ownership Interest(s):

91.77% by Edison Capital Housing Investments	99.00% by Corporations for Affordable Housing LP II
4.03% GP by Edison Housing North Carolina	
4.20% GP by Edison Housing South Carolina	

Name of Entity:	El Barrio Academy Urban Renewal Assoc LP (Academy Street)	Electra Arms Senior Assoc LP
-----		

Equity Interest:

Assets	\$5	\$3
Revenues	\$0	\$0

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XI LP

Page 239

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Emanuel Grant Company LLC (Capitol Heights)	Eugene Hotel LP
-----		
Equity Interest:		
Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.90% by Edison Capital Housing Partners XVI LP

Name of Entity:	Fairview Village Assoc LP	Farm (The) Assoc LP
-----		
Equity Interest:		
Assets	\$0	\$6

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Edison Funding Omicron Inc.

Page 240

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Fifth and Wilshire Apts LP	Flagstaff Affordable Housing II LP (Forest View Apts)
-----------------	----------------------------	-------------------------------------------------------

---

Equity Interest:

Assets	\$1	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	99.00% by Edison Capital Housing Partners VII LP
------------------------	--------------------------------------------------	--------------------------------------------------

Name of Entity:	Florin Woods Assoc LP	Forest Winds Assoc LP
-----------------	-----------------------	-----------------------

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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XVIII LP	99.00% by Mission Housing Investors Partnership
------------------------	----------------------------------------------------	-------------------------------------------------

Page 241

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Garnet Housing Assoc LP (Garnet Lane Apts)	Gateway Housing LP (Gateway Plaza)
-----------------	-----------------------------------------------	---------------------------------------

-----

Equity Interest:

Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHICAL 97 LP	99.00% by Corporations for Affordable Housing LP II
------------------------	------------------------	-----------------------------------------------------

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Name of Entity:	Ginzton Assoc LP	Glen Eden Assoc LP (A Street)
-----------------	------------------	-------------------------------

---

Equity Interest:

Assets	\$9	\$0
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Mission Housing Investors Partnership
------------------------	---------------------------------------	-------------------------------------------------

Page 242

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Grace Housing LP (Grace Street)	Gray's Meadows Investors LP
-----------------	---------------------------------	-----------------------------

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Equity Interest:

Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XI LP	99.00% by Mission Housing Investors Partnership
------------------------	-------------------------------------------------	-------------------------------------------------

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Name of Entity:	Grossman Apts Investors LP	Hamilton Place Apts LP (Larkin Place)
-----		
Equity Interest:		
Assets	\$1	\$3
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners VI LP

Page 243

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Hearthstone Group 3 LP (Evergreen Court)	Heather Glen Assoc LP
-----		
Equity Interest:		
Assets	\$1	\$4
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Funding Omicron Inc.

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Name of Entity:	Heritage Partners LP (Heritage Villas)	Highland Village Partners LP
-----		
Equity Interest:		
Assets	\$2	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XII LP	99.90% by Edison Capital Housing Partners XV LP

Page 244

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	HMB-Atlanta I LP (Spring Branch)	Hollywood El Centro LP
-----		
Equity Interest:		
Assets	\$5	\$0
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 95 LP

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Name of Entity:	Homestead Village Assoc LP	Hope West Apts LP
-----------------	----------------------------	-------------------

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP II	99.00% by MHIFED 94 LP
------------------------	-----------------------------------------------------------	------------------------

Page 245

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Huff Ave Assoc LP	I.G. Partners LP (Island Gardens)
-----------------	-------------------	--------------------------------------

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Equity Interest:

Assets	\$2	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

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Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	99.90% by Edison Capital Housing Partners XV LP
------------------------	-----------------------------------------------------	----------------------------------------------------

Name of Entity:	Junction City Apts LP (Green Park)	Karen Partners LP
-----------------	---------------------------------------	-------------------

---

Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP II	99.90% by Edison Capital Housing Partners XV LP
------------------------	-----------------------------------------------------------	----------------------------------------------------

Page 236

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	KDF Park Glenn LP (Park Glenn Apartments)	KDF Park Glenn Seniors LP (Park Glenn Senior Apts II)
-----------------	----------------------------------------------	-------------------------------------------------------------

---

Equity Interest:

Assets	\$0	\$0
--------	-----	-----

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Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners XVI LP	99.90% by Edison Capital Housing Partners XVI LP

Name of Entity:	Kennedy Court Partners LP	Kennedy Lofts Assoc LP
-----------------	---------------------------	------------------------

---

Equity Interest:

Assets	\$3	\$12
Revenues	\$0	\$3
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHICAL 96 LP	99.00% by Edison Capital Housing Investments

Page 247

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Klamath Assoc LP	Knolls Community Assoc LP (The Knolls)
-----------------	------------------	-------------------------------------------

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Equity Interest:

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Assets	\$3	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHICAL 96 LP	99.90% by Edison Capital Housing Partners IX LP

Name of Entity:	Lackawana Housing Assoc (Goodwill)	Lark Ellen LP
-----------------	---------------------------------------	---------------

---

Equity Interest:

Assets	\$4	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners X LP

Page 248

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	La Terraza Assoc LP (Villa Loma)	Laurel Lakes LP
-----------------	-------------------------------------	-----------------

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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XVII LP	1.0% by LL Housing LLC
------------------------	------------------------------------------------------	------------------------

Name of Entity:	LL Housing LLC	Liberty House Assoc LP
-----------------	----------------	------------------------

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	24.50% by Mission Housing Alpha	99.00% by Corporations for Affordable Housing LP II
------------------------	------------------------------------	-----------------------------------------------------------

Page 249

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

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Name of Entity:	LINC-Bristol Assoc I, LP (City Gardens)	Lovejoy Station LP
-----------------	--------------------------------------------	--------------------

---

Equity Interest:

Assets	\$7	\$0
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.90% by Edison Capital Housing Partners XVIII LP
------------------------	----------------------------------------------------	-------------------------------------------------------

Name of Entity:	Madison/Mollison LP (Park Mollison)	Maple Ridge Development Assoc LP
-----------------	----------------------------------------	-------------------------------------

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Equity Interest:

Assets	\$6	\$0
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Investments	99.00% by Corporations for Affordable Housing LP II
------------------------	-------------------------------------------------	-----------------------------------------------------------

Page 250

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Maplewood School Apts LP	Mar Assoc LP (Frank Mar)
-----------------	--------------------------	--------------------------

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-----  
 Equity Interest:

Assets	\$5	\$9
Revenues	\$0	\$1
Net Income (Loss)	\$0	(\$1)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.
------------------------	------------------------------------------	------------------------------------------

Name of Entity:	Mayacamas Village Assoc LP	McFarland Press Assoc LP
-----------------	----------------------------	--------------------------

-----  
 Equity Interest:

Assets	\$6	\$6
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHICAL 94 LP	99.00% by Edison Funding Omicron Inc.
------------------------	------------------------	------------------------------------------

Page 251

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

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Name of Entity:	Mercy Housing California III LP (3rd and Reed)	Mercy Housing California IV LP (Vista Grande)
-----------------	---------------------------------------------------	--------------------------------------------------

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Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHIFED 95 LP	99.00% by Edison Capital Housing Partners V LP
------------------------	------------------------	---------------------------------------------------

Name of Entity:	Mercy Housing California IX LP (Sycamore)	Merrill Road Assoc LP
-----------------	----------------------------------------------	-----------------------

---

Equity Interest:

Assets	\$2	\$3
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by Edison Funding Omicron Inc.
------------------------	---------------------------------------------------	------------------------------------------

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Name of Entity:	MH I LP	MH II LP
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments
	99.00% by Edison Funding Omicron Inc.	99.00% by Mission Housing Delta

Name of Entity:	MH IV LP	MH V LP
Equity Interest:		
Assets	(\$1)	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments
	99.00% by Mission Housing Delta	99.00% by Mission Housing Delta

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Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	MHICAL 94 LP	MHIFED 95 LP
Equity Interest:		
Assets	\$0	\$24
Revenues	\$0	\$0
Net Income (Loss)	\$0	(\$4)
Ownership Interest(s):	1.00% by Edison Capital Housing Investments  99.00% by Edison Funding Omicron Inc.	1.00% by Edison Capital Housing Investments

Name of Entity:	MHIFED 96 LP	MHIFED 96A LP
Equity Interest:		
Assets	\$0	\$24
Revenues	\$0	\$0
Net Income (Loss)	\$0	(\$2)
Ownership Interest(s):	5.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	MHICAL 97 LP	Mid-Peninsula Century Village Assoc LP (Century Village)
-----------------	--------------	----------------------------------------------------------

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Equity Interest:

Assets	\$0	\$7
Revenues	\$0	\$1
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	1.00% by Edison Capital Housing Investments	99.00% by Edison Funding Omicron Inc.
	99.00% by MHICAL 97 Company	

Name of Entity:	Mission Capp LP	Mission Housing Investors Partnership
-----------------	-----------------	---------------------------------------

---

Equity Interest:

Assets	\$4	\$18
Revenues	\$0	\$0
Net Income (Loss)	\$0	(\$2)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	5.00% by Mission Housing Theta
------------------------	---------------------------------------	--------------------------------

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Page 255

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Monterra Village Assoc LP	Morgan Hill Ranch Housing LP
-----------------	---------------------------	------------------------------

Equity Interest:

Assets	\$0	\$2
--------	-----	-----

Revenues	\$0	\$0
----------	-----	-----

Net Income (Loss)	\$0	\$0
-------------------	-----	-----

Ownership Interest(s):	99.00% by Edison Capital Housing Partners IX LP	99.00% by Edison Capital Housing Partners X LP
------------------------	-------------------------------------------------	------------------------------------------------

Name of Entity:	Mountainlands Housing Partners LP (Holiday Village Apts)	Mountain View Townhomes Assoc LP
-----------------	----------------------------------------------------------	----------------------------------

Equity Interest:

Assets	\$1	\$1
--------	-----	-----

Revenues	\$0	\$0
----------	-----	-----

Net Income (Loss)	\$0	\$0
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Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Partners VII LP
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Page 256

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	NAHF Brockton LP (Southfield Gardens)	National Boston Lofts Assoc LLLP (Boston Lofts)
-----		
Equity Interest:		
Assets	\$1	\$20
Revenues	\$0	\$2
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Investments

Name of Entity:	Northern Senior Housing LP (St. Johnsbury)	North Park Village LLC
-----		
Equity Interest:		
Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.00% by Edison Funding Omicron Inc.

Page 257

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Northwood Manor Assoc LP	Oak Forest Assoc LP
-----------------	--------------------------	---------------------

-----

Equity Interest:

Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Partners VII LP
------------------------	----------------------------------------------------	-----------------------------------------------------

Name of Entity:	Oceanside Gardens LP	Ohlone Housing Assoc LP
-----------------	----------------------	-------------------------

-----

Equity Interest:

Assets	\$2	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

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Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners VIII LP
------------------------	------------------------------------------	------------------------------------------------------

Page 258

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	OL Hope LP (Olympic Hope)	Omaha Amber Ridge LP (Amber Ridge)
-----------------	---------------------------	---------------------------------------

---

Equity Interest:

Assets	\$0	\$7
Revenues	\$0	\$1
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVIII LP	99.00% by Edison Funding Omicron Inc.
------------------------	-------------------------------------------------------	------------------------------------------

Name of Entity:	Open Door Assoc LP	Osage Terrace LP
-----------------	--------------------	------------------

---

Equity Interest:

Assets	\$7	\$0
Revenues	\$1	\$0

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Net Income (Loss) \$0 \$0

Ownership Interest(s): 99.00% by Edison Funding Omicron Inc. 99.89% by Edison Capital Housing Partners XII LP

Page 259

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity: Pacific Terrace Assoc LP Pacifica Community Assoc LP (Villa Pacifica)

Equity Interest:

Assets \$0 \$2  
 Revenues \$0 \$0  
 Net Income (Loss) \$0 \$0

Ownership Interest(s): 99.90% by Edison Capital Housing Partners IX LP 99.00% by Edison Capital Housing Partners X LP

Name of Entity: Pajaro Court Assoc LP Palmer Heights, LLC

Equity Interest:

Assets \$0 \$0

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Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.90% by Edison Capital Housing Partners XVIII LP

Page 260

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Paradise Road Partners LP (Gateway Village)	Park Land Senior Apts Investors LP (Banducci)
-----------------	------------------------------------------------	--------------------------------------------------

---

Equity Interest:

Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	99.90% by Edison Capital Housing Partners XIII LP
------------------------	--------------------------------------------------	---------------------------------------------------

Name of Entity:	Park Place 1998, LLC	Park Williams Partners LP
-----------------	----------------------	---------------------------

---

Equity Interest:

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Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.90% by Edison Capital Housing Partners XV LP

Page 261

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Parkview Apts Assoc LP (Parkview/Sunburst)	Parsonage Cottage Senior Residence LP
-----------------	-----------------------------------------------	------------------------------------------

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVII LP	99.00% by Corporations for Affordable Housing LP II

Name of Entity:	Pecan Court Assoc LP	Pellettieri Homes Urban Renewal Assoc LP
-----------------	----------------------	---------------------------------------------

---

Equity Interest:

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Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIX LP	99.00% by Edison Capital Housing Partners XIX LP

Page 262

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Piedmont Housing Assoc	Pilot Grove LP
-----		
Equity Interest:		
Assets	\$0	\$5
Revenues	\$0	\$1
Net Income (Loss)	\$0	(\$1)
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP III	99.00% by Edison Capital Housing Investments

Name of Entity:	Pines Housing II LP	Pines Housing III LP
-----		

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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by Corporations for Affordable Housing LP III
------------------------	-----------------------------------------------------	------------------------------------------------------------

Page 263

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Pinole Grove Assoc LP	PlumTree Preservation LP
-----	-----	-----

Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHIFED 95 LP	99.9% by Edison Capital Housing Partners XV LP
------------------------	------------------------	---------------------------------------------------

Name of Entity:	Poinsettia Housing Associates	Post Office Plaza LP
-----	-----	-----

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Equity Interest:

Assets	\$1	\$48
Revenues	\$0	\$6
Net Income (Loss)	\$0	(\$3)

Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Investments
------------------------	------------------------------------------------	----------------------------------------------

Page 264

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Preservation Properties II LP	Preservation Properties III LP
-----------------	-------------------------------	--------------------------------

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.90% by Edison Capital Housing Partners XIV LP
------------------------	--------------------------------------------------	--------------------------------------------------

Name of Entity:	Preservation Properties V LP	President John Adams Manor Apts LP
-----------------	------------------------------	------------------------------------

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Equity Interest:

Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.90% by Edison Capital Housing Partners XIII LP
------------------------	--------------------------------------------------	---------------------------------------------------

Page 265

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:	Project Home I LLC	Providence-Brown St Housing LP (Brown St)
-----------------	--------------------	-------------------------------------------

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.99% by Edison Capital Housing Partners XV LP	99.90% by Edison Capital Housing Partners X LP
------------------------	-------------------------------------------------	------------------------------------------------

Name of Entity:	Quebec Arms Apartments LP	Rancho Park Assoc LP
-----------------	---------------------------	----------------------

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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.9% by Edison Capital Housing Partners XVII LP	99.00% by Mission Housing Investors Partnership
	0.05% by Mission Housing Alpha	

Page 266

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Reseda Village LP	Richmond City Center Assoc LP
-----------------	-------------------	-------------------------------

---

Equity Interest:

Assets	\$0	\$6
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by MHIFED 96A LP	99.00% by Edison Funding Omicron Inc.
------------------------	-------------------------	---------------------------------------

Name of Entity:	Rittenhouse School LP	Riverside/ Liebrandt
-----------------	-----------------------	----------------------

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Partners LP (La Playa)

-----  
Equity Interest:

Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

99.00% by Corporations for Affordable Housing LP II	99.00% by Edison Funding Omicron Inc.
-----------------------------------------------------------	------------------------------------------

Page 267

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:

Riverwalk Apts, Ltd  
(Colorado)

Roebbling Village Inn  
Urban Renewal LP

-----  
Equity Interest:

Assets	\$2	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):

99.80% by Edison Capital Housing Partners XIII LP	99.00% by Edison Funding Omicron Inc.
------------------------------------------------------	------------------------------------------

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Name of Entity: Rosecreek Senior Living LP Round Walk Village Apts LP

---

Equity Interest:

Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s): 99.90% by Edison Capital Housing Partners XIII LP 99.00% by MHIFED 96A LP

Page 268

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity: Rustic Gardens Assoc LP Salem Lafayette Urban Renewal Assoc LP

---

Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s): 99.00% by Mission Housing Investors Partnership 99.00% by Corporations for Affordable Housing LP III

Name of Entity: San Juan Commons 1996 LP San Martin de Porres LP

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-----  
 Equity Interest:

Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.90% by Edison Capital Housing Partners XVI LP
------------------------	---------------------------------------------------	-----------------------------------------------------

Page 268

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	San Pedro Gardens Assoc LP	Santa Alicia Family Housing Assoc
-----------------	----------------------------	--------------------------------------

-----  
 Equity Interest:

Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 96A LP
------------------------	------------------------------------------	-------------------------

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Name of Entity:	Santa Paulan Senior Apts Assoc LP (The Paulan)	Saratoga Vacaville LP (Saratoga Senior)
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Equity Interest:

Assets	\$8	\$1
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XV LP
------------------------	------------------------------------------	----------------------------------------------------

Page 269

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	SD Regency Centre LP	Sea Ranch Apts LP
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Equity Interest:

Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVIII LP	99.00% by Mission Housing Investors Partnership
------------------------	-------------------------------------------------------	----------------------------------------------------

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Name of Entity:	Second St Center LP	Serena Sunbow LP (Villa Serena)
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 95 LP	99.90% by Edison Capital Housing Partners XV LP

Page 270

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Silver City Housing LP	Silver Lake Properties LP
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP II	99.00% by Edison Capital Housing Partners VI LP

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Name of Entity:	Smyrna Gardens Assoc LP	Solinas Village Partners LP
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by MHIFED 95 LP

Page 271

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	South Beach Housing Assoc LP (Steamboat Point)	South Winery Assoc LP (The Winery Apts)
-----		
Equity Interest:		
Assets	\$11	\$7
Revenues	\$1	\$1
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.

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Name of Entity:	Springdale Kresson Assoc LP (Jewish Federation)	Springdale Preservation LP (Springdale West)
-----		
Equity Interest:		
Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Mission Housing Investors Partnership	99.90% by Edison Capital Housing Partners XIV LP

Page 272

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Stevenson Housing Assoc (Park Vista)	St. Hedwig's Gardens
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP III	99.00% by Edison Capital Housing Partners V LP

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Name of Entity:	Stoney Creek Assoc LP	Stony Point Apt Investors LP (Panas Place)
-----		
Equity Interest:		
Assets	\$8	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XI LP

Page 273

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Studebaker Building LP	Sultana Acres Assoc LP
-----		
Equity Interest:		
Assets	\$2	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.

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Name of Entity:	Sunshine Terrace LP	Tabor Grand LP
-----		
Equity Interest:		
Assets	\$1	\$3
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners V LP	99.00% by Edison Capital Housing Investments

Page 274

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Thomson Rental Housing LP (Washington Place)	Three Oaks Housing LP
-----		
Equity Interest:		
Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 95 LP

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Name of Entity:	Timber Sound, Ltd	Timber Sound II, Ltd
-----		
Equity Interest:		
Assets	\$1	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	99.00% by Edison Capital Housing Partners X LP

Page 275

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Tlaquepaque Housing Assoc LP	Trinity Park Apts LP
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.90% by Edison Capital Housing Partners X LP

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Name of Entity:	Tuscany Assoc LP (Tuscany Villa)	Twin Ponds Apts LP
-----		
Equity Interest:		
Assets	\$3	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XIII LP

Page 276

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	University Manor Apartments LP	University Park Properties LP
-----		
Equity Interest:		
Assets	\$0	\$2
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.9% by Edison Capital Housing Partners XVII LP 0.05% by Mission Housing	99.00% by Edison Capital Housing Partners VI LP

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Alpha

Name of Entity:	Venbury Trail LP	Villa Maria Housing Partnership
-----		
Equity Interest:		
Assets	\$1	\$5
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by Edison Funding Omicron Inc.

Page 277

EDISON CAPITAL  
 Equity Investments in Real Estate Limited Partnerships  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Vine St Court LP II	Virginia Lane LP (Maplewood/Golden Glenn)
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by MHIFED 96A LP	99.90% by Edison Capital Housing Partners XIX LP

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Name of Entity:	Vista Sonoma Senior Living LP	Vista Verde Housing Associates LP (California)
-----		
Equity Interest:		
Assets	\$2	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.9% by Edison Capital Housing Partners XVII LP

Page 278

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	W.M. Housing Assoc LP (Williamsport Manor)	Walden Pond Ltd LP (Hamlet)
-----		
Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Corporations	99.00% by Corporations

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for Affordable Housing LP      for Affordable Housing LP  
II

Name of Entity:	Walnut Ave Partnership LP	Washington Creek Assoc LP
-----		
Equity Interest:		
Assets	\$0	\$3
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners IX LP	99.00% by Edison Funding Omicron Inc.

Page 279

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Westfair LLC (Cedar Ridge)	Westfield Condominium Investment LP
-----		
Equity Interest:		
Assets	\$0	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	99.90% by Edison Capital	98.99% by Edison Capital

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Housing Partners XV LP      Housing Investments

0.01% by Mission Funding  
Theta

Name of Entity:      West Oaks Apts LP      Westport Village Homes  
Assoc LP

Equity Interest:

Assets	\$1	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):      99.90% by Edison Capital  
Housing Partners XII LP      99.00% by Edison Funding  
Omicron Inc.

Page 280

EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2003 - Based on financial statements as of December 31, 2002

(In millions)

Name of Entity:      Wheeler Manor Assoc LP      White Mountain Apache  
Housing

Equity Interest:

Assets	\$10	\$2
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

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Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Investments
------------------------	------------------------------------------	-------------------------------------------------

Name of Entity:	Windrush Apartments of Statesville LP	Winfield Hill Assoc LP
-----------------	------------------------------------------	------------------------

-----

Equity Interest:

Assets	\$1	\$0
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Partners XIX LP
------------------------	---------------------------------------------------	-----------------------------------------------------

Page 281

EDISON CAPITAL  
Equity Investments in Real Estate Limited Partnerships  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	Winnsboro Apts LP (Deer Wood)	Women's Westlake LP (Dorothy Day)
-----------------	----------------------------------	--------------------------------------

-----

Equity Interest:

Assets	\$0	\$1
Revenues	\$0	\$0

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Net Income (Loss)	\$0	\$0
-------------------	-----	-----

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP II	99.90% by Edison Capital Housing Partners XIII LP
------------------------	-----------------------------------------------------------	------------------------------------------------------

Name of Entity:	Woodleaf Village LP	Yale Street LP
-----------------	---------------------	----------------

---

Equity Interest:

Assets	\$1	\$1
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIII LP	99.90% by Edison Capital Housing Partners XII LP
------------------------	------------------------------------------------------	-----------------------------------------------------

Page 282

EDISON CAPITAL  
Equity Investments  
December 31, 2003 - Based on financial statements as of December 31, 2002  
(In millions)

Name of Entity:	AIG Asian Infrastructure Fund II LP	AIG Emerging Europe Infrastructure Fund LP
-----------------	----------------------------------------	-----------------------------------------------

---

Equity Interest:

Assets	\$39	\$31
--------	------	------

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Revenues	\$1	\$1
Net Income (Loss)	\$1	(\$1)
Ownership Interest(s):	5.80% by Edison Capital Latin American Investments (Bermuda) Ltd.	22.70% by Edison Capital Latin American Investments (Bermuda) Ltd.
Name of Entity:	AIG-GE Capital Latin American Infrastructure Fund LP	Compania Adminstradora de Empresas Bolivia SA (Cade)
-----		
Equity Interest:		
Assets	\$41	\$1
Revenues	\$1	\$0
Net Income (Loss)	(\$6)	\$0
Ownership Interest(s):	8.00% by Edison Capital Latin American Investments (Bermuda) Ltd.	12.55% by Edison Capital International (Bermuda) Ltd.

Page 283

EDISON CAPITAL  
 Equity Investments  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

Name of Entity:	Empresa de Servicios Edeser S.A. (Edesar)	Empresa de Luz y Fuerza Electrica de Oruro SA (Elfeo)
-----------------	-------------------------------------------	-------------------------------------------------------

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Equity Interest:

Assets	\$0	\$2
Revenues	\$0	\$1
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	12.55% by Edison Capital International (Bermuda) Ltd.	12.55% by Edison Capital International (Bermuda) Ltd.
------------------------	-------------------------------------------------------	-------------------------------------------------------

Name of Equity	Lakota Ridge LLC	Olmecca Cable Investments Ltd.
----------------	------------------	--------------------------------

---

Equity Interest:

Assets	\$14	\$18
Revenues	\$1	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	75.00% by Mission Funding Zeta	21.7% by Edison Capital International (Bermuda) Ltd.
------------------------	--------------------------------	------------------------------------------------------

Page 284

EDISON CAPITAL  
 Equity Investments  
 December 31, 2003 - Based on financial statements as of December 31, 2002  
 (In millions)

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Name of Entity:	Storm Lake Power Partners	Trinidad and Tobago Methanol Company Limited
-----------------	---------------------------	-------------------------------------------------

---

Equity Interest:

Assets	\$170
Revenues	\$11
Net Income (Loss)	(\$7)

Ownership Interest(s):	99.00% by Mission Iowa Wind Company	1.0% by Edison Capital LAI (Bermuda) Ltd.
------------------------	----------------------------------------	----------------------------------------------

Page 285

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Associated Southern Investment Company (inactive)	Calabasas Palatino, Inc. (inactive)
------------------------------------------------------------	-------------------------------------------

---

ASSETS

---

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

---

Total current assets

---

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships

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and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 286

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Centrelake  
 Partners LP  
 (inactive)

Irwindale Land  
 Company (inact

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash

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Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 287

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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Mission Industrial Constructors, Inc. (inactive)      Mission-Oceanographers, Inc. (inactive)

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----  
-----

Assets of discontinued operations  
-----

Total assets

Page 288

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission South Bay Company (inactive)	Mission Texas Property Holdi Inc. (inactive)
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<b>Total utility plant</b>		

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Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 289

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Land Company	Consolidating Adjustments
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		\$5
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		5
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		

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-----  
 Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges  
 -----  
 -----

Assets of discontinued operations  
 -----

Total assets \$5  
 =====

Page 290

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Associated Southern Investment Company (inactive)	Calabasas Palatino, Inc. (inactive)
--	------------------------------------------------------------	-------------------------------------------

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities  
-----

Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities  
-----

Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings  
-----

Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

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December 31, 2003

(In millions)

	Centrelake Partners LP (inactive)	Irwindale Land Company (inact
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		

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-----  
Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings  
-----

Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

Page 292

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Industrial      Mission-Ocean  
Constructors, Inc.      (inactive)  
(inactive)

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities  
-----

Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation

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Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

Page 293

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission South Bay  
 Company (inactive)

Mission Texas  
 Property Holdi  
 Inc. (inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt as due within one year

Preferred stock to be redeemed within one year

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Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

---

Total current liabilities

---

Long-term debt

---

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

---

Total deferred credits and other liabilities

---

Liabilities of discontinued operations

---

Minority Interest

---

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

---

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Page 294

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Land Company	Consolidating Adjustments
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		\$1
-----		
Total current liabilities		1
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		2
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		2
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		

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securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings 2

-----  
Total common shareholders' equity 2  
-----

Total liabilities and shareholders' equity \$5  
=====

Page 295

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Associated Southern Investment Company (inactive)	Calabasas Palatino, In (inactive)
-----	-----	-----
-----	-----	-----

Electric utility  
Nonutility power generation  
Financial services and other

-----  
Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

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Operating income (loss)  
 Interest and dividend income  
 Equity in income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations  
 -----

Net income (loss)  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----

Retained earnings - end of year  
 =====

Page 296

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Centrelake  
 Partners LP  
 (inactive)

Irwindale La  
 Company (ina

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

Fuel

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Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant  
 -----  
 Total operating expenses  
 -----  
  
 Operating income (loss)  
 Interest and dividend income  
 Equity in income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption  
 -----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----  
  
 Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations  
 -----  
 Net income (loss)  
 -----  
  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----  
  
 Retained earnings - end of year  
 =====

Page 297

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Mission Industrial      Mission-Ocea  
 Constructors, Inc.      (inactive)  
 (inactive)

Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Equity in income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

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Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission South Bay Company (inactive)	Mission Texas Property Hol Inc. (inacti
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		

Page 299

MISSION LAND COMPANY and Subsidiaries [Tier 3]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Land Company	Consolidating Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		\$1
<b>Total operating revenue</b>	<b>1</b>	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>	<b>1</b>	
<b>Income taxes (benefit)</b>	<b>1</b>	
<b>Income (loss) from continuing operations</b>		

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Income from discontinued operations - net  
Income taxes on discontinued operations

-----  
Net income (loss)

Retained earnings - beginning of year	8
Dividends declared on common stock	6
Dividends declared on preferred stock	

-----  
Retained earnings - end of year \$2  
=====

Page 300

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Associated Southern Engineering Company (inactive)	Mission Power Engineering Company (inact
--	-------------------------------------------------------------	------------------------------------------------

-----  
ASSETS

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

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Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 301

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Power  
Engineering  
Company  
Consolidated

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

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Total current assets

---

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

---

Total investment and other assets

---

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

---

Total utility plant

---

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

---

Total deferred charges

---

---

Assets of discontinued operations

---

Total assets

---

---

---

Page 302

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Associated  
Southern  
Engineering

Mission Power  
Engineering  
Company (inact

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Company (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest

-----  
 Preferred stock of utility:  
   Not subject to mandatory redemption  
   Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

-----  
 Total liabilities and shareholders' equity  
 =====

Page 303

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Power  
 Engineering  
 Company  
 Consolidated

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

\$9

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

9

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

3

Accumulated other comprehensive income (loss)

Retained earnings

(12)

Total common shareholders' equity

(\$9)

Total liabilities and shareholders' equity

Page 304

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
 Consolidating Statements of Income (Loss) and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Associated  
 Southern  
 Engineering  
 Company (inactive)

Mission Power  
 Engineering  
 Company (ina

Electric utility  
 Nonutility power generation  
 Financial services and other

Total operating revenue

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Asset impairment

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Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income  
Interest and dividend income  
Equity in income from partnership and unconsolidated  
subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to  
mandatory redemption

-----  
Income from continuing operations before taxes  
Income taxes (benefit)  
-----

Income from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations

-----  
Net income  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

Page 305

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]  
Consolidating Statements of Income (Loss) and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

-----  
Mission Power  
Engineering  
Company  
Consolidated  
-----

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Electric utility  
Nonutility power generation  
Financial services and other

-----  
Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income  
Interest and dividend income  
Other nonoperating income  
Equity in income from partnerships and unconsolidated  
    subsidiaries - net  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to  
    mandatory redemption  
Dividends on utility preferred stock not subject to  
    mandatory redemption

-----  
Income from continuing operations before taxes  
Income taxes (benefit)  
-----

Income from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations

-----  
Net income  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

Page 306

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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PART 5 (PAGES 307 THROUGH 412)

	Aguila Energy Company	Anacapa Energy Company
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$2)
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		(2)
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Assets of discontinued operations		
-----		
Total assets		(\$2)
=====		

Page 307

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Balboa Energy Company (inactive)      Blue Ridge Energy Company (inactive)

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets  
 -----

Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments  
 -----

Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net

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Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

Page 308

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Camino Energy Company	Centerport Energy Company (inactive)
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	\$1	
<b>Total current assets</b>	<b>1</b>	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	93	
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>	<b>93</b>	
Utility plant, at original cost:		
Transmission and distribution		

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Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets \$94  
 =====

Page 309

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Chester Energy Company (inactive)	Clayville Ener Company (inact
--	--------------------------------------	----------------------------------

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net

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Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 310

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Coronado Energy Company (inactive)	Crescent Valle Energy Company (inactive)
--	---------------------------------------	------------------------------------------------

-----  
 ASSETS  
 -----

Cash and equivalents

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Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 311

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Delaware Energy Conservers, Inc. (inactive)	Desert Sunrise Energy Company (inactive)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Assets of discontinued operations		
<hr/>		
Total assets		
<hr/>		

Page 312

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	East Maine Energy Company (inactive)	Edison Alabama Generating Com (inactive)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		

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Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 313

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel Consolidated	Edison Mission Energy Funding Corp.
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$112	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	112	
-----		

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets \$112  
 =====

Page 314

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Energy Services, Inc.	Edison Mission Fuel Resources Inc.
--	--------------------------------------------	------------------------------------------

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

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Total current assets

-----  
 Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments  
 -----

Total investment and other assets

-----  
 Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

Total utility plant

-----  
 Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges

-----  
 Assets of discontinued operations  
 -----

Total assets  
 =====

Page 315

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

-----  
 Edison Mission  
 Marketing and  
 Trading, Inc.

Midwest Genera  
 Energy Service  
 LLC [5]

ASSETS

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Cash and equivalents	\$16
Restricted cash	
Receivables - net	93
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	30
Prepayments and other current assets	17
-----	
Total current assets	156
-----	
Nonutility property - net	7
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	7
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	2
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	2
-----	
Assets of discontinued operations	
-----	
Total assets	\$165
=====	

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Operation and Maintenance, Inc.	Edison Mission Project Co.
-----		
ASSETS		
-----		
Cash and equivalents	\$2	
Restricted cash		
Receivables - net	7	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	9	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Assets of discontinued operations		

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-----  
 Total assets \$9 \$  
 =====

Page 317

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EME CP Holdings Co. Consolidated	EME Eastern Holdings Co. Consolidated
-----		
ASSETS		
-----		
Cash and equivalents	\$1	
Restricted cash		
Receivables - net	1	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets	(2)	
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		

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Total utility plant

-----  
 Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

96

-----  
 Total deferred charges

96

-----  
 Assets of discontinued operations

-----  
 Total assets

\$96

=====

Page 318

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EMP, Inc.  
 (inactive)

Four Counties  
 Company (inact

-----  
 ASSETS

-----  
 Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

-----  
 Total current assets

-----  
 Nonutility property - net

Nuclear decommissioning trusts

Investments in partnerships

and unconsolidated subsidiaries

Investments in leveraged leases

Other investments

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Total investment and other assets

---

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation  
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

---

Total utility plant

---

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

---

Total deferred charges

---

Assets of discontinued operations

---

Total assets

---

Page 319

EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Hancock Generation  
LLC (inactive)

Holtsville Energy  
Company (inactive)

---

ASSETS

---

Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

---

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Total current assets

---

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

---

Total investment and other assets

---

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

---

Total utility plant

---

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

---

Total deferred charges

---

Assets of discontinued operations

---

Total assets

---

---

---

Page 320

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Jefferson Energy  
Company (inactive)      Kings Canyon  
Energy Company  
(inactive)

---

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ASSETS

-----  
Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Laguna Energy Company (inactive)	La Jolla Energy Company (inact
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Assets of discontinued operations		

Total assets

Page 322

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Lehigh River Energy Company (inactive)	Longview Cogeneration Company (inact
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		

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Total utility plant

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

Page 323

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Madison Energy Company (inactive)	Midwest Genera EME, LLC Consolidated
--	--------------------------------------	--------------------------------------------

ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

Total current assets

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
 and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

3,

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Total investment and other assets	3,
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	
-----	
Assets of discontinued operations	
-----	
Total assets	\$3,
=====	

Page 324

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Capital LP	Mission Del Ci
		Inc. Consolida

ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments  
 -----

Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 325

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Energy  
 Construction  
 Services, Inc.

Mission Energy  
 Generation, In  
 (inactive)

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-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries \$4  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets 4  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

-----  
 Total assets \$4  
 =====

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Holdings International Inc. Consolidated	Mission Energy Indonesia (inactive)
-----		
ASSETS		
-----		
Cash and equivalents	\$218	
Restricted cash		
Receivables - net	220	
Fuel inventory		
Materials and supplies, at average cost	45	
Accumulated deferred income taxes - net		
Trading and price risk management assets	27	
Prepayments and other current assets	111	
-----		
Total current assets	621	
-----		
Nonutility property - net	4,519	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	955	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	5,474	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill	877	
Restricted cash	173	
Regulatory assets - net		
Other deferred charges	193	
-----		

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Total deferred charges	1,243
-----	
Assets of discontinued operations	6
-----	
Total assets	\$7,344
=====	

Page 327

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy New York, Inc.	Mission Energy Wales Company Consolidated
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net	\$9	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	9	
-----		
Nonutility property - net		1,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	34	(
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	34	1,
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		

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Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets \$43 \$1,  
=====

Page 328

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	North Jackson Energy Company (inactive)	Northern Sierr Energy Company (inactive)
--	-----------------------------------------------	------------------------------------------------

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships

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and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 329

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Panther Timber	Paradise Energy
	Company (inactive)	Company (inact

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory

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Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 330

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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Quartz Peak Energy Company (inactive)      Rapid Energy Limited

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 331

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Rapidan Energy Company (inactive)	Reeves Bay Energy Company (inactive)
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<b>Total utility plant</b>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		

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Total deferred charges

-----  
 Assets of discontinued operations

-----  
 Total assets  
 =====

Page 332

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Rio Escondido Energy Company (inactive)	Riverport Ener Company (inact
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		

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and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 333

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

San Joaquin Energy      San Juan Energy  
 Company                      Company

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships

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and unconsolidated subsidiaries	\$52
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	52
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	
-----	
Assets of discontinued operations	
-----	
Total assets	\$52
=====	

Page 334

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Santa Ana Energy	Santa Clara En
	Company (inactive)	Company (inact
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		

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Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 335

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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Silver Springs  
Energy Company  
(inactive)

Sonoma Geother  
Company (inact

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 336

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Southern Sierra Energy Company	Thorofare Ener Company (inact
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$42	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	42	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		

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Total deferred charges

-----  
 Assets of discontinued operations  
 -----

Total assets \$42  
 =====

Page 337

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Vista Energy Company (inactive)	Western Sierra Energy Company
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		

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Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 338

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Consolidating Adjustments	Edison Mission Energy Consoli
-----		
ASSETS		
-----		
Cash and equivalents	(\$68)	\$
Restricted cash		
Restricted Cash		
Receivables - net	(84)	
Fuel inventory	5	
Materials and supplies, at average cost	(13)	
Accumulated deferred income taxes - net		
Trading and price risk management assets	(51)	
Prepayments and other current assets	19	
-----		
Total current assets	(192)	1,
-----		
Nonutility property - net	(2,889)	7,
Nuclear decommissioning trusts		
Investments in partnerships		

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and unconsolidated subsidiaries	(6,726)	1,
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	(9,615)	9,
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill	(316)	
Restricted cash	39	
Regulatory assets - net		
Other deferred charges	1	
-----		
Total deferred charges	(276)	1,
-----		
Assets of discontinued operations		
-----		
Total assets	(\$10,083)	\$12,
=====		

Page 339

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Aguila Energy Company	Anacapa Energy Company
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$34)

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Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	1
-----	
Total current liabilities	(33)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	28
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	28
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	
Additional Paid in Capital	8
Accumulated other comprehensive income (loss)	
Retained earnings	(5)
-----	
Total common shareholders' equity	3
-----	
Total liabilities and shareholders' equity	(\$2)
=====	

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Balboa Energy Company (inactive)      Blue Ridge Energy Company (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures

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Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

Page 341

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Camino Energy  
 Company

Centerport Energy  
 Company (inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

(\$30)

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

Total current liabilities

(30)

Long-term debt

Accumulated deferred income taxes - net

17

Accumulated deferred investment tax credits

6

Customer advances and other deferred credits

Power-purchase contracts

Company-obligated mandatorily redeemable

securities of subsidiaries holding

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solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities 23  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital 49  
 Accumulated other comprehensive income (loss)  
 Retained earnings 52  
 -----

Total common shareholders' equity 101  
 -----

Total liabilities and shareholders' equity \$94  
 =====

Page 342

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Chester Energy                      Clayville Ener  
 Company (inactive)                  Company (inact

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt

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Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
  securities of subsidiaries holding  
  solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations

-----  
Minority Interest  
-----

Preferred stock of utility:  
  Not subject to mandatory redemption  
  Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
  securities of subsidiaries holding  
  solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings

-----  
Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

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Page 343

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Coronado Energy Company (inactive)	Crescent Valle Energy Company (inactive)
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding		

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solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 344

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Delaware Energy  
 Conservers, Inc.  
 (inactive)

Desert Sunrise  
 Energy Company  
 (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable

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securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings

-----  
Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

Page 345

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	East Maine Energy Company (inactive)	Edison Alabama Generating Com (inactive)
--	-----------------------------------------	------------------------------------------------

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt

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Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations

-----  
Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive income (loss)  
Retained earnings

-----  
Total common shareholders' equity  
-----

-----  
Total liabilities and shareholders' equity  
=====

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Page 346

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel Consolidated	Edison Mission Energy Funding Corp.
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$11)	(
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(11)	(
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	11	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	11	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		

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securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock	87
Accumulated other comprehensive income (loss)	
Retained earnings	25

-----  
Total common shareholders' equity 112  
-----

=====  
Total liabilities and shareholders' equity \$112  
=====

Page 347

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Mission  
Energy Services,  
Inc.

Edison Mission  
Fuel Resources  
Inc.

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts

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Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
 Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 348

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Mission  
 Marketing and  
 Trading, Inc.

Midwest Genera  
 Energy Service  
 LLC [5]

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt

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Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$90
Accrued taxes	1
Trading and price risk management liabilities	30
Regulatory liabilities	
Other current liabilities	2
-----	
Total current liabilities	123
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	(9)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset Retirement Obligation	
Asset retirement obligation	
Other long-term liabilities	3
-----	
Total deferred credits and other liabilities	(6)
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	
Additional Paid in Capital	60
Accumulated other comprehensive income (loss)	
Retained earnings	(12)
-----	
Total common shareholders' equity	48
-----	
Total liabilities and shareholders' equity	\$165
=====	

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Page 349

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Operation and Maintenance, Inc.	Edison Mission Project Co.
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$17)
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		11
<hr/>		
Total current liabilities		(6)
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		(4)
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		(4)
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		

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Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock		
Additional Paid in Capital	14	\$
Accumulated other comprehensive income (loss)		
Retained earnings	5	

-----  
 Total common shareholders' equity 19  
 -----

Total liabilities and shareholders' equity	\$9	\$
--------------------------------------------	-----	----

=====

Page 350

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EME CP Holdings Co. Consolidated	EME Eastern Holdings Co. Consolidated
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year	\$2	
Preferred stock to be redeemed within one year		
Accounts payable	(4)	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities	(2)	
-----		
Long-term debt	81	
-----		
Accumulated deferred income taxes - net	10	
Accumulated deferred investment tax credits		

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Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	10
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	
Accumulated other comprehensive income (loss)	
Retained earnings	7
-----	
Total common shareholders' equity	7
-----	
Total liabilities and shareholders' equity	\$96
=====	

Pag3 351

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EMP, Inc.  
 (inactive)

Four Counties  
 Company (inact

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

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Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$8)
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	
Total current liabilities	(8)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	9
Accumulated other comprehensive income (loss)	
Retained earnings	(1)
-----	
Total common shareholders' equity	\$8
-----	
Total liabilities and shareholders' equity	
=====	

Page 352

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Hancock Generation      Holtsville Energy  
 LLC (inactive)          Company (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations

-----  
 Minority Interest  
 -----

Preferred stock of utility:

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Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 353

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Jefferson Energy  
 Company (inactive)      Kings Canyon  
 Energy Company  
 (inactive)

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net

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Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 354

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Laguna Energy                      La Jolla Energy  
 Company (inactive)              Company (inact

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$1)
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	
Total current liabilities	(1)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	
Total deferred credits and other liabilities	
-----	
Liabilities of discontinued operations	
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	
Additional Paid in Capital	2
Accumulated other comprehensive income (loss)	
Retained earnings	(1)
-----	
Total common shareholders' equity	\$1
-----	

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Total liabilities and shareholders' equity

Page 355

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Lehigh River Energy Company (inactive)	Longview Cogeneration Company (inact
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		

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Preferred stock of utility:

Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	
Additional Paid in Capital	\$10
Accumulated other comprehensive income (loss)	
Retained earnings	(\$10)

-----  
 Total common shareholders' equity  
 -----

-----  
 Total liabilities and shareholders' equity  
 =====

Page 356

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Madison Energy Company (inactive)	Midwest Genera EME, LLC Consolidated
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		\$
Preferred stock to be redeemed within one year		
Accounts payable	(\$27)	(1,
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities	(28)	(
-----		
Long-term debt		1,
-----		

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Accumulated deferred income taxes - net	(2)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	

Total deferred credits and other liabilities	(2)
----------------------------------------------	-----

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock		
Additional Paid in Capital	22	3,
Accumulated other comprehensive income (loss)		
Retained earnings	7	

Total common shareholders' equity	\$29	3,
-----------------------------------	------	----

Total liabilities and shareholders' equity		\$3,
--------------------------------------------	--	------

Page 357

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Capital LP      Mission Del Ci  
 Inc. Consolida

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-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable (\$155)  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities (155)  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
   Not subject to mandatory redemption  
   Subject to mandatory redemption  
 Company-obligated mandatorily redeemable 150  
   securities of subsidiaries holding  
   solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries 150  
 -----

Common stock  
 Additional Paid in Capital 5  
 Accumulated other comprehensive income (loss)  
 Retained earnings

-----  
 Total common shareholders' equity \$5  
 -----

-----  
 Total liabilities and shareholders' equity (

=====

Page 358

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Construction Services, Inc.	Mission Energy Generation, Inc. (inactive)
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1)
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		(1)
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		2
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		2
-----		
Liabilities of discontinued operations		
-----		

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Additional Paid in Capital

5

Accumulated other comprehensive income (loss)

Retained earnings

(2)

Total common shareholders' equity

3

Total liabilities and shareholders' equity

\$4

Page 359

EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Mission Energy  
Holdings  
International Inc.  
Consolidated

Mission Energy  
Indonesia  
(inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

\$52

Long-term debt due within one year

110

Preferred stock to be redeemed within one year

Accounts payable

(209)

Accrued taxes

Trading and price risk management liabilities

132

Regulatory liabilities

Other current liabilities

509

Total current liabilities

594

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Long-term debt	3,436
Accumulated deferred income taxes - net	627
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Other long-term liabilities	746
Total deferred credits and other liabilities	1,373
Liabilities of discontinued operations	
Minority Interest	1,309
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	164
Total preferred securities of subsidiaries	164
Common stock	
Additional Paid in Capital	1,619
Accumulated other comprehensive income (loss)	(31)
Retained earnings	(1,120)
Total common shareholders' equity	468
Total liabilities and shareholders' equity	\$7,344

Page 360

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)7

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	Mission Energy New York, Inc.	Mission Energy Wales Company Consolidated
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$104)	(
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities	(104)	(
-----		
Long-term debt		1,
-----		
Accumulated deferred income taxes - net	22	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset Retirement Obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities	22	
-----		
Liabilities of discontinued operations		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		
Additional Paid in Capital	265	
Accumulated other comprehensive income (loss)		

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Retained earnings	(140)	
-----		
Total common shareholders' equity	125	
-----		
Total liabilities and shareholders' equity	\$43	\$1,
=====		

Page 361

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	North Jackson Energy Company (inactive)	Northern Sierr Energy Company (inactive)
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		

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Liabilities of discontinued operations

---

Minority Interest

---

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

---

Page 362

EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Panther Timber  
Company (inactive)

Paradise Energy  
Company (inact

---

LIABILITIES AND SHAREHOLDERS' EQUITY

---

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

---

Total current liabilities

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-----  
Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities  
-----

Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities  
-----

Total preferred securities of subsidiaries  
-----

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive income (loss)  
Retained earnings  
-----

Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

Page 363

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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Quartz Peak Energy      Rapid Energy  
Company (inactive)      Limited

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations

-----  
Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock

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Additional Paid in Capital	\$8
Accumulated other comprehensive income (loss)	
Retained earnings	(\$8)

-----  
Total common shareholders' equity  
-----

-----  
Total liabilities and shareholders' equity  
=====

Page 364

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Rapidan Energy	Reeves Bay Ene
	Company (inactive)	Company (inact

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

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-----  
 Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	
Additional Paid in Capital	\$5
Accumulated other comprehensive income (loss)	
Retained earnings	(\$5)

-----

Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 365

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Rio Escondido  
 Energy Company  
 (inactive)

Riverport Ener  
 Company (inact

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

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-----  
Total current liabilities  
-----

Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities  
-----

Total deferred credits and other liabilities  
-----

Liabilities of discontinued operations  
-----

Minority Interest  
-----

Preferred stock of utility:  
    Not subject to mandatory redemption  
    Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
    securities of subsidiaries holding  
    solely parent company debentures  
Other preferred securities  
-----

Total preferred securities of subsidiaries  
-----

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive income (loss)  
Retained earnings  
-----

Total common shareholders' equity  
-----

Total liabilities and shareholders' equity  
=====

Page 366

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Balance Sheet

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December 31, 2003

(In millions)

	San Joaquin Energy Company	San Juan Energy Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$10
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		10
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		7
Accumulated deferred investment tax credits		2
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		9
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	
Additional Paid in Capital	10
Accumulated other comprehensive income (loss)	
Retained earnings	23
-----	
Total common shareholders' equity	33
-----	
Total liabilities and shareholders' equity	\$52
=====	

Page 367

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Santa Ana Energy Company (inactive)	Santa Clara En Company (inact
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		

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Total deferred credits and other liabilities

---

Liabilities of discontinued operations

---

Minority Interest

---

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock

Additional Paid in Capital

Accumulated other comprehensive income (loss)

Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

Page 368

EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Silver Springs  
Energy Company  
(inactive)

Sonoma Geother  
Company (inact

LIABILITIES AND SHAREHOLDERS' EQUITY

---

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

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Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
  securities of subsidiaries holding  
  solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:  
  Not subject to mandatory redemption  
  Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
  securities of subsidiaries holding  
  solely parent company debentures  
Other preferred securities

Total preferred securities of subsidiaries

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive income (loss)  
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

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Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Southern Sierra Energy Company	Thorofare Ener Company (inact
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$46)	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(46)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	6	
Accumulated deferred investment tax credits	3	
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	9	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		

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Common stock	
Additional Paid in Capital	44
Accumulated other comprehensive income (loss)	
Retained earnings	35
-----	
Total common shareholders' equity	79
-----	
Total liabilities and shareholders' equity	\$42
=====	

Page 370

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Vista Energy Company (inactive)	Western Sierra Energy Company
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1)	(
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities	(1)	
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net	(1)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		

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-----  
 Total deferred credits and other liabilities (1)  
 -----

Liabilities of discontinued operations  
 -----

Minority Interest  
 -----

Preferred stock of utility:

    Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital 1  
 Accumulated other comprehensive income (loss)  
 Retained earnings 1  
 -----

Total common shareholders' equity \$2  
 -----

Total liabilities and shareholders' equity  
 =====

Page 371

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Mission Energy Consoli
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
-----		
Short-term debt		
Long-term debt due within one year	(\$27)	
Preferred stock to be redeemed within one year		
Accounts payable	691	
Accrued taxes	24	
Trading and price risk management liabilities	(38)	

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Regulatory liabilities		
Other current liabilities	(497)	
<hr/>		
Total current liabilities	153	1,
<hr/>		
Long-term debt	(2,263)	5,
<hr/>		
Accumulated deferred income taxes - net	145	1,
Accumulated deferred investment tax credits	(1)	
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation	17	
Other long-term liabilities	(195)	
<hr/>		
Total deferred credits and other liabilities	34	2,
<hr/>		
Liabilities of discontinued operations	1	
<hr/>		
Minority Interest	(1,025)	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	(150)	
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries	(150)	
<hr/>		
Common stock	2,588	2,
Additional Paid in Capital	(9,443)	
Accumulated other comprehensive income (loss)	(139)	
Retained earnings	229	(
<hr/>		
Total common shareholders' equity	(6,765)	1,
<hr/>		
Total liabilities and shareholders' equity	(\$10,083)	\$12,
<hr/>		

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Aguila Energy Company	Anacapa Ener Company
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$1	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	1	
-----	-----	-----
Operating income (loss)	(1)	
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net	(2)	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes	(3)	
Income taxes (benefit)	(7)	
-----	-----	-----
Income (loss) from continuing operations	4	
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income (loss)	4	
-----	-----	-----
Retained earnings - beginning of year	(9)	
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----

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Retained earnings - end of year (\$5)

Page 373

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Balboa Energy Company (inactive)	Blue Ridge E Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>		
<b>Income taxes (benefit)</b>		
<b>Income (loss) from continuing operations</b>		
<b>Income from discontinued operations - net</b>		

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Income taxes on discontinued operations

Net income (loss)

Retained earnings - beginning of year

Dividends declared on common stock

Dividends declared on preferred stock

Retained earnings - end of year

Page 374

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Camino Energy Company	Centerport E Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$1
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		1
Operating income (loss)		(1)
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		50
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory		

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redemption

Income (loss) from continuing operations before taxes	49
Income taxes (benefit)	19
Income (loss) from continuing operations	30
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income (loss)	30
Retained earnings - beginning of year	22
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$52

Page 375

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Chester Energy Company (inactive)	Clayville En Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		

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Equity in Income from partnerships and unconsolidated subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory redemption  
 Dividends on utility preferred stock not subject to mandatory redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 376

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Coronado Energy Company (inactive)      Crescent Valley Energy Company (inactive)

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue

-----  
 Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net

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Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		
=====	=====	=====

Page 377

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Delaware Energy Conservers, Inc. (inactive)	Desert Sunri Energy Compa (inactive)
-----	-----
-----	-----

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Electric utility  
Nonutility power generation  
Financial services and other

-----  
Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income (loss)  
Interest and dividend income  
Equity in Income from partnerships and unconsolidated  
subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to mandatory  
redemption

-----  
Income (loss) from continuing operations before taxes  
Income taxes (benefit)  
-----

Income (loss) from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations

-----  
Net income (loss)  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

Page 378

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003

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(In millions)

	East Maine Energy Company (inactive)	Edison Alaba Generating C (inactive)
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>		
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income (loss)</b>		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		

Page 379

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel Consolidated	Edison Missi Energy Fundi Corp.
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization	\$1	
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses	1	
-----		
Operating income (loss)	(1)	
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net	32	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income (loss) from continuing operations before taxes	31	
Income taxes (benefit)	(7)	
-----		
Income (loss) from continuing operations	38	
Income from discontinued operations - net		
Income taxes on discontinued operations		

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Net income (loss)	38
Retained earnings - beginning of year	18
Dividends declared on common stock	(31)
Dividends declared on preferred stock	
Retained earnings - end of year	\$25

Page 380

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Energy Services, Inc.	Edison Missi Fuel Resourc Inc.
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory		

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redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 381

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Marketing and Trading, Inc.	Midwest Gene Energy Servi LLC [5]
Electric utility		
Nonutility power generation	\$33	
Financial services and other		
Total operating revenue	33	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	20	
Asset impairment		
Depreciation, decommissioning and amortization	2	
Property and other taxes		
Write down of nonutility assets		
Net gain on sale of utility plant		

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Total operating expenses	22
Operating income (loss)	11
Interest and dividend income	(2)
Equity in Income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
Income (loss) from continuing operations before taxes	9
Income taxes (benefit)	10
Income (loss) from continuing operations	(1)
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income (loss)	(1)
Retained earnings - beginning of year	(11)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$12)

Page 382

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Operation and Maintenance, Inc.	Edison Missi Project Co.
Electric utility		
Nonutility power generation		\$24
Financial services and other		

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Total operating revenue	24
-----	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	20
Asset impairment	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	20
-----	
Operating income (loss)	4
Interest and dividend income	
Equity in Income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income (loss) from continuing operations before taxes	4
Income taxes (benefit)	1
-----	
Income (loss) from continuing operations	3
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income (loss)	3
-----	
Retained earnings - beginning of year	2
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$5
=====	

Page 383

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

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	EME CP Holdings Co. Consolidated	EME Eastern Holdings Co. Consolidated
Electric utility		
Nonutility power generation	\$7	
Financial services and other		
<b>Total operating revenue</b>	<b>7</b>	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)	7	
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized	(6)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>	<b>1</b>	
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>	<b>1</b>	
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income (loss)</b>	<b>1</b>	
Retained earnings - beginning of year	5	
Dividends declared on common stock	1	
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>	<b>\$7</b>	

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Page 384

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	EMP, Inc. (inactive)	Four Counties Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>		
Income from discontinued operations net		
Income taxes on discontinued operations		
<b>Net income (loss)</b>		
Retained earnings - beginning of year		(\$1)
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year (S1)

Page 385

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Hancock Generation LLC (inactive)	Holtsville E Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

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Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 386

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Jefferson Energy      Kings Canyon  
 Company (inactive)    Energy Compa  
 (inactive)

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Equity in Income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income

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Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory redemption  
 Dividends on utility preferred stock not subject to mandatory redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 387

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Laguna Energy	La Jolla Energy
	Company (inactive)	Company (inactive)

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue

-----  
 Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes

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Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Equity in Income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption  
 -----

Income (loss) from continuing operations before taxes  
 Income taxes (benefit) ( \$1)  
 -----

Income (loss) from continuing operations 1  
 Income from discontinued operations - net  
 Income taxes on discontinued operations  
 -----

Net income (loss) 1  
 -----

Retained earnings - beginning of year (2)  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----

Retained earnings - end of year ( \$1)  
 =====

Page 388

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

-----  
 Lehigh River Energy Company (inactive) Longview Cogeneration Company (ina  
 -----

Electric utility  
 Nonutility power generation  
 Financial services and other

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Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		\$2
Income (loss) from continuing operations		(2)
Income from discontinued operations - net		
Income taxes on discontinued operations		
Net income (loss)		(2)
Retained earnings - beginning of year		(8)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$10)

Page 389

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

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	Madison Energy Company (inactive)	Midwest Gene EME, LLC Consolidated
Electric utility		
Nonutility power generation		\$
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset Impairment		\$6
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		6
Operating income (loss)		(6)
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		7
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income (loss) from continuing operations before taxes		1
Income taxes (benefit)		(2)
Income (loss) from continuing operations		3
Income from discontinued operations - net		
Income taxes on discontinued operations		
Net income (loss)		3
Retained earnings - beginning of year		4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$7

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Page 390

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Capital LP	Mission Del Inc. Consoli
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income	\$14	
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized	(7)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption	(\$7)	
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		

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Dividends declared on common stock  
 Dividends declared on preferred stock

Retained earnings - end of year

Page 391

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Energy Construction Services, Inc.	Mission Energy Generation, (inactive)
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		

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Income (loss) from continuing operations before taxes	
Income taxes (benefit)	\$2
-----	
Income (loss) from continuing operations	(2)
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income (loss)	(2)
-----	
Retained earnings - beginning of year	
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$2)
=====	

Page 392

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Energy Holdings International Inc. Consolidated	Mission Ener Indonesia (inactive)
-----		
-----		
Electric utility		
Nonutility power generation	\$1,526	
Financial services and other		
-----		
Total operating revenue	1,526	
-----		
Fuel	517	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	522	
Asset impairment		
Depreciation, decommissioning and amortization	140	
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses	1,179	
-----		
Operating income (loss)	347	

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Interest and dividend income	8
Equity in Income from partnerships and unconsolidated subsidiaries - net	117
Other nonoperating income	12
Interest expense - net of amounts capitalized	(221)
Other nonoperating deductions	(44)
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income (loss) from continuing operations before taxes	219
Income taxes (benefit)	119
-----	
Income (loss) from continuing operations	100
Income from discontinued operations - net	2
Income taxes on discontinued operations	
-----	
Net income (loss)	102
-----	
Retained earnings - beginning of year	(1,438)
Dividends declared on common stock	216
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$1,120)
=====	

Page 393

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Energy New York, Inc.	Mission Energy Wales Company Consolidated
-----		
Electric utility		
Nonutility power generation	\$4	
Financial services and other		
-----		
Total operating revenue	4	
-----		
Fuel		
Purchased power		

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Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	1
Asset impairment	53
Depreciation, decommissioning and amortization	1
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	55
-----	
Operating income (loss)	(51)
Interest and dividend income	(7)
Equity in Income from partnerships and unconsolidated subsidiaries - net	(7)
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income (loss) from continuing operations before taxes	(65)
Income taxes (benefit)	(27)
-----	
Income (loss) from continuing operations	(38)
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income (loss)	(38)
-----	
Retained earnings - beginning of year	(102)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$140)
=====	

Page 394

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

North Jackson  
 Energy Company  
 (inactive)

Northern Sie  
 Energy Compa  
 (inactive)

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Electric utility  
Nonutility power generation  
Financial services and other

-----  
Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

-----  
Total operating expenses  
-----

Operating income (loss)  
Interest and dividend income  
Equity in income from partnerships and unconsolidated  
subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to mandatory  
redemption

-----  
Income (loss) from continuing operations before taxes  
Income taxes (benefit)  
-----

Income (loss) from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations

-----  
Net income (loss)  
-----

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

-----  
Retained earnings - end of year  
=====

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For the Year Ended December 31, 2003

(In millions)

	Panther Timber Company (inactive)	Paradise Energy Company (inactive)
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income (loss) from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income (loss) from continuing operations</b>		
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income (loss)</b>		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		

Page 396

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Quartz Peak Energy Company (inactive)	Rapid Energy Limited
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		

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Net income (loss)	
Retained earnings - beginning of year	(\$8)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$8)

Page 397

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Rapidan Energy Company (inactive)	Reeves Bay E Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$2
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		2
Operating income (loss)		(2)
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory		

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redemption

Income (loss) from continuing operations before taxes	(2)
Income taxes (benefit)	1
Income (loss) from continuing operations	(3)
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income (loss)	(3)
Retained earnings - beginning of year	(2)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$5)

Page 398

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Rio Escondido Energy Company (inactive)	Riverport En Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		

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Operating income (loss)  
 Interest and dividend income  
 Equity in Income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations  
 -----

Net income (loss)  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----

Retained earnings - end of year  
 =====

Page 399

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	San Joaquin Energy Company	San Juan Ene Company
-----	-----	-----
-----	-----	-----

Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

Fuel

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Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$1
Asset impairment	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	1
-----	
Operating income (loss)	(1)
Interest and dividend income	
Equity in Income from partnerships and unconsolidated subsidiaries - net	19
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income (loss) from continuing operations before taxes	18
Income taxes (benefit)	6
-----	
Income (loss) from continuing operations	12
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income (loss)	12
-----	
Retained earnings - beginning of year	11
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$23
=====	

Page 400

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Santa Ana Energy Company (inactive)	Santa Clara Company (ina
-----	-----
-----	-----

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Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant

-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Equity in Income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

-----  
 Income (loss) from continuing operations before taxes  
 Income taxes (benefit)  
 -----

Income (loss) from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income (loss)  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

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For the Year Ended December 31, 2003

(In millions)

	Silver Springs Energy Company (inactive)	Sonoma Geoth Company (ina
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		
=====	=====	=====

Page 402

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Southern Sierra Energy Company	Thorofare En Company (ina
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$1	
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses	1	
-----		
Operating income (loss)	(1)	
Interest and dividend income	(1)	
Equity in Income from partnerships and unconsolidated subsidiaries - net	36	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income (loss) from continuing operations before taxes	34	
Income taxes (benefit)	16	
-----		
Income (loss) from continuing operations	18	
Income from discontinued operations - net		
Income taxes on discontinued operations		

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Net income (loss)	18
Retained earnings - beginning of year	17
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$35

Page 403

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Vista Energy Company (inactive)	Western Sier Energy Compa
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in Income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory		

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redemption

Income (loss) from continuing operations before taxes	
Income taxes (benefit)	(\$2)
Income (loss) from continuing operations	2
Income from discontinued operations -net	
Income taxes on discontinued operations	
Net income (loss)	2
Retained earnings - beginning of year	(1)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$1

Page 404

EDISON MISSION ENERGY and Subsidiaries [Tier 4]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Missi Energy Conso
Electric utility		
Nonutility power generation	(\$421)	\$
Financial services and other		
Total operating revenue	(421)	
Fuel	(222)	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(24)	
Asset Impairment		
Depreciation, decommissioning and amortization	(69)	
Property and other taxes	1	
Net gain on sale of utility plant		
Total operating expenses	(314)	

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Operating income (loss)	(107)
Interest and dividend income	(51)
Equity in Income from partnerships and unconsolidated subsidiaries - net	9
Other nonoperating income	(4)
Interest expense - net of amounts capitalized	196
Other nonoperating deductions	10
Dividends on preferred securities subject to mandatory redemption	(4)
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income (loss) from continuing operations before taxes	75
Income taxes (benefit)	88
-----	
Income (loss) from continuing operations	(13)
Income from discontinued operations -net	
Income taxes on discontinued operations	1
-----	
Net income (loss)	(14)
-----	
Retained earnings - beginning of year	375
Dividends declared on common stock	(132)
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$229
=====	

Page 405

EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity:	American Bituminous Power Partners, LP	American Kiln Partners, LP (inactive)
-----------------	----------------------------------------	---------------------------------------

Equity Interest:

Assets	\$63
Revenues	\$15
Net Income (Loss)	

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Nature/Purpose of Business:	To own an 80MW cogeneration facility in Grant Town, WV.	Currently inactive.
Ownership Interest(s):	49.5% LP by Aguila Energy Company	2% GP by Panther Timber Company
	0.5% GP by Pleasant Valley Energy Co.	49.5% of 53% LP by Aguila Energy Company
		0.5% of 53% GP by Pleasant Valley Energy Company
Name of Entity:	Brookhaven Cogeneration LP (inactive)	Brooklyn Navy Yard Cogeneration Partners, LP

---

Equity Interest:

Assets	\$240
Revenues	\$102
Net Income (Loss)	(\$15)

Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate a 286MW power production facility near the Brooklyn Bridge, NY.
Ownership Interest(s):	50% GP and LP by Holtsville Energy Company	50% GP and LP by Mission Energy New York, Inc.
	50% GP by Madera Energy Company	

Page 406

EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity:	CL Power Sales Two, L.L.C. [6]	CL Power Sales Six, L.L.C. [6]
-----------------	--------------------------------	--------------------------------

---

Equity Interest:

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Assets	\$8	
Revenues		
Net Income (Loss)	\$1	
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	25% by Citizens Power Holdings One, LLC	25% by Citizens Power Holdings One, LLC
Name of Entity:	CL Power Sales Eight, L.L.C. [6]	CL Power Sales Nine, L.L.C. [6]
-----		
Equity Interest:		
Assets	\$22	
Revenues		
Net Income (Loss)	(\$4)	
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	25% by Citizens Power Holdings One, LLC	25% by Citizens Power Holdings One, LLC

Page 407

EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

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Name of Entity:	Coalinga Cogeneration Company	Delaware Clean Energy Project (inactive)
-----		
Equity Interest:		
Assets	\$17	
Revenues	\$16	
Net Income (Loss)	\$3	
Nature/Purpose of Business:	To own and operate a 38MW cogeneration facility in Fresno County, CA.	To own and operate power production facilities.
Ownership Interest(s):	50% GP by Silverado Energy Company	50% GP by Chesapeake Bay Energy Company
Name of Entity:	Georgia Peaker, LP (inactive)	Gordonsville Energy, LP [sold 11/21/2003]
-----		
Equity Interest:		
Assets		
Revenues		
Net Income (Loss)		
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate a 240MW cogeneration facility in Gordonsville, VA.
Ownership Interest(s):	50% by Lakeview Energy Company	49% LP by Madison Energy Company
	50% by Silver Springs Energy Company	1% GP by Rapidan Energy Company

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EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity:	March Point Cogeneration Company	Mid-Set Cogeneration Company
-----		
Equity Interest:		
Assets	\$77	\$9
Revenues	\$44	\$16
Net Income (Loss)	\$14	\$3
Nature/Purpose of Business:	To own and operate a 140MW cogeneration facility in Anacortes, WA.	To own and operate a 38MW cogeneration facility in Kern Co., CA
Ownership Interest(s):	50% GP by San Juan Energy Company	50% GP by Del Mar Energy Company

Name of Entity:	Mission Interface Partnership	North Shore Energy, LP (inactive)
-----		
Equity Interest:		
Assets		
Revenues		
Net Income (Loss)		
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	50% by Edison Mission Energy Interface, Ltd	50% GP and LP by Reeves Bay Energy Company  50% GP by Santa Clara

Page 409

EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity:	Oconee Energy, LP (inactive)	Riverhead Cogeneration I, LP (inactive)
-----		

## Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	50% by Clayville Energy Company	50% GP and LP by Centerport Energy Company
	50% by Coronado Energy Company	50% GP by Ridgecrest Energy Company

Name of Entity:	Riverhead Cogeneration III, LP (inactive)	Salinas River Cogeneration Company
-----		

## Equity Interest:

Assets

\$19

Revenues

\$15

Net Income (Loss)

\$4

Nature/Purpose of Business:	To own and operate power	To own and operate a 38MW
-----------------------------	--------------------------	---------------------------

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	production facilities.	cogeneration facility in Monterey Co., CA.
--	------------------------	--------------------------------------------

Ownership Interest(s):	50% GP and LP by Indian Bay Energy Company	50% GP by Anacapa Energy Company
	50% GP by Santa Ana Energy Company	

Page 410

EDISON MISSION ENERGY [Tier 5]  
 Equity Investments  
 December 31, 2003  
 (In millions)

Name of Entity:	Smithtown Cogeneration, LP (inactive)	Sobel Cogeneration Company (inactive)
-----------------	---------------------------------------	---------------------------------------

---

Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business:	To own and operate power production facilities.	Currently is inactive.
-----------------------------	-------------------------------------------------	------------------------

Ownership Interest(s):	50% GP by Balboa Energy Company	50% GP by Northern Sierra Energy Company
	50% GP and LP by Kingspark Energy Company	

Name of Entity:	Sycamore Cogeneration Company	TM Star Fuel Company
-----------------	-------------------------------	----------------------

---

Equity Interest:

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Assets	\$75	\$51
Revenues	\$140	\$11
Net Income (Loss)	\$44	(\$9)
Nature/Purpose of Business:	To own and operate a 300MW cogeneration facility at Texaco's Kern River Oil Field near Bakersfield, CA.	To own a 50% interest in a domestic oil and gas exploration and production company.
Ownership Interest(s):	50% GP by Western Sierra Energy Co.	50% GP by Southern Sierra Gas Company

Page 411

EDISON MISSION ENERGY [Tier 5]  
Equity Investments  
December 31, 2003  
(In millions)

Name of Entity: Watson Cogeneration Company

---

Equity Interest:

Assets	\$100
Revenues	\$170
Net Income (Loss)	\$49
Nature/Purpose of Business:	To own and operate a 385MW cogeneration facility at ARCO's LA Refinery in Carson, CA
Ownership Interest(s):	49% GP by Camino Energy Company

Page 412

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

PART 6 (PAGES 413 THROUGH 514)

	Edison Mission Energy Fuel	Edison Mission Energy Oil and [sold 01/07/20
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$23
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		23
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		

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-----  
 Total assets \$23  
 =====

Page 413

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Pocono Fuels Company (inactive)	Southern Sierr Gas Company
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash	Restricted cash	Restricted cash
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		

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Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Total assets  
 =====

Page 414

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Mission  
 Energy Fuel  
 Consolidated

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

\$112

-----  
 Total investment and other assets  
 -----

112

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning

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Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Total assets \$112

=====  
Page 415

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Mission  
Energy Fuel

Edison Mission  
Energy Oil and  
[sold 01/07/20

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

(\$10)

-----  
Total current liabilities  
-----

(10)

-----  
Long-term debt  
-----

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable

15

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securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities 15  
-----

Minority Interest  
-----

Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Additional Paid in Capital 2  
Accumulated other comprehensive loss  
Retained earnings 16  
-----

Total common shareholders' equity 18  
-----

Total liabilities and shareholders' equity \$23  
=====

Page 416

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Pocono Fuels Southern Sierr  
Company (inactive) Gas Company

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt

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Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable (\$1)  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities (1)  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest

-----  
 Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital  
 Accumulated other comprehensive income (loss)  
 Retained earnings 1

-----  
 Total common shareholders' equity \$1  
 -----

Total liabilities and shareholders' equity (

=====

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Page 417

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$11)
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
<hr/>	
Total current liabilities	(11)
<hr/>	
Long-term debt	
<hr/>	
Accumulated deferred income taxes - net	11
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
<hr/>	
Total deferred credits and other liabilities	11
<hr/>	
Minority Interest	
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
<hr/>	

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Total preferred securities of subsidiaries

Common stock	
Additional Paid in Capital	87
Accumulated other comprehensive income (loss)	
Retained earnings	25

Total common shareholders' equity 112

Total liabilities and shareholders' equity \$112

Page 418

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel	Edison Missi Energy Oil a [sold 01/07/
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income		
Interest and dividend income		
Equity income from partnerships & unconsolidated subsidiaries - net		(\$4)
Other nonoperating income		

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Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to Mandatory redemption	
-----	
Income from continuing operations before taxes	(4)
Income taxes (benefit)	10
-----	
Income from continuing operations	(14)
Income from discontinued operations net	
Income taxes on discontinued operations	
-----	
Net income (loss)	(14)
-----	
Retained earnings - beginning of year	17
Dividends declared on common stock	13
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$16
=====	

Page 419

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Pocono Fuels	Southern Sie
	Company (inactive)	Gas Company
-----		
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

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-----  
 Total operating expenses  
 -----

Operating income (loss)  
 Interest and dividend income  
 Equity income from partnerships and unconsolidated  
 subsidiaries - net  
 Other nonoperating income  
 Interest expense - net of amounts capitalized  
 Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory  
 redemption  
 Dividends on utility preferred stock not subject to  
 Mandatory redemption  
 -----

Income from continuing operations before taxes  
 Income taxes (benefit) (\$1)  
 -----

Income from continuing operations \$1  
 Income from discontinued operations - net  
 Income taxes on discontinued operations  
 -----

Net income 1  
 -----

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock  
 -----

Retained earnings - end of year \$1  
 =====

Page 420

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Edison Mission  
 Energy Fuel  
 Consolidated  
 -----

Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue

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Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Asset impairment	
Depreciation, decommissioning and amortization	\$1
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	1
<hr/>	
Operating income (loss)	(1)
Interest and dividend income	
Equity income from partnerships & unconsolidated subs - net	32
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to Mandatory redemption	
<hr/>	
Income from continuing operations before taxes	31
Income taxes (benefit)	(7)
<hr/>	
Income from continuing operations	38
Income from discontinued operations - net	
Income taxes on discontinued operations	
<hr/>	
Net income	38
<hr/>	
Retained earnings - beginning of year	18
Dividends declared on common stock	(31)
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$25
<hr/>	

Page 421

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Chestnut Ridge  
 Energy Company

EME Homer City  
 Generation LP

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-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net 1,  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries \$64  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets 64 1,  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Total assets \$64 \$2,  
=====

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(In millions)

	Homer City Property Holdings, Inc.	Mission Energy Westside, Inc.
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets		
<hr/>		

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Page 423

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Mission Holdings Co. Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net	(\$1,493)	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(671)	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	(2,164)	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	155	
<hr/>		

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Total deferred charges 155

Total assets (\$2,009)

Page 424

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Chestnut Ridge Energy Company	EME Homer City Generation LP
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<b>Total current liabilities</b>	<b>(1)</b>	
Long-term debt		1,
Accumulated deferred income taxes - net	3	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<b>Total deferred credits and other liabilities</b>	<b>3</b>	
Minority Interest		

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Preferred stock of utility:

Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	
Additional Paid in Capital	64
Accumulated other comprehensive loss	
Retained earnings	(2)

-----  
 Total common shareholders' equity 62  
 -----

Total liabilities and shareholders' equity	\$64	\$2,
--------------------------------------------	------	------

=====

Page 425

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Homer City Property Holdings, Inc.	Mission Energy Westside, Inc.
------------------------------------------	----------------------------------

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities  
 -----

Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital  
 Accumulated other comprehensive loss  
 Retained earnings  
 -----

Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 426

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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	Adjustments	Holdings Co. Consolidated
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	(\$30)	
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	(40)	
<hr/>		
Total current liabilities	(70)	
<hr/>		
Long-term debt	(1,397)	
<hr/>		
Accumulated deferred income taxes - net	58	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement Obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	58	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		
Additional Paid in Capital	(666)	
Accumulated other comprehensive loss		
Retained earnings	66	
<hr/>		
Total common shareholders' equity	(600)	
<hr/>		

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Total liabilities and shareholders' equity (\$2,009) \$

Page 427

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Chestnut Ridge Energy Company	EME Homer Ci Generation L
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Write-down of Nonutility Assets		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income loss		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>		
Income taxes (benefit)		

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Income from continuing operations	
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income (loss)	
-----	
Retained earnings - beginning of year	(\$19)
Dividends declared on common stock	17
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$2)
=====	

Page 428

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Homer City Property Holdings, Inc.	Mission Ener Westside, In
-----		
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		

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Dividends on preferred securities subject to mandatory redemption  
 Dividends on utility preferred stock not subject to mandatory redemption

-----  
 Income from continuing operations before taxes  
 Income taxes (benefit)

-----  
 Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

-----  
 Net income

-----  
 Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

-----  
 Retained earnings - end of year  
 =====

Page 429

EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	Edison Mission Holdings Co. Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$101
Asset impairment		
Depreciation, decommissioning and amortization		(47)
Write-down of Nonutility Assets		
Property and other taxes		
Net gain on sale of utility plant		

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Total operating expenses	54
Operating income	(54)
Interest and dividend income	
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	114
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
Income from continuing operations before taxes	60
Income taxes (benefit)	27
Income from continuing operations	33
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income	33
Retained earnings - beginning of year	38
Dividends declared on common stock	(5)
Dividends declared on preferred stock	
Retained earnings - end of year	\$66

Page 430

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Bretton Woods CP Power Sales  
 Funding I, L.L.C. Seventeen, L.L.C.

ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory

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Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Total assets  
=====

Page 431

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

CP Power Sales  
Twenty, L.L.C.

Sunapee Fundin  
L.L.C.

-----  
ASSETS

-----  
Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Total assets  
=====

Page 432

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Consolidating Adjustments	EME CP Holding Co. Consolidat
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$15)
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		(15)
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Total assets		(\$15)
=====		

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Bretton Woods	CP Power Sales
	Funding I, L.L.C.	Seventeen, L.L.

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest

-----  
 Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

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Common stock  
 Accumulated other comprehensive loss  
 Retained earnings

-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 434

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

CP Power Sales  
 Twenty, L.L.C.

Sunapee Fundin  
 L.L.C.

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

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Total deferred credits and other liabilities

---

Minority Interest

---

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock

Accumulated other comprehensive loss

Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

Page 435

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Consolidating  
Adjustments

EME CP Holding  
Co. Consolidat

LIABILITIES AND SHAREHOLDERS' EQUITY

---

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

---

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Total current liabilities

---

Long-term debt

---

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Other long-term liabilities

---

Total deferred credits and other liabilities

---

Minority Interest

---

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock  
 Accumulated other comprehensive loss  
 Retained earnings (\$15)

---

Total common shareholders' equity (15)

---

Total liabilities and shareholders' equity (\$15)

---

Page 436

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

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Bretton Woods  
Funding I, L.L.C.

CP Power Sal  
Seventeen, L

Electric utility  
Nonutility power generation  
Financial services and other

Total operating revenue

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)  
Interest and dividend income  
Equity in income from partnerships and unconsolidated  
subsidiaries - net  
Other nonoperating income  
Interest expense - net of amounts capitalized  
Other nonoperating deductions  
Dividends on preferred securities subject to mandatory  
redemption  
Dividends on utility preferred stock not subject to  
mandatory redemption

Income from continuing operations before taxes  
Income taxes (benefit)

Income from continuing operations  
Income from discontinued operations - net  
Income taxes on discontinued operations

Net income

Retained earnings - beginning of year  
Dividends declared on common stock  
Dividends declared on preferred stock

Retained earnings - end of year

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Page 437

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	CP Power Sales Twenty, L.L.C.	Sunapee Fund L.L.C.
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----

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Retained earnings - end of year

Page 438

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Consolidating Adjustments	EME CP Holdi Co. Consolida
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		
Income taxes (benefit)		
-----		
Income from continuing operations		
Income from discontinued operations - net		

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Income taxes on discontinued operations

-----  
 Net income

Retained earnings - beginning of year	(\$16)
Dividends declared on common stock	1
Dividends declared on preferred stock	

-----  
 Retained earnings - end of year (\$15)  
 =====

Page 439

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Athens Funding,  
 L.L.C.

Citizens Power  
 Holdings One,

-----  
 ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets

-----  
 Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
 and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets

-----  
 Utility plant, at original cost:  
 Transmission and distribution  
 Generation

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Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

=====

Page 440

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	EME Eastern Holdings Co.	Consolidating Adjustments
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$5
Investments in leveraged leases		

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Other investments

Total investment and other assets

5

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation  
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

Total deferred charges

Total assets

\$5

Page 441

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Athens Funding,  
L.L.C.

Citizens Power  
Holdings One,

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

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Total current liabilities

---

Long-term debt

---

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

---

Total deferred credits and other liabilities

---

Minority Interest

---

Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive income loss  
Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

---

---

Page 442

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	EME Eastern Holdings Co.	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		\$1
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		1
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		
Additional Paid in Capital		7
Accumulated other comprehensive loss		
Retained earnings		(3)

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-----  
 Total common shareholders' equity 4  
 -----

Total liabilities and shareholders' equity \$5  
 =====

Page 443

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Athens Funding, L.L.C.	Citizens Pow Holdings One
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income from continuing operations before taxes		
Income taxes (benefit)		

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Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

Net income

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

Retained earnings - end of year

Page 444

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	EME Eastern Holdings Co.	Consolidatin Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		

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Other nonoperating deductions  
 Dividends on preferred securities subject to mandatory redemption  
 Dividends on utility preferred stock not subject to mandatory redemption

Income from continuing operations before taxes	
Income taxes (benefit)	\$1
Income from continuing operations	(1)
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income	(1)
Retained earnings - beginning of year	1
Dividends declared on common stock	(3)
Dividends declared on preferred stock	
Retained earnings - end of year	(\$3)

Page 445

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Midwest Generation EME, LLC	Collins Holding EME, LLC
ASSETS		
Cash and equivalents	\$1	
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets	1	

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Nonutility property - net	5
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,458
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	2,463
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	67
-----	
Total deferred charges	67
-----	
Total assets	\$2,531
=====	

Page 446

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edison Mission Energy Fuel Services, LLC [6]	Edison Mission Overseas Co. [
----------------------------------------------------	----------------------------------

ASSETS

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost

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Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Total assets  
=====

Page 447

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Midwest Generation      Consolidating  
LLC [6]                      Adjustments

-----  
ASSETS

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Cash and equivalents	\$36	
Restricted cash		
Receivables - net	39	
Fuel inventory	65	
Materials and supplies, at average cost	19	
Accumulated deferred income taxes - net		
Trading and price risk management assets	13	
Prepayments and other current assets	10	
<hr/>		
Total current assets	182	
<hr/>		
Nonutility property - net	3,646	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(5,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	3,646	(5,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	16	
<hr/>		
Total deferred charges	16	
<hr/>		
Total assets	\$3,844	(\$5,
<hr/>		

Page 448

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Midwest Generation EME, LLC	Collins Holding EME, LLC
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$23	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	(1)	
-----		
Total current liabilities	22	
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		
Additional Paid in Capital	3,074	
Accumulated other comprehensive loss		
Retained earnings	(565)	

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-----  
 Total common shareholders' equity 2,509  
 -----

Total liabilities and shareholders' equity \$2,531  
 =====

Page 449

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Edison Mission  
 Energy Fuel  
 Services, LLC [6] Edison Mission  
 Overseas Co. [

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable (\$2,  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities (2,  
 -----

Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities

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-----  
 Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock  
 Additional Paid in Capital  
 Accumulated other comprehensive loss  
 Retained earnings  
 -----

2,

Total common shareholders' equity  
 -----

\$2,

Total liabilities and shareholders' equity  
 =====

Page 450

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Midwest Generation  
 LLC [6]                      Consolidating  
                                          Adjustments

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory Liabilities  
 Other current liabilities  
 -----

\$10  
  
 1,398  
  
 11  
  
 160

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Total current liabilities	1,579	
-----		
Long-term debt	2,159	(
-----		
Accumulated deferred income taxes - net	(329)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities	103	
-----		
Total deferred credits and other liabilities	(226)	
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		
Additional Paid in Capital	1,200	(6,
Accumulated other comprehensive loss	2	
Retained earnings	(870)	1,
-----		
Total common shareholders' equity	332	(5,
-----		
Total liabilities and shareholders' equity	\$3,844	(\$5,
=====		

Page 451

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

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	Midwest Generation EME, LLC	Collins Hold EME, LLC
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$18	
Asset impairment		
Depreciation, decommissioning and amortization	3	
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	21	
-----	-----	-----
Operating income (loss)	(21)	
Interest and dividend income	(1)	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income from continuing operations before taxes	(22)	
Income taxes (benefit)	(8)	
-----	-----	-----
Income from continuing operations	(14)	
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income	(14)	
-----	-----	-----
Retained earnings - beginning of year	49	
Dividends declared on common stock	(600)	
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year	(\$565)	
=====	=====	=====

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Page 452

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Edison Mission Energy Fuel Services, LLC [6]	Edison Missi Overseas Co.
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----	-----	-----
Income from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		

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Dividends declared on preferred stock

Retained earnings - end of year

Page 453

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Midwest Generation LLC [6]	Consolidating Adjustments
Electric utility		
Nonutility power generation	\$1,052	
Financial services and other		
<b>Total operating revenue</b>	<b>1,052</b>	
Fuel	391	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	317	
Asset impairment	1,025	
Depreciation, decommissioning and amortization	172	
Property and other taxes	22	
Net gain on sale of utility plant		
<b>Total operating expenses</b>	<b>1,927</b>	
Operating income (loss)	(875)	
Interest and dividend income	(107)	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income	(1)	
Interest expense - net of amounts capitalized	(125)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>	<b>(1,108)</b>	
Income taxes (benefit)	(430)	

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Income from continuing operations	(678)	
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----	-----	-----
Net income	(678)	
-----	-----	-----
Retained earnings - beginning of year	(192)	
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year	(\$870)	\$
=====	=====	=====

Page 454

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission del Cielo Inc.	Mission del So
-----	-----	-----
ASSETS		
-----	-----	-----
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----	-----	-----
Total current assets		
-----	-----	-----
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$101	\$
Investments in leveraged leases		
Other investments		
-----	-----	-----
Total investment and other assets	101	
-----	-----	-----

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Total assets

\$101

\$

=====

Page 455

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission De Las  
 Estrellas LLC [7]      Consolidating  
 Adjustments

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
 and unconsolidated subsidiaries

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Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets (

-----  
 Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant

-----  
 Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges

-----  
 Total assets (

=====

Page 456

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission del Cielo      Mission del So  
 Inc.

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY

-----  
 Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

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Total current liabilities

-----  
 Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities

-----  
 Minority Interest

-----  
 Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries

-----  
 Common stock  
 Additional Paid in Capital \$76  
 Accumulated other comprehensive loss  
 Retained earnings 25

-----  
 Total common shareholders' equity 101

-----  
 Total liabilities and shareholders' equity \$101 \$

-----  
 Page 457

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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Mission De Las  
Estrellas, LLC [7] Consolidating  
Adjustments

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Minority Interest

-----  
Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Additional Paid in Capital  
Accumulated other comprehensive loss  
Retained earnings

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Total common shareholders' equity

Total liabilities and shareholders' equity

Page 458

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission del Cielo Inc.	Mission del
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income from continuing operations before taxes		
Income taxes (benefit)		

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Income from continuing operations	
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	
-----	
Retained earnings - beginning of year	\$25
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$25
=====	

Page 459

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission De Las Estrellas, LLC [7]	Consolidating Adjustments
-----		
Electric utility		
Nonutility power generation		
Financial services and other		
-----		
Total operating revenue		
-----		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory		

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redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

Income from continuing operations before taxes  
 Income taxes (benefit)

Income from continuing operations  
 Income from discontinued operations - net  
 Income taxes on discontinued operations

Net income

Retained earnings - beginning of year  
 Dividends declared on common stock  
 Dividends declared on preferred stock

Retained earnings - end of year

Page 460

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EME Investments,                      EME Southwest  
 LLC (inactive)                      Power Corporat

ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

Total current assets

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships

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and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

\$

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

-----  
Total assets  
=====

\$

Page 461

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	MEC International B.V. Consolidated	Mission Energy Holdings International,
-----		
ASSETS		
-----		
Cash and equivalents	\$218	
Restricted cash		
Receivables - net	220	
Fuel inventory		
Materials and supplies, at average cost	45	
Accumulated deferred income taxes - net		
Trading and price risk management assets	27	
Prepayments and other current assets	111	

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Total current assets	621
Nonutility property - net	4,519
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	954
Investments in leveraged leases	
Other investments	
Total investment and other assets	5,473
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
Total utility plant	
Assets of Discontinued Operations	6
Goodwill	877
Restricted Cash	153
Regulatory assets - net	
Other deferred charges	174
Total deferred charges	1,210
Total assets	\$7,304

Page 462

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Energy  
 Holdings  
 International,  
 Inc. Consolidated

ASSETS

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Cash and equivalents	\$218
Restricted cash	
Receivables - net	220
Fuel inventory	
Materials and supplies, at average cost	45
Accumulated deferred income taxes - net	
Trading and price risk management assets	27
Prepayments and other current assets	111
-----	
Total current assets	621
-----	
Nonutility property - net	4,519
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	955
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	5,474
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Assets of Discontinued Operations	6
Goodwill	877
Restricted cash	
Regulatory assets - net	
Restricted cash	173
Other deferred charges	193
-----	
Total deferred charges	1,249
-----	
Total assets	\$7,344
=====	

Page 463

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	EME Investments, LLC (inactive)	EME Southwest Power Corpora
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subject to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		
Additional Paid in Capital		
Accumulated other comprehensive loss		
Retained earnings		

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-----  
 Total common shareholders' equity  
 -----

Total liabilities and shareholders' equity  
 =====

Page 464

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003 (In millions)

	MEC International B.V. Consolidated	Mission Energy Holdings International,
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt	\$52	
Long-term debt due within one year	110	
Preferred stock to be redeemed within one year		
Accounts payable	230	(\$
Accrued taxes		
Trading and price risk management liabilities	132	
Regulatory liabilities		
Other current liabilities	505	
-----		
Total current liabilities	1,029	(
-----		
Long-term debt	2,640	
-----		
Accumulated deferred income taxes - net	627	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
LT Liab under Trading/Risk Mgmt	137	
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities	609	
-----		
Total deferred credits and other liabilities	1,373	

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Minority Interest	746	
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities	164	
Total preferred securities of subsidiaries	164	
Common stock	133	
Additional Paid in Capital	1,718	1,
Accumulated other comprehensive loss	(31)	
Retained earnings	(468)	(1,
Total common shareholders' equity	1,352	
Total liabilities and shareholders' equity	\$7,304	\$

Page 465

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Balance Sheet  
 December 31, 2003 (In millions)

Mission Energy  
 Holdings  
 International,  
 Inc. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$52
Long-term debt due within one year	110
Preferred stock to be redeemed within one year	
Accounts payable	(209)
Accrued taxes	
Trading and price risk management liabilities	132
Regulatory liabilities	
Other current liabilities	509

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Total current liabilities	594
-----	
Long-term debt	3,436
-----	
Accumulated deferred income taxes - net	627
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
LT Liab under Trading/Risk Mgmt	137
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	609
-----	
Total deferred credits and other liabilities	1,373
-----	
Minority Interest	1,309
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	164
-----	
Total preferred securities of subsidiaries	164
-----	
Common stock	
Additional Paid in Capital	1,619
Accumulated other comprehensive loss	(31)
Retained earnings	(1,120)
-----	
Total common shareholders' equity	468
-----	
Total liabilities and shareholders' equity	\$7,344
=====	

Page 466

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003

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(In millions)

	EME Investments, LLC (inactive)	EME Southwes Power Corpor
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>		
Income taxes (benefit)		
<b>Income from continuing operations</b>		
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income</b>		
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		

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Page 467

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	MEC International B.V. Consolidated	Mission Ener Holdings Internationa
Electric utility		
Nonutility power generation	\$1,526	
Financial services and other		
<b>Total operating revenue</b>	<b>1,526</b>	
Fuel	517	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	522	
Asset impairment		
Depreciation, decommissioning and amortization	140	
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>	<b>1,179</b>	
Operating income (loss)	347	
Interest and dividend income	(5)	
Equity in income from partnerships and unconsolidated subsidiaries - net	117	
Other nonoperating income	12	
Interest expense - net of amounts capitalized	(218)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
Income from continuing operations before taxes	253	
Income taxes (benefit)	103	
Minority Interest	(44)	
Income from continuing operations	106	
Income from discontinued operations - net	2	
Income taxes on discontinued operations		
<b>Net income</b>	<b>104</b>	
Retained earnings - beginning of year	(580)	

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Dividends declared on common stock	4
Dividends declared on preferred stock	

---

Retained earnings - end of year	(\$472)
---------------------------------	---------

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Page 468

MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	Mission Energy Holdings International, Inc. Consolidated
Electric utility	
Nonutility power generation	\$1,526
Financial services and other	
<b>Total operating revenue</b>	<b>1,526</b>
Fuel	517
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	522
Asset impairment	
Depreciation, decommissioning and amortization	140
Property and other taxes	
Net gain on sale of utility plant	
<b>Total operating expenses</b>	<b>1,179</b>
Operating income (loss)	347
Interest and dividend income	8
Equity in income from partnerships and unconsolidated subsidiaries - net	117
Other nonoperating income	12
Interest expense - net of amounts capitalized	(221)
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
<b>Income from continuing operations before taxes</b>	<b>263</b>

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Income taxes (benefit)	119
-----	-----
Minority Interest	(44)
Income from continuing operations	100
Income from discontinued operations - net	2
Income taxes on discontinued operations	
-----	-----
Net income	98
-----	-----
Retained earnings - beginning of year	(1,438)
Dividends declared on common stock	216
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	(\$1,124)
=====	=====

Page 469

MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Hydro Limited Partnership Consolidated	Mission Energy Wales Company
-----	-----	-----
ASSETS		
-----	-----	-----
Cash and equivalents	\$69	
Restricted cash		
Receivables - net	58	
Fuel inventory		
Materials and supplies, at average cost	8	
Accumulated deferred income taxes - net		
Trading and price risk management assets	26	
Prepayments and other current assets	9	
-----	-----	-----
Total current assets	170	
-----	-----	-----
Nonutility property - net	1,664	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(189)	
Investments in leveraged leases		
Other investments		

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Total investment and other assets	1,475
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	304
Restricted Cash	83
Regulatory assets - net	
Other deferred charges	(60)
-----	
Total deferred charges	327
-----	
Total assets	\$1,972
=====	

Page 470

MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Energy  
Wales Company  
Consolidated

ASSETS

Cash and equivalents	\$69
Restricted cash	
Receivables - net	58
Fuel inventory	
Materials and supplies, at average cost	8
Accumulated deferred income taxes - net	
Trading and price risk management assets	26
Prepayments and other current assets	9
-----	
Total current assets	170

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Nonutility property - net	1,664
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(188)
Investments in leveraged leases	
Other investments	
<hr/>	
Total investment and other assets	1,476
<hr/>	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
<hr/>	
Total utility plant	
<hr/>	
Goodwill	304
Restricted Cash	83
Regulatory assets - net	
Other deferred charges	(58)
<hr/>	
Total deferred charges	329
<hr/>	
Total assets	\$1,975
<hr/>	

Page 471

MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Mission Hydro  
 Limited  
 Partnership  
 Consolidated

Mission Energy  
 Wales Company

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$17
Preferred stock to be redeemed within one year	

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Accounts payable	(150)	(\$
Accrued taxes	5	
Trading and price risk management liabilities	15	
Regulatory liabilities		
Other current liabilities	54	
-----		
Total current liabilities	(59)	(
-----		
Long-term debt	1,119	
-----		
Accumulated deferred income taxes - net	303	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation	1	
Other long-term liabilities	176	
-----		
Total deferred credits and other liabilities	480	
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock	192	
Accumulated other comprehensive income (loss)	40	
Retained earnings	200	
-----		
Total common shareholders' equity	432	
-----		
Total liabilities and shareholders' equity	\$1,972	
=====		

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MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Wales Company Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$17
Preferred stock to be redeemed within one year	
Accounts payable	(522)
Accrued taxes	5
Trading and price risk management liabilities	15
Regulatory liabilities	
Other current liabilities	54
<hr/>	
Total current liabilities	(431)
<hr/>	
Long-term debt	1,119
<hr/>	
Accumulated deferred income taxes - net	310
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	1
Other long-term liabilities	176
<hr/>	
Total deferred credits and other liabilities	487
<hr/>	
Minority Interest	231
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
<hr/>	
Total preferred securities of subsidiaries	

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Common stock	21
Accumulated other comprehensive income (loss)	33
Retained earnings	515

-----  
Total common shareholders' equity 569  
-----

Total liabilities and shareholders' equity \$1,975  
=====

Page 473

MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Mission Hydro Limited Partnership Consolidated	Mission Ener Wales Compan
Electric utility		
Nonutility power generation	\$423	
Financial services and other		
Total operating revenue	423	
Fuel	222	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	77	
Asset impairment		
Depreciation, decommissioning and amortization	28	
Property and other taxes	17	
Net gain on sale of utility plant		
Total operating expenses	344	
Operating income (loss)	79	
Interest and dividend income	38	
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income	(3)	
Interest expense - net of amounts capitalized	(111)	
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory		

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redemption  
 Dividends on utility preferred stock not subject to mandatory  
 redemption

Income from continuing operations before taxes	3
Income taxes (benefit)	(37)
Income from continuing operations	40
Income from discontinued operations - net	
Income taxes on discontinued operations	
Net income	40
Retained earnings - beginning of year	160
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$200

Page 474

MISSION ENERGY WALES COMPANY AND SUBSIDIARIES [TIER 5]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Mission Energy Wales Company Consolidated
Electric utility	
Nonutility power generation	\$423
Financial services and other	
Total operating revenue	423
Fuel	222
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	77
Asset impairment	
Depreciation, decommissioning and amortization	28
Property and other taxes	17
Net gain on sale of utility plant	
Total operating expenses	344

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Operating income (loss)	79
Interest and dividend income	46
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	(3)
Interest expense - net of amounts capitalized	(111)
Other nonoperating deductions	(5)
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	6
Income taxes (benefit)	(42)
-----	
Income from continuing operations	48
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	48
-----	
Retained earnings - beginning of year	467
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$515
=====	

Page 475

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne
-----		
ASSETS		
-----		
Cash and equivalents	\$69	
Restricted cash		
Receivables - net	58	
Fuel inventory		

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Materials and supplies, at average cost	8
Accumulated deferred income taxes - net	
Trading and price risk management assets	26
Prepayments and other current assets	9
-----	
Total current assets	170
-----	
Nonutility property - net	1,664
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(157)
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	1,507
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	304
Regulatory assets - net	
Restricted cash	83
Other deferred charges	(60)
-----	
Total deferred charges	327
-----	
Total assets	\$2,004
=====	

Page 476

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Hydro  
Limited  
Partnership

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Consolidated

ASSETS

Cash and equivalents	\$69
Restricted cash	
Receivables - net	58
Fuel inventory	
Materials and supplies, at average cost	8
Accumulated deferred income taxes - net	
Trading and price risk management assets	26
Prepayments and other current assets	9
<b>Total current assets</b>	<b>170</b>
Nonutility property - net	1,664
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(189)
Investments in leveraged leases	
Other investments	
<b>Total investment and other assets</b>	<b>1,475</b>
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
<b>Total utility plant</b>	
Goodwill	304
Restricted cash	83
Regulatory assets - net	
Other deferred charges	(60)
<b>Total deferred charges</b>	<b>327</b>
<b>Total assets</b>	<b>\$1,972</b>

Page 477

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003

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(In millions)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	\$17	
Preferred stock to be redeemed within one year		
Accounts payable	(134)	
Accrued taxes	5	
Trading and price risk management liabilities	15	
Regulatory liabilities		
Other current liabilities	54	
<hr/>		
Total current liabilities	(43)	
<hr/>		
Long-term debt	1,174	
<hr/>		
Accumulated deferred income taxes - net	303	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation	1	
Other long-term liabilities	176	
<hr/>		
Total deferred credits and other liabilities	480	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	158	
Accumulated other comprehensive income (loss)	33	

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Retained earnings	202
-----	
Total common shareholders' equity	\$393
-----	
Total liabilities and shareholders' equity	\$2,004
=====	

Page 478

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Mission Hydro  
Limited  
Partnership  
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$17
Preferred stock to be redeemed within one year	
Accounts payable	(150)
Accrued taxes	5
Trading and price risk management liabilities	15
Regulatory liabilities	
Other current liabilities	54
-----	
Total current liabilities	(59)
-----	
Long-term debt	1,119
-----	
Accumulated deferred income taxes - net	303
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	1
Other long-term liabilities	176

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Total deferred credits and other liabilities	480
----------------------------------------------	-----

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock	192
Accumulated other comprehensive income (loss)	40
Retained earnings	200

Total common shareholders' equity	432
-----------------------------------	-----

Total liabilities and shareholders' equity	\$1,972
--------------------------------------------	---------

Page 479

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

EME Generation Holdings Limited Consolidated	Mission Hydro Limited Part
----------------------------------------------------	-------------------------------

Electric utility	
Nonutility power generation	\$423
Financial services and other	

Total operating revenue	423
-------------------------	-----

Fuel	222
------	-----

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Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	77
Asset impairment	
Depreciation, decommissioning and amortization	28
Property and other taxes	17
Net gain on sale of utility plant	
-----	
Total operating expenses	344
-----	
Operating income (loss)	79
Interest and dividend income	36
Equity in income from partnerships and unconsolidated s subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	(111)
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	4
Income taxes (benefit)	(36)
-----	
Income from continuing operations	40
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	40
-----	
Retained earnings - beginning of year	162
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$202
=====	

Page 480

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP AND SUBSIDIARIES [TIER 6]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

Mission Hydro  
Limited  
Partnership

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Consolidated

Electric utility	
Nonutility power generation	\$423
Financial services and other	
<hr/>	
Total operating revenue	423
<hr/>	
Fuel	222
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	77
Asset impairment	
Depreciation, decommissioning and amortization	28
Property and other taxes	17
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	344
<hr/>	
Operating income (loss)	79
Interest and dividend income	38
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	(3)
Interest expense - net of amounts capitalized	(111)
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
<hr/>	
Income from continuing operations before taxes	3
Income taxes (benefit)	(37)
<hr/>	
Income from continuing operations	40
Income from discontinued operations - net	
Income taxes on discontinued operations	
<hr/>	
Net income	40
<hr/>	
Retained earnings - beginning of year	160
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$200
<hr/>	

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Operation and Maintenance Limited	EME Victoria Generation Lim Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		\$45
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		45
<hr/>		

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Total assets \$45

Page 482

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Enerloy Pty Ltd [8]	FHH No. 1 Limi Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		1,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		

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Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Total assets

\$1,  
-----

Page 483

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	EME Generation Holdings Limited	Consolidating Adjustments
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$209	(1,
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	209	(
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		

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and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Total assets \$209 (\$  
 =====

Page 484

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation Lim Consolidated
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$3
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		3
-----		
Long-term debt		44
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

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Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock  
 Accumulated other comprehensive loss  
 Retained earnings (2)

-----  
 Total common shareholders' equity (2)  
 -----

Total liabilities and shareholders' equity \$45  
 =====

Page 485

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Enerloy Pty Ltd [8] FHH No. 1 Limi  
 Consolidated

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$530
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		530
-----		
Long-term debt		853
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		(831)
Accumulated other comprehensive income (loss)		(196)
Retained earnings		(356)
-----		
Total common shareholders' equity		(\$1,383)
-----		
Total liabilities and shareholders' equity		\$1,
=====		

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Page 486

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	EME Generation Holdings Limited	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1)	(1,
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(1)	(1,
<hr/>		
Long-term debt	(15)	(1,
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding		

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solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock	180
Accumulated other comprehensive income (loss)	30
Retained earnings	15

-----  
Total common shareholders' equity 225  
-----

-----  
Total liabilities and shareholders' equity \$209  
=====

Page 487

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

Edison Mission Operation & Maintenance Limited	EME Victoria Generation L Consolidated
------------------------------------------------------	----------------------------------------------

-----  
Electric utility  
Nonutility power generation  
Financial services and other  
-----

Total operating revenue  
-----

Fuel  
Purchased power  
Provisions for regulatory adjustment clauses - net  
Other operation and maintenance  
Asset impairment  
Depreciation, decommissioning and amortization  
Property and other taxes  
Net gain on sale of utility plant  
-----

Total operating expenses  
-----

Operating income (loss)  
Interest and dividend income (\$1)

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Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	(1)
Income taxes (benefit)	
-----	
Income from continuing operations	(1)
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	(1)
-----	
Retained earnings - beginning of year	(1)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	(\$2)
=====	

Page 488

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Enerloy Pty Ltd [8] FHH No. 1 Li  
 Consolidated

Electric utility  
 Nonutility power generation  
 Financial services and other

-----  
 Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance

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Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----		
Total operating expenses		
-----		
Operating income (loss)		
Interest and dividend income		\$49
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		49
Income taxes (benefit)		17
-----		
Income from continuing operations		32
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----		
Net income		32
-----		
Retained earnings - beginning of year		(388)
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year		(\$356)
=====		

Page 489

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP,  
 EME GENERATION HOLDINGS LIMITED AND SUBSIDIARIES [TIER 7, ET SEQ.]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

EME Generation Holdings Limited	Consolidating Adjustments
------------------------------------	------------------------------

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Electric utility	
Nonutility power generation	
Financial services and other	
-----	
Total operating revenue	
-----	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Asset impairment	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	
-----	
Operating income (loss)	
Interest and dividend income	\$1
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	13
-----	
Income from continuing operations before taxes	14
Income taxes (benefit)	
-----	
Income from continuing operations	14
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	14
-----	
Retained earnings - beginning of year	1
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$15
=====	

Page 490

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet

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December 31, 2003

(In millions)

	Energy Capital Partnership	Enerloy Pty Lt
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$945
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		945
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Total assets		\$945
=====		

Page 491

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Gippsland Power Pty Ltd [9]	Loy Yang B Joi Venture [10]
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$15	
Restricted cash		
Receivables - net	(14)	
Fuel inventory		
Materials and supplies, at average cost	6	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	4	
<hr/>		
Total current assets	11	
<hr/>		
Nonutility property - net	630	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	630	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash	6	
Regulatory assets - net		
Other deferred charges	8	

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-----  
 Total deferred charges 14  
 -----

Total assets \$655  
 =====

Page 492

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Consolidating Adjustments	EME Victoria Generation Lim Consolidated
-----		
ASSETS		
-----		
Cash and equivalents	(\$15)	
Restricted cash		
Receivables - net	14	
Fuel inventory		
Materials and supplies, at average cost	(6)	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	(4)	
-----		
Total current assets	(11)	
-----		
Nonutility property - net	(630)	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(945)	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	(1,575)	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant	
Goodwill	
Restricted cash	(6)
Regulatory assets - net	
Other deferred charges	(8)
Total deferred charges	(14)
Total assets	(\$1,600)

Page 493

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Energy Capital Partnership	Enerloy Pty Lt
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year	\$18	
Preferred stock to be redeemed within one year		
Accounts payable	497	\$
Accrued taxes		
Trading and price risk management liabilities	15	
Regulatory liabilities		
Other current liabilities		
Total current liabilities	530	
Long-term debt	853	
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding		

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solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock		(
Accumulated other comprehensive loss	(82)	(
Retained earnings	(356)	(

-----  
 Total common shareholders' equity (438) (\$1,  
 -----

Total liabilities and shareholders' equity \$945  
 =====

Page 494

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Gippsland Power  
 Pty Ltd [9] Loy Yang B Joi  
 Venture [10]

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt

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Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$117)
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	12
-----	
Total current liabilities	(105)
-----	
Long-term debt	405
-----	
Accumulated deferred income taxes - net	18
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	175
-----	
Total deferred credits and other liabilities	193
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	78
Accumulated other comprehensive loss	(25)
Retained earnings	109
-----	
Total common shareholders' equity	162
-----	
Total liabilities and shareholders' equity	\$655
=====	

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Consolidating Adjustments	EME Victoria Generation Lim Consolidated
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$943)	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	(12)	
<hr/>		
Total current liabilities	(955)	
<hr/>		
Long-term debt	(2,111)	
<hr/>		
Accumulated deferred income taxes - net	(18)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities	(175)	
<hr/>		
Total deferred credits and other liabilities	(193)	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		

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Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	753
Accumulated other comprehensive income (loss)	283
Retained earnings	623

-----  
 Total common shareholders' equity 1,659  
 -----

Total liabilities and shareholders' equity (\$1,600)  
 =====

Page 496

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

Energy Capital Partnership      Enerloy Pty

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

Fuel  
 Purchased power  
 Provisions for regulatory adjustment clauses - net  
 Other operation and maintenance  
 Asset impairment  
 Depreciation, decommissioning and amortization  
 Property and other taxes  
 Net gain on sale of utility plant  
 -----

Total operating expenses  
 -----

Operating income	
Interest and dividend income	\$1
Equity in income from partnerships and unconsolidated subsidiaries - net	

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Other nonoperating income		
Interest expense - net of amounts capitalized		(50)
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
-----		
Income from continuing operations before taxes		(49)
Income taxes (benefit)		(17)
-----		
Income from continuing operations		(32)
Income from discontinued operations - net		
Income taxes on discontinued operations		
-----		
Net income		(32)
-----		
Retained earnings - beginning of year		(324)
Dividends declared on common stock		
Dividends declared on preferred stock		
-----		
Retained earnings - end of year		(\$356)
=====		

Page 497

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Gippsland Power Pty Ltd [9]	Loy Yang B J Venture [10]
-----		
Electric utility		
Nonutility power generation		\$46
Financial services and other		
-----		
Total operating revenue		46
-----		
Fuel		12
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		18
Asset impairment		

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Depreciation, decommissioning and amortization	13
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	43
-----	
Operating income (loss)	3
Interest and dividend income	(17)
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	(2)
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	(16)
Income taxes (benefit)	2
-----	
Income from continuing operations	(18)
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	(18)
-----	
Retained earnings - beginning of year	127
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$109
=====	

Page 498

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
EME VICTORIA GENERATION LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

Consolidating  
Adjustments

EME Victoria  
Generation L  
Consolidated

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Electric utility	
Nonutility power generation	(\$46)
Financial services and other	
-----	
Total operating revenue	46
-----	
Fuel	(12)
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	(18)
Asset impairment	
Depreciation, decommissioning and amortization	(13)
Property and other taxes	
Net gain on sale of utility plant	
-----	
Total operating expenses	(43)
-----	
Operating income (loss)	(3)
Interest and dividend income	17
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	2
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	16
Income taxes (benefit)	(2)
-----	
Income from continuing operations	18
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	18
-----	
Retained earnings - beginning of year	605
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$623
=====	

Page 499

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet

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December 31, 2003

(In millions)

	First Hydro Holdings Company [8]	First Hydro Company [9]
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>		
Nonutility property - net	\$24	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	962	
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>	<b>986</b>	
Utility plant, at original cost: Transmission and distribution Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<b>Total utility plant</b>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
<b>Total deferred charges</b>		
<b>Total assets</b>	<b>\$986</b>	<b>\$</b>

Page 500

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	First Hydro Company [10]	FFH No. 1 Limi
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$54	
Restricted cash		
Receivables - net	49	
Fuel inventory		
Materials and supplies, at average cost	2	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	4	
<hr/>		
Total current assets	109	
<hr/>		
Nonutility property - net	790	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	790	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		

-----  
 Total deferred charges  
 -----

Total assets \$899  
 =====

Page 501

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

FFH No. 1 Limited  
 Consolidated

-----  
 ASSETS  
 -----

Cash and equivalents	\$54
Restricted cash	
Receivables - net	50
Fuel inventory	
Materials and supplies, at average cost	2
Accumulated deferred income taxes - net	
Trading and price risk management assets	26
Prepayments and other current assets	4

-----  
 Total current assets 136  
 -----

Nonutility property - net	1,074
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(158)
Investments in leveraged leases	
Other investments	

-----  
 Total investment and other assets 916  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost  
 -----

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Total utility plant

Goodwill	304
Restricted cash	32
Regulatory assets - net	
Other deferred charges	

Total deferred charges	336
------------------------	-----

Total assets	\$1,388
--------------	---------

Page 502

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

First Hydro Holdings Company [8]	First Hydro Company [9]
----------------------------------------	----------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$741
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	

Total current liabilities	741
---------------------------	-----

Long-term debt

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding	

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solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	182
Accumulated other comprehensive income (loss)	58
Retained earnings	5

-----  
 Total common shareholders' equity 245  
 -----

Total liabilities and shareholders' equity \$986 \$  
 =====

Page 503

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

First Hydro  
 Company [10]

FFH No. 1 Limi

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt

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Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$7)
Accrued taxes	4
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	
Total current liabilities	(3)
-----	
Long-term debt	
-----	
Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	1
-----	
Total deferred credits and other liabilities	1
-----	
Minority Interest	
-----	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	
Total preferred securities of subsidiaries	
-----	
Common stock	680
Accumulated other comprehensive income (loss)	28
Retained earnings	193
-----	
Total common shareholders' equity	901
-----	
Total liabilities and shareholders' equity	\$899
=====	

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Page 504

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	FFH No. 1 Limited Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$28
Accrued taxes	4
Trading and price risk management liabilities	15
Regulatory liabilities	
Other current liabilities	27
<hr/>	
Total current liabilities	74
<hr/>	
Long-term debt	714
<hr/>	
Accumulated deferred income taxes - net	285
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
<hr/>	
Total deferred credits and other liabilities	285
<hr/>	
Minority Interest	
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

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-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	182
Accumulated other comprehensive income (loss)	59
Retained earnings	74

-----  
 Total common shareholders' equity 315  
 -----

-----  
 Total liabilities and shareholders' equity \$1,388  
 =====

Page 505

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

	First Hydro Holdings Company [8]	First Hydro Company [9]
--	----------------------------------------	----------------------------

-----  
 Electric utility  
 Nonutility power generation  
 Financial services and other  
 -----

Total operating revenue  
 -----

Fuel

Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$1
Asset impairment	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

-----  
 Total operating expenses 1  
 -----

Operating income (loss)	(1)
Interest and dividend income	(58)
Equity in income from partnerships and unconsolidated subsidiaries - net	

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Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	63
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	4
Income taxes (benefit)	
-----	
Income from continuing operations	4
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	4
-----	
Retained earnings - beginning of year	1
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$5
=====	

Page 506

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	First Hydro Company [10]	FFH No. 1 Li
-----		
Electric utility		
Nonutility power generation		\$377
Financial services and other		
-----		
Total operating revenue		377
-----		
Fuel		210
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		59
Asset impairment		

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Depreciation, decommissioning and amortization	12
Property and other taxes	16
Net gain on sale of utility plant	
-----	
Total operating expenses	297
-----	
Operating income (loss)	80
Interest and dividend income	2
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	(77)
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	5
Income taxes (benefit)	(1)
-----	
Income from continuing operations	6
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	6
-----	
Retained earnings - beginning of year	187
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$193
=====	

Page 507

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
FFH NO. 1 LIMITED AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

FFH No. 1 Limited  
Consolidated

Electric utility

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Nonutility power generation	\$367
Financial services and other	
-----	
Total operating revenue	367
-----	
Fuel	210
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	59
Asset impairment	
Depreciation, decommissioning and amortization	16
Property and other taxes	16
Net gain on sale of utility plant	
-----	
Total operating expenses	301
-----	
Operating income (loss)	66
Interest and dividend income	3
Equity in income from partnerships and unconsolidated subsidiaries - net	
Other nonoperating income	
Interest expense - net of amounts capitalized	(59)
Other nonoperating deductions	
Dividends on preferred securities subject to mandatory redemption	
Dividends on utility preferred stock not subject to mandatory redemption	
-----	
Income from continuing operations before taxes	10
Income taxes (benefit)	(7)
-----	
Income from continuing operations	17
Income from discontinued operations - net	
Income taxes on discontinued operations	
-----	
Net income	17
-----	
Retained earnings - beginning of year	57
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	
Retained earnings - end of year	\$74
=====	

Page 508

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003

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(In millions)

	Energy Capital Partnership [8]	Enerloy Pty Lt [9]
-----		
ASSETS		
-----		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets		
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$945
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets		945
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
-----		
Total deferred charges		
-----		
Total assets		\$945
=====		

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

	Consolidating Adjustments	Loyvic Pty. Lt Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$945)
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		(945)
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges		
<hr/>		

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Total deferred charges

-----  
 Total assets (\$945)  
 =====

Page 510

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Energy Capital Partnership [8]	Enerloy Pty Lt [9]
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year	\$18	
Preferred stock to be redeemed within one year		
Accounts payable	497	(\$
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	15	
-----	-----	-----
Total current liabilities	530	(
-----	-----	-----
Long-term debt	853	(
-----	-----	-----
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----	-----	-----
Total deferred credits and other liabilities		
-----	-----	-----

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss) (82)

Retained earnings (356)

Total common shareholders' equity (438)

\$1,

Total liabilities and shareholders' equity \$945

Page 511

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Consolidating  
 Adjustments

Loyvic Pty. Lt  
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

Total current liabilities

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-----  
 Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities  
 -----

Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	(\$831)
Accumulated other comprehensive loss	(114)
Retained earnings	
-----	

Total common shareholders' equity	(945)
-----	

Total liabilities and shareholders' equity	(\$945)
=====	

Page 512

MISSION ENERGY WALES COMPANY  
 MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
 LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
 Consolidating Statements of Income and Retained Earnings  
 For the Year Ended December 31, 2003  
 (In millions)

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	Energy Capital Partnership [8]	Enerloy Pty [9]
Electric utility		
Nonutility power generation		
Financial services and other		
<b>Total operating revenue</b>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<b>Total operating expenses</b>		
Operating income (loss)		
Interest and dividend income		\$1
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		(50)
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<b>Income from continuing operations before taxes</b>		(49)
Income taxes (benefit)		(17)
<b>Income from continuing operations</b>		(32)
Income from discontinued operations - net		
Income taxes on discontinued operations		
<b>Net income</b>		(32)
Retained earnings - beginning of year		(324)
Dividends declared on common stock		
Dividends declared on preferred stock		
<b>Retained earnings - end of year</b>		(\$356)

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Page 513

MISSION ENERGY WALES COMPANY  
MISSION HYDRO LIMITED PARTNERSHIP, EME GENERATION HOLDINGS LIMITED,  
LOYVIC PTY. LTD. AND SUBSIDIARIES [TIER 8, ET SEQ.]  
Consolidating Statements of Income and Retained Earnings  
For the Year Ended December 31, 2003  
(In millions)

	Consolidating Adjustments	Loyvic Pty. Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		
<hr/>		
Total operating revenue		
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Asset impairment		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		
Interest and dividend income		
Equity in income from partnerships and unconsolidated subsidiaries - net		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities subject to mandatory redemption		
Dividends on utility preferred stock not subject to mandatory redemption		
<hr/>		
Income from continuing operations before taxes		
Income taxes (benefit)		
<hr/>		
Income from continuing operations		
Income from discontinued operations - net		
Income taxes on discontinued operations		
<hr/>		
Net income		
<hr/>		
Retained earnings - beginning of year		

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Dividends declared on common stock  
 Dividends declared on preferred stock

Retained earnings - end of year

Page 514

MEC INTERNATIONAL B.V. and Subsidiaries [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

PART 7 (PAGES 553 THROUGH 663)

Beheer-en Beleggingsmaatschappij Jydeno B.V.	Vindoor Investments Mauritius Limi [7]
----------------------------------------------------	-------------------------------------------------

ASSETS

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

Total current assets

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(\$2)
Investments in leveraged leases	
Other investments	

Total investment and other assets	(2)
-----------------------------------	-----

Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

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Total utility plant

-----  
 Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

-----  
 Total deferred charges

-----  
 Assets of discontinued operations

-----  
 Total assets

(\$2)

=====

Page 515

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EcoElectrica  
 S.a.r.l.  
 Consolidated

Edison Mission  
 Advantage B.V.

-----  
 ASSETS

-----  
 Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

-----  
 Total current assets

-----  
 Nonutility property - net

Nuclear decommissioning trusts

Investments in partnerships

and unconsolidated subsidiaries

\$230

Investments in leveraged leases

Other investments

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Total investment and other assets	230
-----------------------------------	-----

-----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----

Total utility plant

-----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----

Total deferred charges

-----

Assets of discontinued operations

-----

Total assets	\$230
--------------	-------

=====

Pagew 516

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Ausone Pty. Ltd. (inactive)	Edison Mission Energy International
--	--------------------------------------------------	-------------------------------------------

-----

ASSETS

-----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost

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Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	
-----	
Total current assets	
-----	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$182
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	182
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	
Regulatory assets - net	
Other deferred charges	
-----	
Total deferred charges	
-----	
Assets of discontinued operations	
-----	
Total assets	\$182
=====	

Page 517

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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EME Australia  
Capital Pty. Ltd.  
[7]

Edison Mission  
Millennium B.V.  
Consolidated

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 518

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Edison Mission Retail Pty. Ltd. (inactive)	Edison Mission Utilities Pty. Ltd. (inactive)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Restricted cash		

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Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges

-----  
Assets of discontinued operations

-----  
Total assets  
=====

Page 519

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Italian Vento  
Power Corporation  
4 S.r.l. [7]

Edison Mission  
Vendesi Pty Lt  
(inactive)

-----  
ASSETS

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

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Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

-----  
 Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets  
 =====

Page 520

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EME Tri Gen B.V.

EME Victoria B  
 (Inactive)

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets

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Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$20
Investments in leveraged leases	
Other investments	

---

Total investment and other assets	20
-----------------------------------	----

---

Utility plant, at original cost:

Transmission and distribution	
Generation	

Accumulated provision for depreciation  
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

---

Total utility plant

---

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

---

Total deferred charges

---

Assets of discontinued operations

---

Total assets	\$20
--------------	------

---

Page 521

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

First Hydro  
 Renewables  
 Number 2 Limited  
 (inactive) [7]

Global Generat  
 B.V. Consolida

-----  
ASSETS  
-----

Cash and equivalents  
Restricted cash  
Receivables - net  
Fuel inventory  
Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets  
-----

Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments  
-----

Total investment and other assets  
-----

Utility plant, at original cost:  
Transmission and distribution  
Generation  
Accumulated provision for depreciation  
and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost  
-----

Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges  
-----

Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

\$

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Iberian Hy-Power Amsterdam B.V. Consolidated	Latrobe Power Ltd. Consolida
-----		
ASSETS		
-----		
Cash and equivalents	\$4	
Restricted cash		
Receivables - net	8	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets	(6)	
Prepayments and other current assets	1	
-----		
Total current assets	7	
-----		
Nonutility property - net	125	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	125	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	6	
-----		
Total deferred charges	6	
-----		

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Assets of discontinued operations

Total assets	\$138	\$
--------------	-------	----

Page 523

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Valley Power Pty Ltd. [7]	Loy Yang Holdi Pty. Ltd. Consolidated
<b>ASSETS</b>		
Cash and equivalents	\$10	
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>	<b>10</b>	
Nonutility property - net	71	3,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>	<b>71</b>	<b>3,</b>
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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-----  
 Total utility plant  
 -----

Goodwill

Restricted cash

Regulatory assets - net

Other deferred charges

6

(

-----  
 Total deferred charges

6

(

-----  
 Assets of discontinued operations  
 -----

Total assets

\$87

\$3,

Page 524

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]

Consolidating Balance Sheet

December 31, 2003

(In millions)

	MEC Esenyurt B.V. Consolidated	MEC IES B.V.
-----		
ASSETS		
-----		
Cash and equivalents	\$27	
Restricted cash		
Receivables - net	16	
Fuel inventory	5	
Materials and supplies, at average cost	2	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	1	
-----		
Total current assets	51	
-----		
Nonutility property - net	106	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----		

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Total investment and other assets	106
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	
Restricted cash	19
Regulatory assets - net	
Other deferred charges	12
-----	
Total deferred charges	31
-----	
Assets of discontinued operations	
-----	
Total assets	\$188
=====	

Page 525

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MEC Indo Coal B.V.      MEC Indonesia

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets

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Prepayments and other current assets

Total current assets

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$16
Investments in leveraged leases	
Other investments	

Total investment and other assets	16
-----------------------------------	----

Utility plant, at original cost:  
 Transmission and distribution  
 Generation  
 Accumulated provision for depreciation  
 and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets	\$16
--------------	------

Page 526

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

MEC International Holdings B.V.      MEC Java B.V. Consolidated

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	Consolidated	
-----		
ASSETS		
-----		
Cash and equivalents	\$2	
Restricted cash		
Receivables - net	11	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
-----		
Total current assets	13	
-----		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	159	
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	159	
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted Cash		
Regulatory assets - net		
Other deferred charges	1	
-----		
Total deferred charges	1	
-----		
Assets of discontinued operations		
-----		
Total assets	\$173	\$
=====		

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Page 527

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Gulf Power  
 Generation Co.  
 Ltd. [7] [sold  
 12/12/2003]

MEC Perth B.V.  
 Consolidated

-----  
 ASSETS  
 -----

Cash and equivalents  
 Restricted cash  
 Receivables - net  
 Fuel inventory  
 Materials and supplies, at average cost  
 Accumulated deferred income taxes - net  
 Trading and price risk management assets  
 Prepayments and other current assets

-----  
 Total current assets  
 -----

Nonutility property - net  
 Nuclear decommissioning trusts  
 Investments in partnerships  
     and unconsolidated subsidiaries  
 Investments in leveraged leases  
 Other investments

-----  
 Total investment and other assets  
 -----

Utility plant, at original cost:  
     Transmission and distribution  
     Generation  
 Accumulated provision for depreciation  
     and decommissioning  
 Construction work in progress  
 Nuclear fuel, at amortized cost

-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges

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Total deferred charges

Assets of discontinued operations

Total assets

Page 528

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	MEC San Pascual B.V. Consolidated	MEC Sidi Krir (inactive)
<b>ASSETS</b>		
Cash and equivalents		
Restricted cash		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<b>Total current assets</b>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$3
Investments in leveraged leases		
Other investments		
<b>Total investment and other assets</b>		3
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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-----  
 Total utility plant  
 -----

Goodwill  
 Restricted cash  
 Regulatory assets - net  
 Other deferred charges  
 -----

Total deferred charges  
 -----

Assets of discontinued operations  
 -----

Total assets \$3  
 =====

Page 529

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	MEC Wales B.V. Consolidated	Mission Energy Company (UK) Limited Consolidated
-----		
ASSETS -----		
Cash and equivalents	\$69	\$
Restricted cash		
Receivables - net	58	
Fuel inventory		
Materials and supplies, at average cost	8	
Accumulated deferred income taxes - net		
Trading and price risk management assets	26	
Prepayments and other current assets	9	
-----		
Total current assets	170	
-----		
Nonutility property - net	1,664	2,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(188)	(

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Investments in leveraged leases  
Other investments

-----  
Total investment and other assets

1,476

2,

-----  
Utility plant, at original cost:

Transmission and distribution  
Generation

Accumulated provision for depreciation  
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

-----  
Total utility plant

-----  
Goodwill

304

Restricted cash

83

Regulatory assets - net

Other deferred charges

(58)

-----  
Total deferred charges

329

-----  
Assets of discontinued operations

-----  
Total assets

\$1,975

\$3,

=====

Page 530

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Mission NZ  
Operations B.V.  
(Inactive)

Pride Hold Lim  
Consolidated

-----  
ASSETS

-----  
Cash and equivalents

Restricted cash

Receivables - net

Fuel inventory

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Materials and supplies, at average cost  
Accumulated deferred income taxes - net  
Trading and price risk management assets  
Prepayments and other current assets

-----  
Total current assets  
-----

Nonutility property - net  
Nuclear decommissioning trusts  
Investments in partnerships  
    and unconsolidated subsidiaries  
Investments in leveraged leases  
Other investments

-----  
Total investment and other assets  
-----

Utility plant, at original cost:  
    Transmission and distribution  
    Generation  
Accumulated provision for depreciation  
    and decommissioning  
Construction work in progress  
Nuclear fuel, at amortized cost

-----  
Total utility plant  
-----

Goodwill  
Restricted cash  
Regulatory assets - net  
Other deferred charges

-----  
Total deferred charges  
-----

Assets of discontinued operations  
-----

Total assets  
=====

Page 531

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

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	Traralgon Power Pty. Ltd. Consolidated	MEC Internatio B.V.
-----		
ASSETS		
-----		
Cash and equivalents	\$14	
Restricted cash		
Receivables - net	8	
Fuel inventory		
Materials and supplies, at average cost	6	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	5	
-----		
Total current assets	33	
-----		
Nonutility property - net	782	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	33	1,
Investments in leveraged leases		
Other investments		
-----		
Total investment and other assets	815	1,
-----		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----		
Total utility plant		
-----		
Goodwill		
Restricted cash		
Regulatory assets - net		
Other deferred charges	(60)	
-----		
Total deferred charges	(60)	
-----		
Assets of discontinued operations		
-----		
Total assets	\$788	\$1,
=====		

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Page 532

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	MEC International B.V. Consolidated
-----	
ASSETS	
-----	
Cash and equivalents	\$218
Restricted cash	
Receivables - net	220
Fuel inventory	
Materials and supplies, at average cost	45
Accumulated deferred income taxes - net	
Trading and price risk management assets	27
Prepayments and other current assets	111
-----	
Total current assets	621
-----	
Nonutility property - net	4,519
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	954
Investments in leveraged leases	
Other investments	
-----	
Total investment and other assets	5,473
-----	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
-----	
Total utility plant	
-----	
Goodwill	877
Restricted cash	153
Regulatory assets - net	
Other deferred charges	174
-----	

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Total deferred charges	1,204
-----	
Assets of discontinued operations	6
-----	
Total assets	\$7,304
=====	

Page 533

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

Beheer-en Vindoor  
 Beleggingsmaatschappi Investments  
 Jydeno B.V. (Mauritius)  
 Limited [7]

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$2)
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	
Total current liabilities	(2)
-----	

Long-term debt

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	
-----	

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

(\$2)

Page 534

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]

Consolidating Balance Sheet

December 31, 2003

(In millions)

EcoElectrica

S.a.r.l.

Consolidated

Edison Mission

Advantage B.V.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

(\$1)

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

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Total current liabilities (1)

-----  
 Long-term debt  
 -----

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities  
 -----

Total deferred credits and other liabilities  
 -----

Minority Interest  
 -----

Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities  
 -----

Total preferred securities of subsidiaries  
 -----

Common stock	261
Accumulated other comprehensive income (loss)	(30)
Retained earnings	
-----	

Total common shareholders' equity	231
-----	

Total liabilities and shareholders' equity	\$230
=====	

Page 535

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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	Edison Mission Ausone Pty Ltd. (inactive)	Edison Mission Energy International
-----		
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities		
-----		
Total current liabilities		
-----		
Long-term debt		
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Asset retirement obligation		
Other long-term liabilities		
-----		
Total deferred credits and other liabilities		
-----		
Minority Interest		
-----		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----		
Total preferred securities of subsidiaries		
-----		
Common stock		\$206
Accumulated other comprehensive income (loss)		(24)
Retained earnings		
-----		

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Total common shareholders' equity 182

Total liabilities and shareholders' equity \$182

Page 536

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EME Australia  
 Capital Pty. Ltd.  
 [7]

Edison Mission  
 Millennium B.V.  
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

Page 537

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]

Consolidating Balance Sheet

December 31, 2003

(In millions)

Edison Mission  
Retail Pty. Ltd.  
(inactive)

Edison Mission  
Utilities Pty.  
Ltd. (inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Regulatory liabilities

Other current liabilities

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Total current liabilities

---

Long-term debt

---

Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Accumulated provision for pension and benefits  
Asset retirement obligation  
Other long-term liabilities

---

Total deferred credits and other liabilities

---

Minority Interest

---

Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

---

Total preferred securities of subsidiaries

---

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings

---

Total common shareholders' equity

---

Total liabilities and shareholders' equity

---

---

---

Page 538

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
Consolidating Balance Sheet  
December 31, 2003  
(In millions)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Italian Vento  
Power Corporation  
4 S.r.l. [7]

Edison Mission  
Vendesi Pty Lt  
(inactive)

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt  
Long-term debt due within one year  
Preferred stock to be redeemed within one year  
Accounts payable  
Accrued taxes  
Trading and price risk management liabilities  
Regulatory liabilities  
Other current liabilities

-----  
Total current liabilities  
-----

Long-term debt

-----  
Accumulated deferred income taxes - net  
Accumulated deferred investment tax credits  
Customer advances and other deferred credits  
Power-purchase contracts  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities subj. to mandatory redemption  
Asset retirement obligation  
Other long-term liabilities

-----  
Total deferred credits and other liabilities  
-----

Minority Interest

-----  
Preferred stock of utility:  
Not subject to mandatory redemption  
Subject to mandatory redemption  
Company-obligated mandatorily redeemable  
securities of subsidiaries holding  
solely parent company debentures  
Other preferred securities

-----  
Total preferred securities of subsidiaries  
-----

Common stock  
Accumulated other comprehensive income (loss)  
Retained earnings

-----  
Total common shareholders' equity  
-----

-----  
 Total liabilities and shareholders' equity  
 =====

Page 539

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

EME Tri Gen B.V.

EME Victoria B  
 [Inactive]

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities  
 -----

Minority Interest

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-----  
 Preferred stock of utility:

    Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	\$24
Accumulated other comprehensive income (loss)	(5)
Retained earnings	1

-----  
 Total common shareholders' equity 20  
 -----

Total liabilities and shareholders' equity \$20  
 =====

Page 540

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	First Hydro	Global Generat
	Renewables Number	B.V. Consolida
	2 Limited	
	(inactive) [7]	

-----  
 LIABILITIES AND SHAREHOLDERS' EQUITY  
 -----

Short-term debt  
 Long-term debt due within one year  
 Preferred stock to be redeemed within one year  
 Accounts payable  
 Accrued taxes  
 Trading and price risk management liabilities  
 Regulatory liabilities  
 Other current liabilities

-----  
 Total current liabilities  
 -----

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Long-term debt

-----  
 Accumulated deferred income taxes - net  
 Accumulated deferred investment tax credits  
 Customer advances and other deferred credits  
 Power-purchase contracts  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities subj. to mandatory redemption  
 Accumulated provision for pension and benefits  
 Asset retirement obligation  
 Other long-term liabilities

-----  
 Total deferred credits and other liabilities

-----  
 Liabilities of discontinued operations

-----  
 Minority Interest

-----  
 Preferred stock of utility:  
     Not subject to mandatory redemption  
     Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
     securities of subsidiaries holding  
     solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries

-----  
 Common stock 1,  
 Accumulated other comprehensive income (loss)  
 Retained earnings (1,

-----  
 Total common shareholders' equity (

-----  
 Total liabilities and shareholders' equity \$

-----  
 Page 541

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

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Iberian  
HyPower Amsterdam  
B.V. Consolidated

Latrobe Power  
Ltd. Consolida

-----  
LIABILITIES AND SHAREHOLDERS' EQUITY  
-----

Short-term debt	
Long-term debt due within one year	\$7
Preferred stock to be redeemed within one year	
Accounts payable	47
Accrued taxes	
Trading and price risk management liabilities	
Regulatory liabilities	
Other current liabilities	
-----	-----
Total current liabilities	54
-----	-----
Long-term debt	66
-----	-----
Accumulated deferred income taxes - net	2
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities subj. to mandatory redemption	
Accumulated provision for pension and benefits	
Asset retirement obligation	
Other long-term liabilities	(2)
-----	-----
Total deferred credits and other liabilities	
-----	-----
Minority Interest	1
-----	-----
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	-----
Total preferred securities of subsidiaries	
-----	-----
Common stock	9
Accumulated other comprehensive income (loss)	(1)
Retained earnings	9
-----	-----
Total common shareholders' equity	17
-----	-----

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Total liabilities and shareholders' equity	\$138	\$
=====	=====	=====

Page 542

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]  
 Consolidating Balance Sheet  
 December 31, 2003  
 (In millions)

	Valley Power Pty Ltd. [7]	Loy Yang Holdi Pty Ltd. Consolidated
-----	-----	-----
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----		
Short-term debt		
Long-term debt due within one year	\$4	
Preferred stock to be redeemed within one year		
Accounts payable	37	
Accrued taxes		
Trading and price risk management liabilities		
Regulatory liabilities		
Other current liabilities	9	
-----	-----	-----
Total current liabilities	50	
-----		
Long-term debt	40	1,
-----		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Asset Retirement Obligation		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities subj. to mandatory redemption		
Accumulated provision for pension and benefits		
Other long-term liabilities		1,
-----	-----	-----
Total deferred credits and other liabilities		1,
-----		
Minority Interest	(8)	
-----		
Preferred stock of utility:		

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Not subject to mandatory redemption  
 Subject to mandatory redemption  
 Company-obligated mandatorily redeemable  
 securities of subsidiaries holding  
 solely parent company debentures  
 Other preferred securities

-----  
 Total preferred securities of subsidiaries  
 -----

Common stock	(5)	(
Accumulated other comprehensive income (loss)	1	(
Retained earnings	9	

-----  
 Total common shareholders' equity 5  
 -----

-----  
 Total liabilities and shareholders' equity \$87 \$3,  
 =====