

FIRSTENERGY CORP
Form 4
February 28, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DINDO KATHRYN W

(Last) (First) (Middle)
76 SOUTH MAIN STREET

(Street)

AKRON, OH 44308

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRSTENERGY CORP [FE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/24/2006 | | A | | 2,365.36 <u>(1)</u> | A | \$ 48.93 |
| Common Stock | 02/24/2006 | | D | | 2,365.36 <u>(1)</u> | D | \$ 48.93 |
| Common Stock | | | | | | I | 1,464.743 |
| | | | | | | | By Savings Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474
(9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 19.31 | | | | | 03/01/2004 | 03/01/2010 | Common Stock | 3,000 |
| Stock Options (Right to buy) | \$ 29.5 | | | | | 05/16/2005 | 05/16/2011 | Common Stock | 15,000 |
| Stock Options (Right to buy) | \$ 29.71 | | | | | 03/01/2004 | 03/01/2013 | Common Stock | 16,000 |
| Stock Options (Right to buy) | \$ 34.45 | | | | | 04/01/2003 | 04/01/2012 | Common Stock | 12,000 |
| Stock Options (Right to buy) | \$ 38.76 | | | | | 03/01/2005 | 03/01/2014 | Common Stock | 13,200 |
| Phantom / Retirement | \$ 1 | | | | | (2) | (2) | Common Stock | 1,860.0919 |
| Phantom 3/03D | \$ 1 | | | | | 03/01/2003 | 03/01/2006 | Common Stock | 6,189.6000 |
| Phantom 3/05D | \$ 1 | | | | | 02/25/2005 | 03/01/2008 | Common Stock | 368.521 |
| RSUP1 | \$ 1 | | | | | 03/01/2008 | 03/01/2008 | Common Stock | 1,108.832 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| DINDO KATHRYN W 76 SOUTH MAIN STREET AKRON, OH 44308 | | | Vice President | |

Signatures

| | |
|---------------------------------|------------|
| David W. Whitehead, POA | 02/28/2006 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These performances shares paid out in cash, per the vesting and payout date approved by the Compensation Committee. The performance shares were not required to be reported at date of grant because the vesting is based in part on factors other than stock price.
 - (2) This transaction reflects the extension and vesting of phantom stock to "retirement" or " other termination of employment" under arrangements approved by the Compensation Committee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.