

AMERICAN ELECTRIC POWER CO INC  
Form U-9C-3  
February 27, 2003

File No. 074-00015

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

FORM U-9C-3

QUARTERLY REPORT

For the quarter ended December 31, 2002

Filed Pursuant to Rule 58 of the Public Utility Holding Company  
Act of 1935

by  
AMERICAN ELECTRIC POWER COMPANY, INC.  
1 Riverside Plaza, Columbus, Ohio 43215

AMERICAN ELECTRIC POWER COMPANY, INC.  
FORM U-9C-3  
For the Quarter Ended December 31, 2002

CONTENTS

	Page
ITEM 1 - Organization Chart	1
ITEM 2 - Issuances and Renewals of Securities and	

## Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

Capital Contributions	8
ITEM 3 - Associated Transactions	9
ITEM 4 - Summary of Aggregate Investment	10
ITEM 5 - Other Investments	10
ITEM 6 - Financial Statements and Exhibits	11
Statements of Income	
Balance Sheet	
Exhibits	

### ITEM 1 - ORGANIZATION CHART

Company names are indented and numbered to identify them as subsidiaries of the company that is listed immediately above them at the next tier. Some companies are subsidiaries of more than one company. The reference code for each subsidiary refers to the supplemental schedule to the organization chart that provides details regarding date and state of organization, nature of business, etc. required to be reported under Item 1.

- 00. American Electric Power Company, Inc.
  - 01. American Electric Power Service Corporation
    - 01. AEP C&I Company, LLC
      - 02. AEP Ohio Commercial & Industrial Retail Company, LLC
      - 02. AEP Texas Commercial & Industrial Retail GP, LLC
      - 03. AEP Texas Commercial & Industrial Retail Limited Partnership
    - 02. AEP Texas Commercial & Industrial Retail Limited Partnership
      - 02. AEP Gas Power GP, LLC
        - 03. AEP Gas Power Systems, LLC 6 01. AEP Coal, Inc. 7
      - 02. Snowcap Coal Company, Inc.
      - 02. AEP Kentucky Coal, LLC
      - 02. AEP Ohio Coal, LLC
      - 02. AEP West Virginia Coal, Inc.
  - 01. AEP Energy Services, Inc.
    - 02. Energy Trading Platform Holding Company, Inc.
    - 02. Intercontinental Exchange Inc.
  - 01. AEP Investments, Inc.
    - 02. AEP EmTech, LLC
      - 03. Altra Energy Technologies, Inc.
      - 03. Amperion, Inc.
      - 03. Universal Supercapacitors, LLC
      - 03. Integrated Fuel Cell Technologies, Inc.
      - 03. Power-span Corp
  - 01. Mutual Energy L.L.C.
    - 02. Mutual Energy Service Company, L.L.C.
    - 02. AEP Ohio Retail Energy, LLC
  - 01. AEP Power Marketing, Inc.
  - 01. AEP T&D Services, LLC
  - 01. AEP Pro Serv, Inc.
    - 02. PHPK Technologies, Inc.
  - 01. AEP Retail Energy LLC
  - 01. AEP Texas POLR, LLC
    - 02. AEP Texas POLR GP, LLC

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

- 03. POLR Power, L.P.
- 02. POLR Power, L.P.
- 01. Central and South West Corporation
  - 02. Public Service Company of Oklahoma
    - 03. Ash Creek Mining Company
    - 03. AEMT, Inc.
    - 03. Powerware Solutions, Inc.
    - 03. Utility Data Resources, Inc.
  
- 02. Southwestern Electric Power Company
  - 03. The Arkklahoma Corporation
  - 03. Southwest Arkansas Utilities Corporation
  - 03. Dolet Hills Lignite Company, LLC
- 02. CSW Energy, Inc.
  - 03. CSW Development-I, Inc.
    - 04. Polk Power GP II, Inc.
    - 05. Polk Power GP, Inc.
      - 06. Polk Power Partners, LP
      - 07. Mulberry Holdings, Inc.
  - 04. CSW Mulberry II, Inc.
    - 05. CSW Mulberry, Inc.
  - 04. Polk Power Partners, LP
    - 05. Mulberry Holdings, Inc.
  - 04. Noah I Power GP, Inc.
    - 05. Noah I Power Partners, LP
    - 06. Brush Cogeneration Partners
  - 04. Noah I Power Partners, LP
    - 05. Brush Cogeneration Partners
  - 04. Orange Cogeneration GP II, Inc.
    - 05. Orange Cogeneration G.P., Inc.
      - 06. Orange Cogeneration Limited Partnership
      - 07. Orange Cogen Funding Corp.
      - 08. Orange Holdings, Inc.
  - 04. CSW Orange II, Inc.
    - 05. CSW Orange, Inc.
      - 06. Orange Cogeneration Limited Partnership
      - 07. Orange Cogen Funding Corp.
      - 08. Orange Holdings, Inc.
- 03. CSW Development-II, Inc.
- 03. CSW Ft. Lupton, Inc.
  - 04. Thermo Cogeneration Partnership, L.P.
- 03. CSW Sweeny GP I, Inc.
  - 04. CSW Sweeny GP II, Inc.
    - 05. Sweeney Cogeneration Limited Partnership
- 03. CSW Sweeny LP I, Inc.
  - 04. CSW Sweeny LP II, Inc.
    - 05. Sweeney Cogeneration Limited Partnership
- 03. CSW Nevada, Inc.
- 03. CSW Services International, Inc.
- 03. Diversified Energy Contractors Company, LLC
  - 04. DECCO II LLC
    - 05. Diversified Energy Contractors, LP
  - 04. Diversified Energy Contractors, LP
  - 04. Industry and Energy Associates, L.L.C.
- 03. CSW Eastex GP I, Inc.
  - 04. CSW Eastex GP II, Inc.
    - 05. Eastex Cogeneration Limited Partnership
- 03. CSW Eastex LP I, Inc.

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

- 04. CSW Eastex LP II, Inc.
- 05. Eastex Cogeneration Limited Partnership
- 02. EnerShop Inc.
- 03. Envirotherm, Inc.
- 02. CSW Energy Services, Inc.
- 03. Nuvest, L.L.C.
- 04. National Temporary Services, Inc.
- 05. Octagon, Inc.
- 04. Numanco, L.L.C.
- 05. NuSun, Inc.
- 06. Sun Technical Services, Inc.
- 06. Calibration and Testing Corporation
- 05. ESG Technical Services, L.L.C.
- 05. National Environmental Services Technology, L.L.C.
- 05. ESG Indonesia, L.L.C.
- 05. ESG, L.L.C.
- 05. Numanco Services, LLC
- 02. REP Holdco, LLC
- 03. Mutual Energy SWEPCO L.P.
- 03. REP General Partner LLC
- 04. Mutual Energy SWEPCO L.P.

	Name of Reporting Company	Energy or Gas-Related Company	Date of Organization	State of Organization	Percentage of Voting Securities Held	
1	AEP C&I Company, LLC	Energy	10/10/00	Delaware	100%	Marketin
2	AEP Ohio Commercial & Industrial Retail Company, LLC	Energy	10/10/00	Delaware	100%	Marketin
3	AEP Texas Commercial & Industrial Retail GP, LLC	Energy	12/11/00	Delaware	100%	Marketin
4	AEP Texas Commercial & Industrial Retail Limited Partnership	Energy	12/12/00	Delaware	100%	Marketin
5	AEP Gas Power GP, LLC	Energy	12/19/00	Delaware	100%	Distribu
6	AEP Gas Power Systems, LLC	Energy	07/09/96	Delaware	75%	Distribu
7	AEP Coal, Inc.	Energy	10/29/01	Nevada	100%	Coal Min
8	Snowcap Coal Company, Inc.	Energy	10/29/01	Delaware	100%	Coal Min
9	AEP Kentucky Coal, LLC	Energy	10/29/01	Delaware	100%	Coal Min
10	AEP Ohio Coal, LLC	Energy	10/26/01	Delaware	100%	Coal Min
11	AEP West Virginia Coal, Inc.	Energy	10/29/01	Nevada	100%	Coal Min
12	AEP Energy Services, Inc.	Energy	09/24/96	Ohio	100%	Broker a
13	Energy Trading Platform Holding Company, Inc.	Energy	04/28/00	Delaware	16.70%	Energy M
14	Intercontinental Exchange, Inc.	Energy	06/16/00	Delaware	4.87%	Energy M
15	AEP EmTech, LLC	Energy	01/03/01	Delaware	100%	Developm
16	Altra Energy Technologies, Inc.	Energy	08/19/97	Delaware	5%	Energy M
17	Amperion, Inc.	Energy	02/16/01	Delaware	38.30%	Non-regu
18	Universal Supercapacitors, LLC	Energy	04/16/02	Delaware	50%	Non-regu
19	Mutual Energy L.L.C.	Energy	12/17/99	Delaware	100%	Marketin

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

20	Mutual Energy Service Company, L.L.C.	Energy	09/05/00	Delaware	100%	energy r Marketin
21	AEP Ohio Retail Energy, LLC	Energy	09/05/00	Delaware	100%	energy r Marketin
22	AEP Power Marketing, Inc.	Energy	07/22/96	Ohio	100%	energy r Marketin
23	AEP T&D Services, LLC	Energy	12/12/00	Delaware	100%	energy r Energy s
24	Powerspan Corp	Energy	05/14/97	Delaware	9.80%	supply c Pollutio
25	PHPK Technologies, Inc.	Energy	07/01/91	Ohio	40.40%	Cryogeni & Servic
26	AEP Retail Energy LLC	Energy	06/28/00	Delaware	100%	Marketin energy r
27	AEP Texas POLR, LLC (aka AEP Texas Retail GP, LLC)	Energy	12/11/00	Delaware	100%	Marketin energy r
28	AEP Texas POLR GP, LLC	Energy	11/14/01	Delaware	100%	Marketin energy r
29	POLR Power, L.P.	Energy	11/14/01	Delaware	100%	Marketin energy r
30	Ash Creek Mining Company	Energy		Oklahoma		Sold 8/5
31	AEMT, Inc.	Energy	12/23/97	Florida	0%	Power co
32	Powerware Solutions, Inc.	Energy	02/15/94	Texas	4.00%	Energy M utilitie
33	Utility Data Resources, Inc.	Energy	12/30/97	Delaware	4.50%	Electric and soft
34	The Arklahoma Corporation	Energy	05/16/47	Arkansas	44.20%	Electric
35	Southwest Arkansas Utilities Corporation	Energy	03/22/28	Arkansas	100%	Inactive
36	Dolet Hills Lignite Company, LLC	Energy	04/09/01	Delaware	100%	Coal Min
37	CSW Development-I, Inc.	Energy	12/06/90	Delaware	100%	Qualifyi
38	Polk Power GP II, Inc.	Energy	03/20/95	Delaware	50%	Qualifyi
39	Polk Power GP, Inc.	Energy	09/18/91	Delaware	100%	Qualifyi
40	Polk Power Partners, LP	Energy	02/19/92	Delaware	50%	Qualifyi
41	Mulberry Holdings, Inc.	Energy	10/28/99	Delaware	100%	Qualifyi
42	CSW Mulberry II, Inc.	Energy	03/21/95	Delaware	100%	Qualifyi
43	CSW Mulberry, Inc.	Energy	02/03/94	Delaware	100%	Qualifyi
44	Noah I Power GP, Inc.	Energy	05/14/91	Delaware	100%	Qualifyi
45	Noah I Power Partners, LP	Energy	05/16/91	Delaware	100%	Qualifyi
46	Brush Cogeneration Partners	Energy	06/17/94	Delaware	50%	Qualifyi
47	Orange Cogeneration GP II, Inc.	Energy	03/16/95	Delaware	50%	Qualifyi
48	Orange Cogeneration G.P., Inc.	Energy	02/05/93	Delaware	100%	Qualifyi
49	Orange Cogeneration Limited Partnership	Energy	02/05/93	Delaware	50%	Qualifyi
50	Orange Cogen Funding Corp.	Energy	06/11/92	Delaware	100%	Qualifyi
51	Orange Holdings, Inc.	Energy	10/28/99	Delaware	100%	Qualifyi
52	CSW Orange II, Inc.	Energy	03/16/95	Delaware	100%	Qualifyi
53	CSW Orange, Inc.	Energy	04/21/93	Delaware	100%	Qualifyi
54	CSW Development-II, Inc.	Energy	06/11/92	Delaware	100%	Qualifyi
55	CSW Ft. Lupton, Inc.	Energy	04/01/93	Delaware	50%	Qualifyi
56	Thermo Cogeneration Partnership, L.P.	Energy	03/17/93	Delaware	100%	Qualifyi
57	CSW Sweeny GP I, Inc.	Energy	09/06/95	Delaware	100%	Qualifyi
58	CSW Sweeny GP II, Inc.	Energy	09/06/95	Delaware	100%	Qualifyi
59	Sweeney Cogeneration Limited Partnership	Energy	10/10/95	Delaware	50%	Qualifyi
60	CSW Sweeny LP I, Inc.	Energy	09/06/95	Delaware	100%	Qualifyi
61	CSW Sweeny LP II, Inc.	Energy	09/06/95	Delaware	100%	Qualifyi
62	CSW Nevada, Inc.	Energy	06/29/93	Delaware	100%	Energy M
63	CSW Services International, Inc.	Energy	03/19/97	Delaware	100%	Non-regu projects
64	Diversified Energy Contractors Company, LLC	Energy	07/03/97	Delaware	100%	Non-regu projects
65	DECCO II LLC	Energy	08/08/97	Delaware	100%	Non-regu

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

66	Diversified Energy Contractors, LP	Energy	08/18/98	Delaware	100%	projects Non-regu
67	Industry and Energy Associates, L.L.C.	Energy	05/26/98	Delaware	100%	projects Non-regu
68	CSW Eastex GP I, Inc.	Energy	09/04/98	Delaware	100%	projects Qualifyi
69	CSW Eastex GP II, Inc.	Energy	09/04/98	Delaware	100%	Qualifyi
70	Eastex Cogeneration Limited Partnership	Energy	09/09/98	Delaware	50%	Qualifyi
71	CSW Eastex LP I, Inc.	Energy	09/04/98	Delaware	100%	Qualifyi
72	CSW Eastex LP II, Inc.	Energy	09/04/98	Delaware	100%	Qualifyi
73	EnerShop Inc.	Energy	09/11/95	Delaware	100%	Energy M
74	Envirotherm, Inc.	Energy	01/18/82	Texas	100%	Energy M
75	CSW Energy Services, Inc.	Energy	09/24/97	Delaware	100%	Energy M
76	Nuvest, L.L.C.	Energy	02/20/96	Delaware	92.90%	Staff Au
77	National Temporary Services, Inc.	Energy	12/31/90	Pennsylvania	100%	Staff Au
78	Octagon, Inc.	Energy	11/05/93	Delaware	100%	Staff Au
79	Numanco, L.L.C.	Energy	04/08/96	Oklahoma	100%	Staff Au
80	NuSun, Inc.	Energy	04/26/88	Delaware	100%	Staff Au
81	Sun Technical Services, Inc.	Energy	01/16/91	California	100%	Staff Au
82	Calibration and Testing Corporation	Energy	01/02/80	California	100%	Staff Au
83	ESG Technical Services, L.L.C.	Energy	07/16/99	Oklahoma	100%	Staff Au
84	National Environmental Services Technology, L.L.C.	Energy	11/13/98	Oklahoma	100%	Staff Au
85	ESG Indonesia, L.L.C.	Energy	11/13/98	Oklahoma	100%	Staff Au
86	ESG, L.L.C.	Energy	11/27/96	Oklahoma	50%	Staff Au
87	Numanco Services, LLC	Energy	04/08/96	Oklahoma	100%	Staff Au
88	REP Holdco, LLC	Energy	04/04/01	Delaware	100%	Marketin energy r
91	Mutual Energy SWEPCO L.P.	Energy	04/04/01	Delaware	100%	Marketin energy r
92	REP General Partner LLC	Energy	04/04/01	Delaware	100%	Marketin energy r
93	Integrated Fuel Cell Technologies, Inc.	Energy	04/04/01	Delaware	.10%	Non-regu projects

- 8 -

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

SECURITIES:

Company Issuing Security	Type of Security Issued	Principal Amount of Security	Issue or Renewal	Cost of Capital	Person to Whom Security Was Issued	Collateral Given With Security
--------------------------------	-------------------------------	------------------------------------	---------------------	--------------------	--	--------------------------------------

(in thousands)

None

FINANCING AMONG ASSOCIATE COMPANIES:

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

Company Issuing Security	Type of Security Issued	Principal Amount of Security	Issue or Renewal	Cost of Capital	Person to Whom Security Was Issued
--------------------------	-------------------------	------------------------------	------------------	-----------------	------------------------------------

(in thousands)

None

CAPITAL CONTRIBUTIONS:

Company Contributing Capital	Company Receiving Capital	Amount of Capital Contributions
------------------------------	---------------------------	---------------------------------

(in thousands)

None

ITEM 3 - ASSOCIATED TRANSACTIONS

Part I -- Transactions performed by reporting companies on behalf of associate companies

Reporting Company Rendering Services	Associate Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
--------------------------------------	--------------------------------------	----------------------------	----------------------	------------------------	-----------------	---------------------

(in thousands)

Nuvest, LLC	South Texas Project	Engineering	\$ 1,689	-	-	\$ 1,689
Nuvest, LLC	D.C. Cook	Engineering	8,214	-	-	8,214
Nuvest, LLC	Regional Service Office - West	Engineering	3,607	-	-	3,607

Part II -- Transactions performed by associate companies on behalf of reporting companies

Associate Company Rendering Services	Reporting Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged
--------------------------------------	--------------------------------------	----------------------------	----------------------	------------------------

(in thousands)

American Electric Power Service Corporation	AEPES	Administrative & Marketing	\$8,433	\$16,786
Houston Pipeline	AEPES	Asset Management	6,250	-
Jefferson Island	AEPES	Asset Management	1,250	-

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

CSW Energy, Inc.	Polk Power Partners, L.P. Plant Services	440	204
CSW Energy, Inc.	Orange Cogeneration L.P. Plant Services	811	196
CSW Dev I, Inc.	Polk Power Partners, L.P. Plant Services	100	-
CSW Services International Inc.	Eastex Cogeneration L.P. Plant Services	472	716
CSW Services International Inc.	Sweeny Cogeneration L.P. Plant Services	474	570
Total		----- \$18,230 =====	----- \$18,472 =====

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:

(in thousands)

Total consolidated capitalization as of December 31, 2002	\$21,949,869 (a)	Line 1
Total capitalization multiplied by 15% (line 1 multiplied by 0.15)	3,292,480	Line 2
Greater of \$50 million or line 2	\$3,292,480	Line 3
Total current aggregate investment: (categorized by major line of energy-related business)		
Energy-related Category 1: Energy Services	24,810	
Energy-related Category 5: Energy Marketing	948,742	
Energy-related Category 7: Maintenance Services	79,091	
Energy-related Category 8: Qualifying Facility	679,500	
Energy-related Category 10: Other Form of Energy	151,516	
Energy-related Category 2,3,4,6,9	63,551	
Total current aggregate investment	1,947,210	Line 4
	-----	
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system (line 3 less line 4)	\$1,345,270	Line 5
	=====	

(a) Includes short-term debt.

Investments in gas-related companies:

NONE



Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

ITEM 5 - OTHER INVESTMENTS

Major Line of Energy-Related Business -----	Other Investment in Last U-9C-3 Report -----	Other Investment in This U-9C-3 Report -----	Reason for Difference in Other Investment -----
(in thousands)			
CSW Energy Services Invested prior to April 1, 1997	\$ 2,696	\$ 2,696	Amounts are excluded from Item
Qualifying facility Invested prior to April 1, 1997	\$194,644	\$194,644	Amounts are excluded from Item

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

List all financial statements and exhibits filed as a part of this report.

Financial Statements:

Balance sheets and Income Statements for period ended December 31, 2002 are filed confidentially under a separate cover for:

AEP C&I Company, LLC  
AEP Coal, Inc.  
AEP EmTech LLC  
AEP Energy Services, Inc.  
AEP Gas Power GP, LLC  
AEP Gas Power System GP, LLC  
AEP Ohio C&I Retail Company  
AEP Power Marketing, Inc.  
AEP Retail Energy, LLC  
AEP T&D Services, LLC  
AEP Texas C&I Retail LP  
AEP Texas C&I Retail GP, LLC  
AEP Texas GP, LLC  
CSW Development-I, Inc. (consolidated)  
CSW Energy Consolidated  
CSW Energy Services, Inc.  
CSW Ft. Lupton, Inc.  
CSW Power Marketing, Inc.  
CSW Services International Inc.  
CSWI Consolidated  
Diversified Energy Contractors Company (DECCO)  
Dolet Hills Lignite Company  
Eastex Cogeneration LP  
Enershop, Inc.  
Mutual Energy LLC (consolidated)  
Mutual Energy SWEPCO L.P.  
Nuvest, LLC  
POLR Power, L.P.  
REP General Partner LLC  
Sweeny Companies (consolidated)

## Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

### Exhibits:

1. Certificate stating that a copy of the U-9C-3 for the previous quarter has been filed with the Ohio, Kentucky, Virginia, West Virginia, Tennessee, Indiana, Arkansas, Louisiana, Oklahoma, Michigan and Texas State Commissions.

#### CERTIFICATE

The undersigned certifies that he is the duly designated and acting Treasurer of American Electric Power Company, Inc., a New York corporation ("AEP"), and that:

AEP's Quarterly Report on Form U-9C-3 filed pursuant to Rule 58 for the quarter ended December 31, 2002 (the "Quarterly Report on Form U-9C-3") was filed with each state commission having jurisdiction over the retail rates of the public utility companies that are associate companies of any of the reporting companies (the "Specific State Commissions").

The names and addresses of the Specific State Commissions are:

Indiana Utility Regulatory Commission  
302 West Washington Street, E 306  
Indianapolis, Indiana 46204

Kentucky State Commission  
211 Sower Boulevard  
P.O. Box 615 Frankfort, Kentucky 40602

Michigan Public Service Commission  
6545 Mercantile Way  
P.O. Box 30221 Lansing, Michigan 48909

Public Service Commission of West Virginia  
201 Brooks Street  
P.O. Box 812  
Charleston, West Virginia 25323

Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

The Public Utilities Commission of Ohio  
180 East Broad Street  
Columbus, Ohio 43215

Virginia State Corporation Commission  
1300 East Main Street  
P.O. Box 2118 Richmond, Virginia 23216

Arkansas Public Service Commission  
1000 Center  
P.O. Box 400 Little Rock, AR 72203-0400

Louisiana Public Service Commission  
One American Place  
P.O. Box 91154 Baton Rouge, LA 70821-9154

Oklahoma Corporation Commission  
2102 N. Lincoln Blvd.

Edgar Filing: AMERICAN ELECTRIC POWER CO INC - Form U-9C-3

P.O. Box 52000-2000  
Oklahoma City, OK 73152-2000

Public Utility Commission of Texas  
1701 N. Congress Avenue  
Austin, TX 78701

IN WITNESS WHEREOF, I have hereunto set my hand as of the 28th day of  
February, 2003.

/s/ A. A. Pena

-----  
A. A. Pena  
Treasurer

SIGNATURE

The undersigned system company has duly caused this quarterly report to  
be signed on its behalf by the undersigned, thereunto duly authorized, pursuant  
to the requirements of the Public Utility Holding Company Act of 1935.

AMERICAN ELECTRIC POWER COMPANY, INC.

By /s/ A. A. Pena

-----  
A. A. Pena  
Treasurer

February 28, 2003