

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

FORM 10-D

ASSET-BACKED ISSUER

DISTRIBUTION REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the semi-annual distribution period from

June 20, 2013 to January 15, 2014

<u>Commission File No.</u>	<u>Registrant; State of Incorporation; Address; and Telephone Number</u>	<u>I.R.S. Employer Identification No.</u>
333-187692-06	<b>FIRSTENERGY OHIO PIRB SPECIAL PURPOSE TRUST 2013</b> (Exact name of issuing entity as specified in its charter)	46-6795854
001-02323	<b>THE CLEVELAND ELECTRIC ILLUMINATING COMPANY</b> (Exact name of sponsor and depositor as specified in its charter)	34-0150020
001-02578	<b>OHIO EDISON COMPANY</b> (Exact name of sponsor and depositor as specified in its charter)	34-0437786
001-03583	<b>THE TOLEDO EDISON COMPANY</b> (Exact name of sponsor and depositor as specified in its charter)	34-4375005
333-187692-03	<b>CEI FUNDING LLC</b> (Exact name of bond issuer as specified in its charter)	46-1367273
333-187692-01	<b>OE FUNDING LLC</b> (Exact name of bond issuer as specified in its charter)	46-1367425
333-187692-04	<b>TE FUNDING LLC</b> (Exact name of bond issuer as specified in its charter)	46-1367453

Delaware  
(State or jurisdiction of incorporation or organization of the issuing  
entity and the bond issuers)

**76 South Main Street**  
**Akron, OH**  
(Address of principal executive  
offices of the issuing entity and  
the bond issuers)

**44308**  
(zip code)

**(800)736-3402**

(Issuing entity's and bond issuers' telephone number, including  
area code)

<u>Title of Class</u>	<u>Registered/reporting pursuant to (check one)</u>			<u>Name of exchange (If Section 12(b))</u>
	<u>Section 12 (b)</u>	<u>Section 12 (g)</u>	<u>Section 15 (d)</u>	
2013 Pass-Through Trust Certificates, Tranche A-1			X	
2013 Pass-Through Trust Certificates, Tranche A-2			X	
2013 Pass-Through Trust Certificates, Tranche A-3			X	

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

## PART I - DISTRIBUTION INFORMATION

### Item 1. Distribution and Pool Performance Information.

The response to Item 1 is set forth in part herein and in part in Exhibits 99.1, 99.2, 99.3 and 99.4.

The record date for distributions (i.e., the interest and scheduled principal payments) described in Exhibit 99.1 is January 14, 2014.

Introductory and explanatory information regarding the material terms, parties and distributions described in Exhibit 99.1 is included in the Prospectus Supplement relating to the 2013 Pass-Through Trust Certificates (the "2013 Trust Certificates") issued by FirstEnergy Ohio PIRB Special Purpose Trust 2013 (the "Issuing Entity"), dated June 12, 2013, and related Prospectus, dated June 7, 2013, of CEI Funding LLC ("CEI Funding"), OE Funding LLC ("OE Funding"), TE Funding LLC ("TE Funding") and FirstEnergy Ohio PIRB Special Purpose Trust 2013 (the "Issuing Entity") filed with the Securities and Exchange Commission ("SEC") pursuant to Rule 424(b)(2) of the Securities Act of 1933, as amended, on June 13, 2013.

As indicated in Exhibit 99.1, all required interest and scheduled principal payments on the 2013 Trust Certificates have been made with respect to the January 15, 2014 distribution date.

## PART II - OTHER INFORMATION

### Item 2. Legal Proceedings.

None.

### Item 3. Sales of Securities and Use of Proceeds.

The Issuing Entity's registration statement on Form S-3 relating to the 2013 Trust Certificates, as amended (the "Registration Statement"), Registration Nos. 333-187692, 333-187692-01, 333-187692-02, 333-187692-03, 333-187692-04, 333-187692-05, and 333-187692-06 was declared effective by the SEC on June 7, 2013. The aggregate amount of the 2013 Trust Certificates offered and sold under the Registration Statement was \$444,922,000.

The 2013 Trust Certificates are the only securities offered and sold to date under the Registration Statement. The underwriters purchased the 2013 Trust Certificates for approximately \$442.7 million. The proceeds to the Issuing Entity, net of expenses, were approximately \$435.9 million. The following sets forth additional information regarding the 2013 Trust Certificates offering:

<u>Tranche</u>	<u>Initial Principal Amount</u>
A-1	\$111,971,000
A-2	\$70,468,000
A-3	\$262,483,000

The Issuing Entity used the proceeds from the sale of the 2013 Trust Certificates to purchase the bonds issued by CEI Funding, OE Funding and TE Funding, which bonds were issued to purchase the respective phase-in-recovery property of The Cleveland Electric Illuminating Company, Ohio Edison Company and The Toledo Edison Company, as described in the Registration Statement.

### Item 4. Defaults Upon Senior Securities.

Omitted pursuant to General Instruction C of Form 10-D.

### Item 5. Submission of Matters to a Vote of Security Holders.

Omitted pursuant to General Instruction C of Form 10-D.

### Item 6. Significant Obligors of Pool Assets.

Omitted pursuant to General Instruction C of Form 10-D.

**Item 7. Significant Enhancement Provider Information.**

Omitted pursuant to General Instruction C of Form 10-D.

**Item 8. Other Information.**

Omitted pursuant to General Instruction C of Form 10-D.

**Item 9. Exhibits.****(a) Documents filed as a part of this report (exhibits marked with an asterisk are filed herewith):**

- \*99.1 Semi-annual Statement of FirstEnergy Ohio PIRB Special Purpose Trust 2013 pursuant to Section 4.03 of the Certificate Indenture dated January 15, 2014, relating to the 2013 Trust Certificates.
- \*99.2 Semi-annual Servicer's Certificate of The Cleveland Electric Illuminating Company dated January 15, 2014, relating to the bonds of CEI Funding LLC, which were issued June 20, 2013.
- \*99.3 Semi-annual Servicer's Certificate of Ohio Edison Company dated January 15, 2014, relating to the bonds of OE Funding LLC, which were issued June 20, 2013.
- \*99.4 Semi-annual Servicer's Certificate of The Toledo Edison Company dated January 15, 2014, relating to the bonds of TE Funding LLC, which were issued June 20, 2013.

**(b) Exhibits required by this Form and Item 601 of Regulation S-K (exhibits marked with an asterisk are filed herewith):**

- 3.1 Amended and Restated Limited Liability Company Agreement of CEI Funding LLC, dated June 20, 2013 (incorporated by reference to Exhibit 3.1 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 3.2 Amended and Restated Limited Liability Company Agreement of OE Funding LLC, dated June 20, 2013 (incorporated by reference to Exhibit 3.2 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 3.3 Amended and Restated Limited Liability Company Agreement of TE Funding LLC, dated June 20, 2013 (incorporated by reference to Exhibit 3.3 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.1 Certificate Indenture, dated as of June 20, 2013, between FirstEnergy Ohio PIRB Special Purpose Trust 2013, and U.S. Bank National Association (incorporated by reference to Exhibit 4.1 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.2 Amended and Restated Declaration of Trust of FirstEnergy Ohio PIRB Special Purpose Trust 2013 among CEI Funding LLC, OE Funding LLC and TE Funding LLC, acting jointly as Settlers, and U.S. Bank Trust National Association, as Delaware Trustee and The Cleveland Electric Illuminating Company, Ohio Edison Company and The Toledo Edison Company, as Administrative Trustee, dated as of June 20, 2013 (incorporated by reference to Exhibit 4.2 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.3 Bond Indenture, dated as of June 20, 2013, between CEI Funding LLC and U.S. Bank National Association (incorporated by reference to Exhibit 4.3 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.4 Bond Indenture, dated as of June 20, 2013, between OE Funding LLC and U.S. Bank National Association (incorporated by reference to Exhibit 4.4 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.5 Bond Indenture, dated as of June 20, 2013, between TE Funding LLC and U.S. Bank National Association (incorporated by reference to Exhibit 4.5 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 4.6 Form of Pass-Through Trust Certificates (contained in Exhibit 4.1).
- 4.7 Form of CEI Funding LLC Bonds (contained in Exhibit 4.3).
- 4.8 Form of OE Funding LLC Bonds (contained in Exhibit 4.4).
- 4.9 Form of TE Funding LLC Bonds (contained in Exhibit 4.5).

- 10.1 Fee and Indemnity Agreement, dated as of June 20, 2013, among CEI Funding LLC, OE Funding LLC, TE Funding LLC, U.S. Bank National Association, U.S. Bank Trust National Association and FirstEnergy Ohio PIRB Special Purpose Trust 2013 (incorporated by reference to Exhibit 10.1 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.2 Cross-Indemnity Agreement, dated as of June 20, 2013, among CEI Funding LLC, OE Funding LLC and TE Funding LLC (incorporated by reference to Exhibit 10.2 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.3 Administration Agreement, dated as of June 20, 2013, between CEI Funding LLC and The Cleveland Electric Illuminating Company (incorporated by reference to Exhibit 10.3 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.4 Administration Agreement, dated as of June 20, 2013, between OE Funding LLC and Ohio Edison Company (incorporated by reference to Exhibit 10.4 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.5 Administration Agreement, dated as of June 20, 2013, between TE Funding LLC and The Toledo Edison Company (incorporated by reference to Exhibit 10.5 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.6 Bond Purchase Agreement, dated as of June 20, 2013, between CEI Funding LLC and FirstEnergy Ohio PIRB Special Purpose Trust 2013 (incorporated by reference to Exhibit 10.6 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.7 Bond Purchase Agreement, dated as of June 20, 2013, between OE Funding LLC and FirstEnergy Ohio PIRB Special Purpose Trust 2013 (incorporated by reference to Exhibit 10.7 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.8 Bond Purchase Agreement, dated as of June 20, 2013, between TE Funding LLC and FirstEnergy Ohio PIRB Special Purpose Trust 2013 (incorporated by reference to Exhibit 10.8 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.9 Phase-In-Recovery Property Purchase and Sale Agreement, dated as of June 20, 2013 between CEI Funding LLC and The Cleveland Electric Illuminating Company (incorporated by reference to Exhibit 10.9 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.10 Phase-In-Recovery Property Purchase and Sale Agreement, dated as of June 20, 2013, between OE Funding LLC and Ohio Edison Company (incorporated by reference to Exhibit 10.10 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.11 Phase-In-Recovery Property Purchase and Sale Agreement, dated as of June 20, 2013, between TE Funding LLC and The Toledo Edison Company (incorporated by reference to Exhibit 10.11 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.12 Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013, between CEI Funding LLC and The Cleveland Electric Illuminating Company (incorporated by reference to Exhibit 10.12 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.13 Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013, between OE Funding LLC and Ohio Edison Company (incorporated by reference to Exhibit 10.13 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- 10.14 Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013, between TE Funding LLC and The Toledo Edison Company (incorporated by reference to Exhibit 10.14 included as an exhibit to the Issuing Entity's Current Report on Form 8-K (File No. 333-187692-06) filed with the SEC on June 25, 2013).
- \*99.1 Semi-annual Statement of FirstEnergy Ohio PIRB Special Purpose Trust 2013 pursuant to Section 4.03 of the Certificate Indenture dated January 15, 2014, relating to the 2013 Trust Certificates.
- \*99.2 Semi-annual Servicer's Certificate of The Cleveland Electric Illuminating Company dated January 15, 2014, relating to the bonds of CEI Funding LLC, which were issued June 20, 2013.
- \*99.3 Semi-annual Servicer's Certificate of Ohio Edison Company dated January 15, 2014, relating to the bonds of OE Funding LLC, which were issued June 20, 2013.
- \*99.4 Semi-annual Servicer's Certificate of The Toledo Edison Company dated January 15, 2014, relating to the bonds of TE Funding LLC, which were issued June 20, 2013.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**FIRSTENERGY OHIO PIRB SPECIAL PURPOSE TRUST 2013**

**(Issuing entity)**

**By: THE CLEVELAND ELECTRIC ILLUMINATING COMPANY, as Servicer  
OHIO EDISON COMPANY, as Servicer  
THE TOLEDO EDISON COMPANY, as Servicer**

By: */s/* K. Jon Taylor

---

K. Jon Taylor  
Vice President, Controller and  
Chief Accounting Officer

Date: January 30, 2014

## EXHIBIT INDEX

- \*99.1 Semi-annual Statement of FirstEnergy Ohio PIRB Special Purpose Trust 2013 pursuant to Section 4.03 of the Certificate Indenture dated January 15, 2014, relating to the 2013 Trust Certificates.
- \*99.2 Semi-annual Servicer's Certificate of The Cleveland Electric Illuminating Company dated January 15, 2014, relating to the bonds of CEI Funding LLC, which were issued June 20, 2013.
- \*99.3 Semi-annual Servicer's Certificate of Ohio Edison Company dated January 15, 2014, relating to the bonds of OE Funding LLC, which were issued June 20, 2013.
- \*99.4 Semi-annual Servicer's Certificate of The Toledo Edison Company dated January 15, 2014, relating to the bonds of TE Funding LLC, which were issued June 20, 2013.





CEI Funding LLC			OE Funding LLC			TE Funding LLC			FirstEnergy Ohio PIRB Special Purpose Trust 2013		
Principal Balance Outstanding:			Principal Balance Outstanding:			Principal Balance Outstanding:			Principal Balance Outstanding:		
i.	Tranche A-1 Principal Balance Outstanding Bond:	\$58,305,317.00	i.	Tranche A-1 Principal Balance Outstanding Bond:	\$22,811,219.99	i.	Tranche A-1 Principal Balance Outstanding Bond:	\$3,386,648.79	i.	Tranche A-1 Principal Balance Outstanding Bond:	\$84,503,185.78
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$56,383,000.00	ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$10,202,000.00	ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$3,883,000.00	ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$70,468,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$103,160,000.00	iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$123,612,000.00	iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$35,711,000.00	iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$262,483,000.00
iv.	<b>Total Bond Principal Balance:</b>	<b>\$217,848,317.00</b>	iv.	<b>Total Bond Principal Balance:</b>	<b>\$156,625,219.99</b>	iv.	<b>Total Bond Principal Balance:</b>	<b>\$42,980,648.79</b>	iv.	<b>Total Bond Principal Balance:</b>	<b>\$417,454,185.78</b>
(iv) the difference, if any, between the aggregate outstanding principal balance of the Certificates scheduled to be outstanding on such date according to the Expected Amortization Schedule and the same information in respect of the Bonds of each Bond Issuer.			CEI Funding LLC	\$ -		OE Funding LLC	\$ -		TE Funding LLC	\$ -	
(v) the amount on deposit in the Capital Subaccount for each Bond Issuer as of such date, after giving effect to the payments and deposits to be made on such date, and the Required Capital Level for each Bond Issuer;			CEI Funding LLC	Balance After Payment \$917,075.61	Required Capital Level \$1,160,230.00	OE Funding LLC	Balance After Payment \$847,520.00	Required Capital Level \$847,520.00	TE Funding LLC	Balance After Payment \$684,901.45	Required Capital Level \$759,010.00
(vi) the amount paid by each Bond Issuer, or by the Servicer on behalf of a Bond Issuer, to each of the Bond Trustees and the Delaware Trustee and Certificate Trustee since the previous payment date to and including such payment date;			CEI Funding LLC	\$3,389.75		OE Funding LLC	\$2,476.50		TE Funding LLC	\$633.75	
(vii) the amount paid by each Bond Issuer, or by the Servicer on behalf of a Bond Issuer, to the related Servicer since the previous payment date to and including such payment date;			CEI Funding LLC	\$132,137.32		OE Funding LLC	\$96,523.09		TE Funding LLC	\$24,697.93	
(viii) the amount paid by each Bond Issuer, or by the Servicer on behalf of a Bond Issuer, to the related Administrator since the previous payment date to and including such payment date; and			CEI Funding LLC	\$29,698.83		OE Funding LLC	\$21,694.13		TE Funding LLC	\$5,550.93	
(ix) any other transfers and payments made pursuant to each Bond Indenture since the previous payment date.			CEI Funding LLC	\$88,979.74		OE Funding LLC	\$119,204.89		TE Funding LLC	\$39,855.00	

In providing the foregoing statement, the Certificate Trustee may rely upon the statements provided by any Bond Trustee pursuant to Section 6.06 of the Bond Indentures (such statements prepared by the Servicers and provided to the Bond Trustee). The Certificate Trustee shall distribute each report distributed to Holders to the Rating Agencies.

CEI FUNDING LLC SEMIANNUAL SERVICER CERTIFICATE

Pursuant to Section 4.01(d)(iii) of the Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013 (the “Servicing Agreement”), between The Cleveland Electric Illuminating Company, as servicer and CEI Funding LLC, the Servicer does hereby certify, for the Current Payment Date, as follows:

Capitalized terms used herein have their respective meanings as set forth in the Servicing Agreement. References herein to certain sections and subsections are references to the respective sections of the Servicing Agreement.

**1. Phase-In-Recovery Charge Collections and Aggregate Amounts Available for the Current Payment Date:**

i.	July Amount Remitted:	\$	-
ii.	August Amount Remitted:	\$	4,308,598.89
iii.	September Amount Remitted:	\$	3,329,333.63
iv.	October Amount Remitted:	\$	2,351,674.37
v.	November Amount Remitted:	\$	3,107,628.44
vi.	December Amount Remitted:	\$	2,531,572.02
vii.	January Partial Amount Remitted:	\$	1,440,811.41
viii.	<b>Total Amount Remitted for this Period June 21, 2013 through January 15, 2014 (sum of i. through vii. above):</b>	<b>\$</b>	<b>17,069,618.76</b>
ix.	Net Earnings on Subaccounts:	\$	281.10
x.	Expenses Paid to Date:	\$	-
xi.	General Subaccount Balance Before Current Payment is Made (sum of viii. and ix. above minus x.):	\$	17,069,899.86
xii.	Excess Funds Subaccount Balance Before Current Payment is Made:	\$	-
xiii.	Capital Subaccount Balance Before Current Payment is Made:	\$	1,160,230.00
xiv.	<b>Collection Account Balance (sum of xi. Through xiii. Above):</b>	<b>\$</b>	<b>18,230,129.86</b>

**2. Outstanding Principal Balance as of Prior Payment Date by Tranche:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	72,503,000.00
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	56,383,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	103,160,000.00
iv.	<b>Total Bond Principal Balance:</b>	<b>\$</b>	<b>232,046,000.00</b>

**3. Required Funding/Payments as of Current Payment Date:**

**a) Projected Payments and Resulting Principal Balances**

	<u>Projected Principal Balance</u>	<u>Semiannual Principal Due</u>
i.	Tranche A-1 Bond	\$ 14,197,683.00
ii.	Tranche A-2 Bond	\$ -
iii.	Tranche A-3 Bond	\$ -
iv.	<b>Total Projected Principal Amount:</b>	<b>\$ 14,197,683.00</b>

b) Required Interest Payments

	<u>Bond Interest Rate</u>	<u>Days in Applicable Period</u>	<u>Interest Due</u>
i. Tranche A-1 Bond	0.6790%	205	\$ 280,334.86
ii. Tranche A-2 Bond	1.7260%	205	\$ 554,166.58
iii. Tranche A-3 Bond	3.4500%	205	\$ 2,026,664.17
iv. <b>Total Required Interest Amount:</b>			<b>\$ 2,861,165.61</b>

c) Projected Subaccount Payments and Levels

<u>Subaccount:</u>	<u>Required Capital Level</u>	<u>Funding Required</u>
i. Capital Subaccount:	\$ 1,160,230.00	\$ -
ii. <b>Total Subaccount Levels:</b>	<b>\$ 1,160,230.00</b>	<b>\$ -</b>

4. Allocation of Remittances as of Current Payment Date Pursuant to Section 8.02(e) of Bond Indenture:

a) Semiannual Expenses

Net Expense Amount (Payable on Current Payment Date):

i. Bond, Delaware and Certificate Trustee Fees and Expenses allocable to Bond Issuer:	\$ 3,389.75
ii. Semiannual Servicing Fee:	\$ 132,137.32
iii. Semiannual Administration Fee:	\$ 29,698.83
iv. Operating Expenses:	\$ 36,260.15
v. CAT Tax:	\$ 52,719.59
vi. <b>Total Expenses:</b>	<b>\$ 254,205.64</b>

b) Semiannual Interest

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 280,334.86	\$ 3.87
ii. Tranche A-2 Bond	\$ 554,166.58	\$ 9.83
iii. Tranche A-3 Bond	\$ 2,026,664.17	\$ 19.65
iv. <b>Total Semiannual Interest:</b>	<b>\$ 2,861,165.61</b>	

c) Semiannual Principal

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 14,197,683.00	\$ 195.82
ii. Tranche A-2 Bond	\$ -	
iii. Tranche A-3 Bond	\$ -	
iv. <b>Total Semiannual Principal:</b>	<b>\$ 14,197,683.00</b>	

d) Other Payments

i. Trustee Operating Expenses (in excess of [\$100,000]):	\$ -
ii. Unpaid Operating Expenses:	\$ -
iii. Funding of Capital Subaccount (to required Capital Levels):	\$ -
iv. Unpaid and Accrued Return on Capital Account:	\$ -

v.	Return on Capital Account:	\$	-
vi.	Reimbursement of Servicer of Certain Indemnity Amounts Paid to Trustee:	\$	-
vii.	Deposits to Excess Funds Subaccount:	\$	-

**5. Outstanding Principal Balance and Collection Account Balance as of Current Payment Date (after giving effect to payments to be made on such payment date):**

**a) Principal Balance Outstanding:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	58,305,317.00
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	56,383,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	103,160,000.00
iv.	Total Bond Principal Balance:	\$	<b>217,848,317.00</b>

**b) Collection Account Balances:**

		<u>Balance After Payment Date</u>
i.	Capital Subaccount	\$ 917,075.61
ii.	Excess Funds Subaccount:	0
iii.	<b>Total Subaccount Balance:</b>	<b>\$ 917,075.61</b>

**6. Subaccount Draws as of Current Payment Date (if applicable, pursuant to Section 8.02(f) of Bond Indenture):**

i.	Capital Subaccount:	\$	(243,154.390)
ii.	Excess Funds Subaccount:	\$	-
iii.	Total Subaccount Draws:	\$	<b>(243,154.390)</b>

**7. Shortfalls in Interest and Principal Payments as of Current Payment Date (if applicable):**

**a) Semiannual Interest Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Interest Shortfall:	\$	-

**b) Semiannual Principal Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Principal Shortfall:	\$	-

**8. Shortfalls in Required Subaccount Levels as of Current Payment Date:**

i.	Capital Subaccount:	\$	(243,154.390)
ii.	Total Subaccount Shortfalls:	\$	<b>(243,154.390)</b>

The remainder of this page was intentionally left blank.

IN WITNESS WHEREOF, the undersigned has duly executed and delivered this Semiannual Servicer Certificate this 15th day of January, 2014

THE CLEVELAND ELECTRIC ILLUMINATING  
COMPANY, as Servicer

By: /s/ Steven R. Staub

Name: Steven R. Staub

Title: Vice President and Treasurer

OE FUNDING LLC SEMIANNUAL SERVICER CERTIFICATE

Pursuant to Section 4.01(d)(iii) of the Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013 (the “Servicing Agreement”), between Ohio Edison Company, as servicer and OE Funding LLC, the Servicer does hereby certify, for the Current Payment Date, as follows:

Capitalized terms used herein have their respective meanings as set forth in the Servicing Agreement. References herein to certain sections and subsections are references to the respective sections of the Servicing Agreement.

**1. Phase-In-Recovery Charge Collections and Aggregate Amounts Available for the Current Payment Date:**

i.	July Amount Remitted:	\$	-
ii.	August Amount Remitted:	\$	4,040,824.60
iii.	September Amount Remitted:	\$	3,036,805.49
iv.	October Amount Remitted:	\$	2,154,056.02
v.	November Amount Remitted:	\$	2,775,078.85
vi.	December Amount Remitted:	\$	2,508,256.66
vii.	January Partial Amount Remitted:	\$	1,497,687.56
<b>viii.</b>	<b>Total Amount Remitted for this Period June 21, 2013 through January 15, 2014 (sum of i. through vii. above):</b>	<b>\$</b>	<b>16,012,709.18</b>
ix.	Net Earnings on Collection Account:	\$	252.41
x.	Expenses Paid to Date:	\$	-
xi.	General Subaccount Balance (sum of viii. and ix. above minus x.):	\$	16,012,961.59
xii.	Excess Funds Subaccount Balance Before Current Payment is Made:	\$	-
xiii.	Capital Subaccount Balance Before Current Payment is Made:	\$	847,520.00
<b>xiv.</b>	<b>Collection Account Balance (sum of xi. Through xiii. Above):</b>	<b>\$</b>	<b>16,860,481.59</b>

**2. Outstanding Principal Balance as of Prior Payment Date by Tranche:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	35,690,000.00
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	10,202,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	123,612,000.00
<b>iv.</b>	<b>Total Bond Principal Balance:</b>	<b>\$</b>	<b>169,504,000.00</b>

**3. Required Funding/Payments as of Current Payment Date:**

**a) Projected Principal Balances and Payments**

	<u>Projected</u> <u>Principal Balance</u>	<u>Semiannual</u> <u>Principal Due</u>
i.	Tranche A-1 Bond	\$ 22,811,219.99
ii.	Tranche A-2 Bond	\$ 10,202,000.00
iii.	Tranche A-3 Bond	\$ 123,612,000.00
<b>iv.</b>	<b>Total Projected Principal Amount:</b>	<b>\$ 156,625,219.99</b>

**b) Required Interest Payments**

	<u>Bond</u> <u>Interest Rate</u>	<u>Days in</u> <u>Applicable Period</u>	<u>Interest</u> <u>Due</u>
i.	Tranche A-1 Bond	0.6790%	205
			\$137,996.38

ii.	Tranche A-2 Bond	1.7260%	205	\$100,271.49
iii.	Tranche A-3 Bond	3.4500%	205	\$2,428,460.75
iv.	<b>Total Required Interest Amount:</b>			<b>\$2,666,728.62</b>

**c) Projected Subaccount Payments and Levels**

<u>Subaccount</u>	<u>Required Capital Level</u>	<u>Funding Required</u>
i. Capital Subaccount:	\$ 847,520.00	\$ -
ii. <b>Total Subaccount Payments and Levels:</b>	<b>\$ 847,520.00</b>	<b>\$ -</b>

**4. Allocation of Remittances as of Current Payment Date Pursuant to Section 8.02(f) of Bond Indenture:**

**a) Semiannual Expenses**

Net Expense Amount (Payable on Current Payment Date):

i.	Bond, Delaware and Certificate Trustee Fees and Expenses allocable to Bond Issuer:	\$ 2,476.50
ii.	Semiannual Servicing Fee:	\$ 96,523.09
iii.	Semiannual Administration Fee:	\$ 21,694.13
iv.	Operating Expenses (subject to Cap):	\$ 36,215.27
v.	CAT Tax:	\$ 49,930.45
vi.	<b>Total Expenses:</b>	<b>\$ 206,839.43</b>

**b) Semiannual Interest**

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 137,996.38	\$ 3.87
ii. Tranche A-2 Bond	\$ 100,271.49	\$ 9.83
iii. Tranche A-3 Bond	\$ 2,428,460.75	\$ 19.65
iv. <b>Total Semiannual Interest:</b>	<b>\$ 2,666,728.62</b>	

**c) Semiannual Principal**

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 12,878,780.01	\$ 360.85
ii. Tranche A-2 Bond	\$ -	
iii. Tranche A-3 Bond	\$ -	
iv. <b>Total Semiannual Principal:</b>	<b>\$ 12,878,780.01</b>	

**d) Other Payments**

i.	Trustee Operating Expenses (in excess of [\$100,000]):	\$ -
ii.	Unpaid Operating Expenses:	\$ -
iii.	Funding of Capital Subaccount (to required Capital Levels):	\$ -
iv.	Unpaid and Accrued Return on Capital:	\$ -
v.	Return on Capital Account:	\$ 33,059.17
vi.	Reimbursement of Servicer of Certain Indemnity Amounts Paid to Trustee:	\$ -
vii.	Deposits to Excess Funds Subaccount:	\$ 227,554.37

**5. Outstanding Principal Balance and Collection Account Balance as of Current Payment Date (after giving effect to payments to be made on such distribution date):**

**a) Principal Balance Outstanding:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	22,811,219.99
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	10,202,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	123,612,000.00
iv.	Total Bond Principal Balance:	\$	<b>156,625,219.99</b>

**b) Collection Account Balances:**

			<u>Balance After Payment</u>
i.	Capital Subaccount	\$	847,520.00
ii.	Excess Funds Subaccount:	\$	227,554.37
iii.	<b>Total Subaccount Balance:</b>	\$	<b>1,075,074.37</b>

**6. Subaccount Draws as of Current Payment Date (if applicable, pursuant to Section 8.02(f) of Bond Indenture):**

i.	Capital Subaccount:	\$	-
ii.	Excess Funds Subaccount:	\$	-
iii.	Total Subaccount Draws:	\$	-

**7. Shortfalls in Interest and Principal Payments as of Current Payment Date (if applicable):**

**a) Semiannual Interest Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Interest Shortfall:	\$	-

**b) Semiannual Principal Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Principal Shortfall:	\$	-

**8. Shortfalls in Required Subaccount Levels as of Current Distribution Date:**

i.	Capital Subaccount:	\$	-
ii.	Total Subaccount Shortfalls:	\$	-

The remainder of this page was intentionally left blank.



IN WITNESS WHEREOF, the undersigned has duly executed and delivered this Semiannual Servicer Certificate this 15th day of January, 2014

OHIO EDISON COMPANY, as Servicer

By: /s/ Steven R. Staub

Name: Steven R. Staub

Title: Vice President and Treasurer

TE FUNDING LLC SEMIANNUAL SERVICER CERTIFICATE

Pursuant to Section 4.01(d)(iii) of the Phase-In-Recovery Property Servicing Agreement, dated as of June 20, 2013 (the "Servicing Agreement"), between The Toledo Edison Company, as servicer and TE Funding LLC, the Servicer does hereby certify, for the Current Payment Date, as follows:

Capitalized terms used herein have their respective meanings as set forth in the Servicing Agreement. References herein to certain sections and subsections are references to the respective sections of the Servicing Agreement.

**1. Phase-In-Recovery Charge Collections and Aggregate Amounts Available for the Current Payment Date:**

i.	July Amount Remitted:	\$	-
ii.	August Amount Remitted:	\$	276,623.00
iii.	September Amount Remitted:	\$	220,390.70
iv.	October Amount Remitted:	\$	181,144.96
v.	November Amount Remitted:	\$	210,574.83
vi.	December Amount Remitted:	\$	155,529.26
vii.	January Partial Amount Remitted:	\$	98,020.25
<b>viii.</b>	<b>Total Amount Remitted for this Period June 21, 2013 through January 15, 2014 (sum of i. through vii. above):</b>	<b>\$</b>	<b>1,142,283.00</b>
ix.	Net Earnings on Collection Account:	\$	41.86
x.	Expenses Paid to Date:	\$	-
xi.	General Subaccount Balance (sum of viii. and ix. above minus x.):	\$	1,142,324.86
xii.	Excess Funds Subaccount Balance Before Current Payment is Made:	\$	-
xiii.	Capital Subaccount Balance Before Current Payment is Made:	\$	759,010.00
<b>xiv.</b>	<b>Collection Account Balance (sum of xi. Through xiii. Above):</b>	<b>\$</b>	<b>1,901,334.86</b>

**2. Outstanding Principal Balance as of Prior Payment Date by Tranche:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	3,778,000.00
ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	3,883,000.00
ii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	35,711,000.00
<b>iv.</b>	<b>Total Bond Principal Balance:</b>	<b>\$</b>	<b>43,372,000.00</b>

**3. Required Funding/Payments as of Current Payment Date:**

**a) Projected Principal Balances and Payments**

	<u>Projected</u>	<u>Semiannual</u>	
	<u>Principal Balance</u>	<u>Principal Due</u>	
i.	Tranche A-1 Bond	\$ 3,386,648.79	\$ 391,351.21
ii.	Tranche A-2 Bond	\$ 3,883,000.00	\$ -
iii.	Tranche A-3 Bond	\$ 35,711,000.00	\$ -
<b>iv.</b>	<b>Total Projected Principal Amount:</b>	<b>\$ 42,980,648.79</b>	<b>\$ 391,351.21</b>

**b) Required Interest Payments**

	<u>Bond</u>	<u>Days in</u>	<u>Interest</u>	
	<u>Interest Rate</u>	<u>Applicable Period</u>	<u>Due</u>	
i.	Tranche A-1 Bond	0.679%	205	\$ 14,607.74
ii.	Tranche A-2 Bond	1.73%	205	\$ 38,164.50

iii.	Tranche A-3 Bond	3.45%	205	\$	701,572.35
iv.	<b>Total Required Interest Amount:</b>			\$	<b>754,344.59</b>

**c) Projected Subaccount Payments and Levels**

<u>Subaccount:</u>	<u>Required Capital Level</u>	<u>Funding Required</u>
i. Capital Subaccount:	\$ 759,010.00	\$ -
ii. <b>Total Subaccount Payments and Levels:</b>	<b>\$ 759,010.00</b>	<b>\$ -</b>

**4. Allocation of Remittances as of Current Payment Date Pursuant to Section 8.02(e) of Bond Indenture:**

**a) Semiannual Expenses**

Net Expense Amount (Payable on Current Payment Date):

i.	Bond, Delaware and Certificate Trustee Fees and Expenses allocable to Bond Issuer:	\$	633.75
ii.	Semiannual Servicing Fee:	\$	24,697.93
iii.	Semiannual Administration Fee:	\$	5,550.93
iv.	Operating Expenses (subject to Cap):	\$	36,124.79
v.	CAT Tax:	\$	3,730.21
vi.	<b>Total Expenses:</b>	<b>\$</b>	<b>70,737.60</b>

**b) Semiannual Interest**

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 14,607.74	\$ 3.87
ii. Tranche A-2 Bond	\$ 38,164.50	\$ 9.83
iii. Tranche A-3 Bond	\$ 701,572.35	\$ 19.65
iv. <b>Total Semiannual Interest:</b>	<b>\$ 754,344.59</b>	

**c) Semiannual Principal**

	<u>Aggregate</u>	<u>Per \$1000 of Original Principal Amount</u>
i. Tranche A-1 Bond	\$ 391,351.21	\$ 103.59
ii. Tranche A-2 Bond	\$ -	
iii. Tranche A-3 Bond	\$ -	
iv. <b>Total Semiannual Principal:</b>	<b>\$ 391,351.21</b>	

**d) Other Payments**

i.	Total Operating Expenses (in excess of [\$100,000]):	\$	-
ii.	Unpaid Operating Expenses:	\$	-
	Funding of Capital Subaccount (to required Capital Levels):	\$	-
	Unpaid and Accrued Return on Capital:	\$	-
	Return on Capital:	\$	-
iii.	Reimbursement of Servicer of Certain Indemnity Amounts Paid to Trustee:	\$	-
	Deposits to Excess Funds Subaccount:		

**5. Outstanding Principal Balance and Collection Account Balance as of Current Payment Date (after giving effect to payments to be made on such distribution date):**

**a) Principal Balance Outstanding:**

i.	Tranche A-1 Principal Balance Outstanding Bond:	\$	3,386,648.79
----	---	----	--------------

ii.	Tranche A-2 Principal Balance Outstanding Bond:	\$	3,883,000.00
iii.	Tranche A-3 Principal Balance Outstanding Bond:	\$	35,711,000.00
iv.	Total Bond Principal Balance:	\$	<b>42,980,648.79</b>

**b) Collection Account Balances Outstanding:**

		<u>Balance After Payment</u>	
		<u>Date</u>	
i.	Capital Subaccount	\$	684,901.45
ii.	Excess Funds Subaccount:	\$	-
iii.	<b>Total Subaccount Balance:</b>	\$	<b>684,901.45</b>

**6. Subaccount Draws as of Current Payment Date (if applicable, pursuant to Section 8.02(f) of Bond Indenture):**

i.	Capital Subaccount:	\$	(74,108.550)
ii.	Excess Funds Subaccount:	\$	-
iii.	Total Subaccount Draws:	\$	<b>(74,108.550)</b>

**7. Shortfalls in Interest and Principal Payments as of Current Payment Date (if applicable):**

**a) Semiannual Interest Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Interest Shortfall:	\$	-

**b) Semiannual Principal Shortfall**

i.	Tranche A-1 Bond	\$	-
ii.	Tranche A-2 Bond	\$	-
iii.	Tranche A-3 Bond	\$	-
iv.	Total Semiannual Principal Shortfall:	\$	-

**8. Shortfalls in Required Subaccount Levels as of Current Distribution Date:**

i.	Capital Subaccount:	\$	(74,108.550)
ii.	Total Subaccount Shortfalls:	\$	<b>(74,108.550)</b>

The remainder of this page was intentionally left blank.

IN WITNESS WHEREOF, the undersigned has duly executed and delivered this Semiannual Servicer Certificate this 15th day of January, 2014

THE TOLEDO EDISON COMPANY, as Servicer

By: /s/ Steven R. Staub

Name: Steven R. Staub

Title: Vice President and Treasurer