

FIRSTENERGY CORP
Form 10-K/A
March 21, 2007

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

**FORM 10-K/A
AMENDMENT NO. 1**

(Mark One)

**[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2006**

OR

**[] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

| Commission File Number | Registrant; State of Incorporation; Address; and Telephone Number | I.R.S. Employer Identification No. |
|-----------------------------------|---|---|
| 333-21011 | FIRSTENERGY CORP. (An Ohio Corporation) 76 South Main Street Akron, OH 44308 Telephone (800)736-3402 | 34-1843785 |

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

| Registrant | Title of Each Class | Name of Each Exchange on Which Registered |
|--------------------------|---------------------------------------|--|
| FirstEnergy Corp. | Common Stock, \$0.10 par value | New York Stock Exchange |

SECURITIES REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT:

None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

Yes () FirstEnergy Corp.

No ()

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act.

Yes () NoFirstEnergy Corp.

()

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 () FirstEnergy Corp.

No ()

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

FirstEnergy Corp.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large FirstEnergy Corp.

Accelerated

Filer

Accelerated N/A

Filer

Non-accelerated N/A

Filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act).

Yes No FirstEnergy Corp.

State the aggregate market value of the common stock held by non-affiliates of the registrants: FirstEnergy Corp., \$17,795,189,814 as of June 30, 2006.

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date:

| CLASS | OUTSTANDING As of February 27, 2007 |
|-------------------------------------|---|
| FirstEnergy Corp., \$0.10 par value | 319,205,517 |

Documents incorporated by reference (to the extent indicated herein):

| DOCUMENT | PART OF FORM 10-K INTO WHICH DOCUMENT IS INCORPORATED |
|----------|---|
| | Part II |

FirstEnergy Corp. Annual Report to
Stockholders for the fiscal year
ended December 31, 2006 (Pages
3-104)

Proxy Statements for 2007 Annual Meeting of Stockholders to be held
May 15, 2007

Part III

EXPLANATORY NOTE

FirstEnergy Corp. is filing this Amendment No. 1 on Form 10-K/A to its Annual Report on Form 10-K for the fiscal year ended December 31, 2006, as filed with the U.S. Securities and Exchange Commission (SEC) on February 28, 2007 (the Original Form 10-K), solely to amend Item 5 to furnish a corrected copy of the performance graph that conforms to what will be included in the annual report to stockholders that precedes or accompanies the proxy statement relating to FirstEnergy's 2007 annual meeting of stockholders. The performance graph that was included in the Original Form 10-K as part of Exhibit 13 thereto contained typographical errors. Except as described in this Explanatory Note, this Form 10-K/A does not modify, amend or update the Original Form 10-K or reflect events occurring after the filing of the Original Form 10-K.

The Original Form 10-K was a combined Form 10-K representing separate filings by each of FirstEnergy Corp., Ohio Edison Company (OE), The Cleveland Electric Illuminating Company (CEI), The Toledo Edison Company (TE), Jersey Central Power & Light Company (JCP&L), Metropolitan Edison Company (Met-Ed) and Pennsylvania Electric Company (Penelec). However, this Form 10-K/A constitutes an amendment only to Item 5 of the Original Form 10-K filed by FirstEnergy Corp.

PART II**ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES**

The information required by Item 5 regarding FirstEnergy's market information, including stock exchange listings and quarterly stock market prices, dividends and holders of common stock is included on pages 3 and 4 of FirstEnergy's 2006 Annual Report to Stockholders (Exhibit 13). Information for OE, CEI, TE, JCP&L, Met-Ed and Penelec is not required to be disclosed because they are wholly owned subsidiaries.

Information regarding compensation plans for which shares of FirstEnergy common stock may be issued is incorporated herein by reference to FirstEnergy's 2007 proxy statement filed with the SEC pursuant to Regulation 14A under the Securities Exchange Act of 1934.

The table below includes information on a monthly basis for the fourth quarter, regarding purchases made by FirstEnergy of its common stock during the fourth quarter of 2006.

| | Period | | | |
|---|----------------|-----------------|-----------------|----------------|
| | October | November | December | |
| | 1-31, | 1-30, | 1-31, | Fourth |
| | 2006 | 2006 | 2006 | Quarter |
| Total Number of Shares Purchased ^(a) | 234,384 | 76,844 | 331,411 | 642,639 |
| Average Price Paid per Share | \$58.02 | \$58.90 | \$60.58 | \$59.45 |
| Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs | - | - | - | - |
| Maximum Number (or Approximate Dollar Value) of Shares that may yet be Purchased Under the Plans or Programs ^(b) | 1,369,241 | 1,369,241 | 1,369,241 | 1,369,241 |

Share amounts reflect purchases on the open market to satisfy FirstEnergy's (a) obligations to deliver common stock under its Executive and Director Incentive Compensation Plan, Deferred Compensation Plan for Outside Directors, Executive Deferred Compensation Plan, Savings Plan and Stock Investment Plan. In addition, such amounts reflect shares tendered by employees to pay the exercise price or withholding taxes upon exercise of stock options granted under the Executive and Director Incentive Compensation Plan and shares purchased as part of publicly announced plans.

FirstEnergy initiated a share repurchase plan on August 10, 2006. (b)

SHAREHOLDER RETURN

The following graph shows the total cumulative return from a \$100 investment on December 31, 2001 in FirstEnergy's common stock compared with the total cumulative returns of the EEI's Index of Investor-Owned Electric Utility Companies and the S&P 500. This information, which will also be included in the annual report to stockholders that precedes or accompanies the proxy statement relating to FirstEnergy's 2007 annual meeting of stockholders is not deemed to be "soliciting material" or to be "filed" with the SEC or subject to Regulation 14A or 14C under the Securities Exchange Act of 1934, and will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except to the extent FirstEnergy specifically incorporates it by reference into such a filing.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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 CORP.
Registrant

BY: /s/ Harvey L. Wagner
Harvey L. Wagner
Vice President, Controller
and Chief Accounting Officer

Date: March 21, 2007

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