

SECURITIES AND EXCHANGE COMMISSION

FORM 35-CERT

Certificate of compliance with terms by public utility company under Rule 24

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FILER

EASTERN UTILITIES ASSOCIATES

CIK: **31224** | IRS No.: **041271872** | State of Incorporation: **MA** | Fiscal Year End: **1231**
Type: **35-CERT** | Act: **35** | File No.: **070-07426** | Film No.: **94529000**
SIC: **4911** Electric services

Business Address
*ONE LIBERTY SQ
P O BOX 2333
BOSTON MA 02109
6173579590*

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

In the Matter of :
 :
EASTERN UTILITIES ASSOCIATES (EUA) :
EUA ENERGY INVESTMENT CORPORATION :
(EUA ENERGY) :
BOSTON, MA : Certificate of
 : Notification
 : Pursuant to Rule 24,
 : Interim Report
 :
(70-7426) :
 :
(Public Utility Holding Company Act of 1935):

In accordance with the terms and conditions of Rule 24 under the Public Utility Holding Company Act of 1935, and the Orders of the Commission dated December 4, 1987 and January 11, 1988 (the "Orders") authorizing transactions as more fully described in the Application-Declaration as amended (the "Application"), the undersigned hereby certify that during the quarter ended March 31, 1994, EUA and EUA Energy consummated the following transactions:

	Quarter Ended	Cumulative
	3/31/94	to Date
1. Common Stock Issuances		\$1,000
2. Capital Contribution		
3. Interest-Bearing Loans	\$95,000.00	\$4,808,926.62
4. Open Account Advances		

Attached hereto as Exhibit 1 are unaudited financial statements of EUA Energy as of March 31, 1994, which were prepared in accordance with generally accepted accounting principles.

Additionally, in accordance with the undertakings contained in the Application, EUA Energy hereby delivers the following information:

1. Employees of EUA Service Corporation (Service) were engaged in the evaluation of potential projects coming within the scope of the Application and incurred certain expenses in connection with such evaluation, EUA Energy reimbursed Service for the work performed and the expenses incurred in connection with such evaluations.

2. During the first quarter of 1994 the interest bearing loans to EUA Energy were increased by \$95,000.00 to fund research and development costs.

Very truly yours,

EASTERN UTILITIES ASSOCIATES

By: Clifford J. Hebert, Jr.
Treasurer

EUA ENERGY INVESTMENT CORPORATION

By: Clifford J. Hebert, Jr.
Treasurer

Dated: March 16, 1994

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EUA ENERGY INVESTMENT CORPORATION
CONDENSED BALANCE SHEET
March 31, 1994
(Unaudited)
(in Thousands of Dollars)

ASSETS

Property and Other Investments:	
Investment - Subsidiaries	\$318
Other	0
Total Property and Other Investments	318
Current Assets:	
Cash and Temporary Cash Investments	1
Accounts Receivable - Others	165
Prepayments and Other Assets	2
Total Current Assets	168
Other Deferred Debits	105
TOTAL ASSETS	\$ 591

LIABILITIES

Common Stock and Other Paid-In Capital	\$ 1
Retained (Loss) Earnings	(4,203)
Total Common Equity	(4,202)
Total Capitalization	\$(4,202)
Current Liabilities:	
Notes Payable to Parent	4,809
Accounts Payable	113
Accrued Taxes	0
Interest Accrued	638
Miscellaneous Current Liabilities	0
Total Current Liabilities	5,560

Accumulated Deferred Taxes	(767)
TOTAL LIABILITIES AND CAPITALIZATION	\$ 591

EUA ENERGY INVESTMENT CORPORATION
CONDENSED INCOME STATEMENT
For the Twelve Months Ended March 31, 1994
(Unaudited)
(In Thousands of Dollars)

Operating Expenses:	
Operation	\$ 46
Depreciation and Amortization	
Taxes - Other	2
Income and Deferred Taxes	
Total Operating Expenses	48
Operating Income	<48>
Other Income and Deductions	32
Income Before Interest Charges	<16>
Interest Charges:	
Interest Expense - Associated Companies	43
Other Interest Expense	1
Total Interest Charges	44
Net Income	<60>