BEFORE THE
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES
STATE OF WISCONSIN

In the Matter of EASTERN ENERGY CORPORATION,	WAIVER AND CONSENT TO ORDER
Respondent.	File No. S-02179(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, and neither admitting nor denying the allegations contained in the staff's Petition for Order, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 02 day of December, 2002.

EASTERN ENERGY CORPORATION

by _____

Mark Kroman, President
(Type name and title)

State of Kentucky)
County of Warren

Subscribed before me this

02 day of December, 2002.

Juli Elrod
Notary Public

My commission expires 9/9/06