

ORION POWER HOLDINGS INC  
Form 15-12B  
January 05, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 1-16077

**ORION POWER HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**c/o Reliant Energy, Inc.  
1000 Main Street  
Houston, Texas 77002  
(713) 497-3000**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**12% Senior Notes due 2010**

(Title of each class of securities covered by this Form and Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15 (d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports.

Rule 12g-4(a)(1)(i)	<input checked="" type="radio"/>	Rule 12h-3(b)(1)(i)	<input type="radio"/>
Rule 12g-4(a)(1)(ii)	<input type="radio"/>	Rule 12h-3(b)(1)(ii)	<input type="radio"/>
Rule 12g-4(a)(2)(i)	<input type="radio"/>	Rule 12h-3(b)(2)(i)	<input type="radio"/>
Rule 12g-4(a)(2)(ii)	<input type="radio"/>	Rule 12h-3(b)(2)(ii)	<input type="radio"/>
		Rule 15d-6	<input type="radio"/>

Approximate number of holders of record as of the certification or notice date: 38

Pursuant to the requirements of the Securities Exchange Act of 1934 (*Name of registrant as specified in charter*) has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: January 5, 2005

By: /s/ THOMAS L. LIVENGOOD

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Thomas L. Livengood  
Vice President and Controller

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