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WISCONSIN ENERGY CORP  
Form RW  
February 05, 2002

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Milwaukee, Wisconsin 53202  
(414) 277-5000 Facsimile: (414)-271-3552

February 4, 2002

Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549

Re: Withdrawal of Wisconsin Energy Corporation Form U-1 (filed April 20, 2001) and Form U-1/A (filed July 2, 2001), File No. 70-09881

Wisconsin Energy Corporation ("WEC"), through its attorneys Quarles & Brady LLP, hereby withdraws, and requests that the Securities and Exchange Commission (the "Commission") hereafter treat and consider as withdrawn the following filings previously made with the Commission by WEC:

1. Form U-1, filed April 20, 2001, respecting the proposed acquisition of securities of a public utility by WEC's wholly-owned subsidiary Wisconsin Electric Power Company.
2. Form U-1/A, filed July 2, 2001, respecting the proposed acquisition of securities of a public utility by WEC's wholly-owned subsidiary Wisconsin Electric Power Company.

Sincerely,

Quarles & Brady LLP