

NISOURCE INC/DE
Form U5S/A
December 16, 2002

CONFIDENTIAL

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

FORM U5S/A

ANNUAL REPORT

For the Year Ended December 31, 2001

Filed pursuant to the Public Utility Holding Company Act of 1935

NISOURCE INC.

COLUMBIA ENERGY GROUP
(Name of registered holding company)

801 E 86th Avenue
Merrillville, Indiana 46410

THIS AMENDMENT NO. 3 TO NISOURCE INC. FORM U5S ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2001, IS BEING FILED TO UPDATE ITEM 1 TO INCLUDE IWC RESOURCES CORPORATION AND ITS SUBSIDIARIES, FOOTNOTES RELATED TO TRANSACTIONS INVOLVING ENERGYUSA APPALACHIAN CORP. AND NISOURCE CORPORATE SERVICES COMPANY AND COMPANIES DISSOLVED DURING 2001, AND ADDITIONAL INDICATIONS OF INACTIVE SUBSIDIARIES.

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	I
	NISOURCE INC. (NI) (h)			
1	Bay State Gas Company (BSG)	100	100.0	53
	Unsecured Debt	-	-	23
	Subsidiaries:			
2	Bay State GPE, Inc. (BSGPE)	1,000	100.0	
2	Northern Utilities, Inc. (NU)	100	100.0	11
	Unsecured Debt	-	-	7
1	Columbia Energy Group (CG)	3,000	100.0	2,17
	Unsecured Debt	-	-	31
	Subsidiaries:			
2	Columbia Atlantic Trading Corporation (CAT)	308	100.0	
2	Columbia Energy Group Capital Corporation (CCC)	1	100.0	
	Subsidiary:			
3	TriStar Gas Technologies, Inc. (TGT) *	20,000	100.0	
2	Columbia Energy Resources, Inc. (CER)	1	100.0	12
	Subsidiaries:			
3	Alamco-Delaware, Inc. (AD)	100	100.0	
3	Columbia Natural Resources, Inc. (CNR)	2	100.0	12
3	Columbia Natural Resources Canada, Ltd. (CNRCL)	1	100.0	1
3	Hawg Hauling & Disposal, Inc. (HH)	900	100.0	

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2	Columbia Energy Services Corporation (CES)	2,500	100.0	(12)
	Subsidiaries:			
3	Columbia Energy Marketing Corporation (CEM) *	101	100.0	
3	Columbia Energy Power Marketing Corporation (CPM) *	1	100.0	
3	Columbia Energy Retail Corporation (CERC) *	2,000	100.0	
2	Columbia Finance Corporation (CFC)	10	100.0	
	Subsidiary:			
3	Columbia Accounts Receivable Corporation (CAR)	10	100.0	
2	Columbia Gas of Kentucky, Inc. (CKY)	952,248	100.0	8
	Unsecured Debt	-	-	4
2	Columbia Gas of Maryland, Inc. (CMD)	2,883	100.0	2
	Unsecured Debt	-	-	1
2	Columbia Gas of Ohio, Inc. (COH)	4,769,585	100.0	37
	Unsecured Debt	-	-	20
2	Columbia Gas of Pennsylvania, Inc. (CPA)	1,805,112	100.0	19
	Unsecured Debt	-	-	18

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	I BOOK (\$0
2	Columbia Gas of Virginia, Inc. (CGV)	1,306,106	100.0	165,5
	Unsecured Debt	-	-	130,1
2	Columbia Gas Transmission Corporation (TCO)	1,934	100.0	1,088,2
	Secured Debt	-	-	385,9
2	Columbia Gulf Transmission Company (CGT)	1,933	100.0	124,2
	Unsecured Debt	-	-	77,4
2	Columbia Insurance Corporation, Ltd. (CICL)	14,800	100.0	5,6
2	Columbia LNG Corporation (CLNG) (i)	3,519	92.1	8,5
	Subsidiary:			
3	CLNG Corporation (CLNGCO) *	155	100.0	

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2	Columbia Network Services Corporation (CNS)	900	100.0	4,5
	Subsidiary:			
3	CNS Microwave, Inc. (CMC)	110	100.0	
2	Columbia Petroleum Corporation (PET) *	1,001	100.0	
2	Columbia Pipeline Corporation (CPL)	1	100.0	1,0
	Subsidiary:			
3	Columbia Deep Water Services Company (CDW)	1	100.0	1,0
2	Columbia Remainder Corporation (CRC)	100	100.0	(2,1
	Subsidiaries:			
3	Columbia Electric Binghamton General Corp. (CEB) *	118	100.0	
3	Columbia Electric Binghamton Limited Corp. (CEBL) *	142	100.0	
3	Columbia Electric Haverstraw Corporation (CHC) *	1	100.0	
3	Haverstraw Bay, LLC (HBL) * (a)	-	98.0	
2	Columbia Service Partners, Inc. (CSP)	2,940	100.0	5,1
	Subsidiaries:			
3	Columbia Assurance Agency, Inc. (CAA)	850	100.0	
3	Columbia Service Partners of Virginia, Inc.	100	100.0	
2	Columbia Transmission Communications Corporation (CTC)	1	100.0	81,7
1	EnergyUSA, Inc. (IN) (EUII)	1,000	100.0	(62,3
	Unsecured Debt	-	-	12,7
	Subsidiaries:			
2	EnergyUSA, Inc. (MA) (EUIM)	10,000	100.0	6,8
	Unsecured Debt	-	-	5,7
	Subsidiaries:			
3	EnergySPE, Inc. (ESPE)*	10,000	100.0	(6

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	ISSUE BOOK VALUE (\$0)
3	EnergyUSA (Connecticut), Inc. (EUIC)	6,955	100.0	(3,2
	Unsecured Debt	-	-	4,4
	Subsidiaries:			
4	Brayer Energy Solutions, Inc. (BES) *	100	100.0	(8
4	EnergyUSA Engineering, Inc. (EUE)	919	100.0	(1,2
4	EnergyUSA Mechanical, Inc. (EUM) *	400	100.0	2,0
2	EnergyUSA-TPC Corp. (TPC)	100	100.0	8,7
	Unsecured Debt	-	-	1,5
	Subsidiary:			
3	EnergyUSA Appalachian Corp. (EUA) (f)	100	100.0	5,1
2	NESI Energy Marketing L.L.C. (NEML) * (b)	-	100.0	2
2	NI Energy Services Transportation, Inc. (NEST)	1,000	100.0	3
2	MS-1 Distribution & Storage Corporation (MS1) *	250	100.0	
2	NI Fuel Company, Inc. (NIFC) *	1,000	100.0	(11,2
2	NI-TEX, Inc. (NITEX)	1,000	100.0	(1,7
	Unsecured Debt	-	-	
2	NI-TEX Gas Services Inc. (NGS)	920	100.0	9,9
2	EnergyUSA Commercial Energy Services, Inc. (EUC)	1,000	100.0	(8,8
2	EnergyUSA Retail, Inc. (EUR)	1,000	100.0	(7,2
	Unsecured Debt	-	-	12,3
	Subsidiary:			
3	EnergyUSA Consumer Products Group, Inc. (EUP) *	10,000	100.0	
1	IWC Resources Corporation. (IWCR) *	1,000	100.0	272,4
	Unsecured Debt	-	-	12,4
	Subsidiaries:			
2	Harbour Water Company (HWC) *	1,000	100.0	6,8
2	Indianapolis Water Company (IWC) *	500	100.0	319,7
	Subsidiary:			
3	The Wellington Joint Venture (WJV) *	-	25.0	
3	White River Environmental Partnership (WRP) *	100	52.0	
2	Irishman's Run Acquisition Company (IRAC) *	1,000	100.0	1
2	IWC Morgan Water Corporation (IWCM) *	1,000	100.0	6,7
2	Lawrence Water Company, Inc. (LWC) *	1,000	100.0	
2	Liberty Water Corporation (LWAC) *	200	100.0	(

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	Unsecured Debt	-	-	1,1
2	The Darlington Water Works Company (DWWC) *	1,000	100.0	2

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	ISSUER BOOK VALUE (\$000)
1	Kokomo Gas and Fuel Company (KOKO)	478,248	100.0	34,418
	Unsecured Debt	-	-	1,015
	Subsidiary:			
2	KGF Trading Company (KGF) *	100	100.0	-
1	NI Energy Services, Inc. (NESI)	1,000	100.0	(19,130)
	Unsecured Debt	-	-	15,539
	Subsidiaries:			
2	Crossroads Pipeline Company (CROSS)	1,000	100.0	(8,696)
	Unsecured Debt	-	-	30,393
2	Green Fuels, Inc. (GREEN) *	1,000	100.0	(3,192)
	Unsecured Debt	-	-	3,312
2	NESI Power Marketing, Inc. (NPM) *	1,000	100.0	(19,888)
	Unsecured Debt	-	-	26,314
2	NiSource Energy Services Canada, Ltd. (NESCL) *	-	100.0	(421)
	Subsidiary:			
3	NESI Energy Marketing Canada Ltd. (NEMCL) *	-	70.0	-
1	NiSource Capital Markets, Inc. (NCM)	1,000	100.0	37,761
	Unsecured Debt	-	-	449,956
1	NiSource Capital Trust I (NCT) (c)	-	100.0	(4,028)
1	NiSource Corporate Services Company (NCS) (g)	1,000	100.0	400
	Unsecured Debt	-	-	45,409
1	NiSource Development Company, Inc. (NDEV)	1,000	100.0	(86,164)
	Unsecured Debt	-	-	181,366
	Subsidiaries:			
2	Analytic Sytems Laboratories, Inc. (ASL) *	1,167	70.0	-
2	Cardinal Property Management, Inc. (CARD)	1,000	100.0	(76)
2	Customer Information Services, Inc. (CIS)	1,000	100.0	85
2	JOF Transportation Company (JOF)	1,000	100.0	4,116
	Unsecured Debt	-	-	288
2	KOGAF Enterprises, Inc. (KOGF)	100	100.0	(6)
2	Lake Erie Land Company (LEL)	1,000	100.0	71,373

Subsidiary:

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3	SCC Services, Inc. (SCC)	1,000	100.0	(2,301)
2	NDC Douglas Properties, Inc. (NDC)	1,000	100.0	9,663
	Unsecured Debt	-	-	10,411
2	Progeni, Inc. (PRO) *	1,000	100.0	(2,728)
	Unsecured Debt	-	-	5,098

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	ISSUER BOOK VALUE (\$000)
2	Protonics Research, Inc. (PRI) *	900	90.0	-
2	South Works Power Company (SWP)	1,000	100.0	-
1	NiSource Energy Technologies, Inc. (NET)	100	100.0	(6,215)
	Unsecured Debt	-	-	17,859
1	NiSource Finance Corp. (NFC)	100	100.0	(232,732)
	Unsecured Debt	-	-	2,929,602
1	NiSource Pipeline Group, Inc. (NPG)	1,000	100.0	10,945
	Subsidiaries:			
2	Granite State Gas Transmission, Inc. (GSGT)	29,900	100.0	8,869
	Unsecured Debt	-	-	18,969
	Subsidiaries:			
3	Bay State Energy Enterprises, Inc. (BSEE)	10,000	100.0	69
3	Natural Gas Development, Inc. (NGD)	10,000	100.0	684
2	PNTGS Holding Corp. (PNTGS)	1,000	100.0	-
1	Northern Indiana Fuel and Light Company, Inc. (NIFL)	275,000	100.0	45,390
	Unsecured Debt	-	-	4,000
	Subsidiary:			
2	Northern Indiana Trading Company, Inc. (NITC)	1,000	100.0	4,043
1	Northern Indiana Public Service Company (NIP)	73,282,258	100.0	1,036,314
	Secured Debt	-	-	55,000
	Unsecured Debt	-	-	1,068,479
	Subsidiary:			
2	NIPSCO Exploration Company,			

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	Inc. (NEXCO) *	1,000	100.0	2,261
1	Primary Energy, Inc. (PEI)	1,000	100.0	(794)
	Unsecured Debt	-	-	2,220
	Subsidiaries:			
2	Cokenergy, Inc. (CEI)	1,000	100.0	312
2	Harbor Coal Company (HCC)	1,000	100.0	324
2	Ironside Energy LLC (IEL) (d)	-	100.0	-
	Unsecured Debt	-	-	3,276
2	Lakeside Energy Corporation (LEC)	1,000	100.0	7,660
	Unsecured Debt	-	-	703
2	North Lake Energy Corporation (NLEC)	1,000	100.0	(4,128)
2	Portside Energy Corporation (PORT)	1,000	100.0	(1,587)
2	Whiting Clean Energy, Inc. (WCE)	1,000	100.0	-
	Unsecured Debt	-	-	15,923

ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

TIER	NAME OF COMPANY (COMPANY ABBREVIATION)	NUMBER OF COMMON SHARES HELD	% OF VOTING POWER OR INTEREST HELD	ISSUER BOOK VALUE (\$000)
1	SM&P Utility Resources, Inc. (SMP) (e)	100	100.0	46,522
	Subsidiary:			
2	Colcom Incorporated (CI) (e)	1,000	100.0	228

Note: All debt amounts exclude the current portion of long-term debt and money pool transactions and include intercompany notes payable.

* Company was inactive at December 31, 2001. 0.000368

(a) Haverstraw Bay, LLC was involved with power generation. Columbia Electric Haverstraw Corporation owns a 2% interest and Columbia Remainder Corporation directly holds 98%.

(b) NESI Energy Marketing L.L.C. was involved with the marketing of natural gas and electricity. EnergyUSA, Inc. (IN) owns a 100% interest.

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- (c) NiSource Capital Trust I is a financing subsidiary of NiSource Inc. NiSource Inc. holds 100% of the common equity.
- (d) Primary Energy, Inc. owns a 100% interest in Ironside Energy LLC.
- (e) SM&P Utility Resources, Inc. was sold to The Laclede Group on January 28, 2002.
- (f) EnergyUSA Appalachian Corporation, an Indiana Corporation, was acquired on February 19, 2001. The company holds oil and gas exploration investments.
- (g) On December 31, 2000, Columbia Energy Group Service Corporation (a Delaware Corp.) merged with NiSource Corporate Services Company (an Indiana Corp.) The combined company changed its name to NiSource Corporate Services Company (a Delaware Corp.). The company performs management service for NiSource and its subsidiaries.
- (h) The following Companies were dissolved during 2001:
 - Columbia Energy Marketing Holding Company (dissolved 05/25/01)
 - ALERT Air Systems, Inc. (dissolved 12/05/01)
 - ALERT Mechanical Services, Inc. (dissolved 12/26/01)
 - Energy USA Commercial Energy Services, Inc. (dissolved 12/26/01)
 - NESI Canadian Holding, Inc. (dissolved 09/06/01)
 - NFCO Acquisition Company (dissolved 10/12/01)
 - Hamilton Harbor Insurance Services, LTD. (dissolved 09/25/01)
 - NI Telecomm, Inc. (dissolved 12/22/01)
 - Shore Line Shops Incorporated (dissolved 12/20/01)
 - Ironside Energy Corporation (dissolved 2/14/01)
- (i) Columbia LNG Corporation, which owns and operates LNG storage and transportation facilities is owned by Columbia Energy Group and Shell Consolidated Energy Resources, Inc. Columbia Energy Group has voting rights and owns 92.1% and Shell Consolidated Energy Resources, Inc. has voting rights and owns 7.9% of Columbia LNG Corporation.

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SIGNATURES

Each undersigned system company has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935. The signature of each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

NISOURCE INC.

(Registrant)

Dated: December 16, 2002

By: /s/ Jeffrey W. Grossman

Jeffrey W. Grossman
Vice President and Controller
(Principal Accounting Officer)

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COLUMBIA ENERGY GROUP

(Registrant)

Dated: December 16, 2002

By:

/s/ Jeffrey W. Grossman

Jeffrey W. Grossman
Vice President