

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned company has duly caused this Certificate to be signed on its behalf by the undersigned thereunto duly authorized.

UNITIL Resources, Inc.

By: /s/ Gail A. Siart
Gail A. Siart
Treasurer

Dated: May 18, 1995

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Application of UNITIL Corporation)
and its Subsidiaries on Form U-1) CERTIFICATE PURSUANT TO
(File No. 70-8074)) RULE 24 UNDER THE PUBLIC
UTILITY HOLDING COMPANY ACT
OF 1935

Pursuant to the requirements of Rule 24 under the Public Utility Holding Company Act of 1935, UNITIL Corporation, on behalf of itself and its subsidiary, UNITIL Resources, Inc. hereby files the attached quarterly report as required by the Securities and Exchange Commission's order approving the formation of a subsidiary company to provide consulting services to non affiliates (HCAR. No. 25816; File No. 70-8074; May 24, 1993).

Exhibit

- Exhibit A - Description of the various consulting and other activities undertaken by UNITIL Resources, Inc.
- Exhibit B - Statement of the amount of funds invested by UNITIL in UNITIL Resources, Inc.
- Exhibit C - Description of staffing.
- Exhibit D - Description of the intellectual property.
- Exhibit E - Financial Statements.

EXHIBIT A
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Description of Various Consulting and Other Activities Undertaken by UNITIL Resources Inc:

Staff providing services under the assignments listed below (unless otherwise indicated) are located at UNITIL Service Corp. (UNITIL Service), 216 Epping Road, Exeter, NH 03833, where most client work is performed. From time to time staff visit other locations, predominately in New England, representing client interests.

A. Great Bay Power Corporation (GBP) Marketing Agent. UNITIL Resources provides marketing services for power sales from GBP's 12.1324% ownership interest in the Seabrook nuclear power station, pursuant to a Marketing Agent Agreement between GBP and UNITIL Corporation dated April 1, 1993. Services provided by UNITIL Resources in the first quarter involved the marketing of power in the wholesale market. Charges to GBP under this contract totaled \$62,350 in the first quarter of 1995.

B. Great Bay Power Corporation (GBP) Management and Administrative Services. UNITIL Resources provides comprehensive management and administrative services to GBP, in a variety of functional areas including accounting, budgeting, finance, risk management (insurance), overview of plant operations, and general management. These services are currently provided pursuant to a Management and Administrative Services Agreement between GBP and UNITIL Corporation dated November 23, 1994. Charges to GBP under this contract totaled \$139,987 in the first quarter of 1995.

C. Milford, L.P. Consultancy. Milford L.P. is a PURPA QF facility located in Milford MA which has, pursuant to an agreement dated February 8, 1994, engaged UNITIL Resources for advice, consultation and support on matters involving the New England Power Pool, marketing and power contracting. Charges to Milford L.P. in the first quarter of 1995 totaled \$830. The agreement with Milford is expected to expire as of April 30, 1995.

D. University of Pennsylvania Consultancy. The University of Pennsylvania, through a letter contract with UNITIL Resources dated November 7, 1994, engaged the services of a UNITIL employee for the purpose of assisting in the presentation of a conference on emerging energy markets in India, held in Hyberydad, India, the week of January 23, 1995. Services totaling \$8,969 were charged in the first quarter of 1995, including charges of \$1,483 which had been deferred from the fourth quarter of 1994.

EXHIBIT A
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E. Kingston-Warren Corporation Consultancy. An agreement was signed as of December 30, 1994 between UNITIL Resources and Kingston-Warren Corporation (K-W) under which UNITIL Resources will assist K-W in the conduct of studies relating to alternatives to K-W's current retail electrical supply from Public Service Company of New Hampshire. No charges have been assessed to date on this contract.

EXHIBIT B

Statement of the Amount of Funds Invested by UNITIL Corporation in UNITIL Resources, Inc.:

The initial investment in UNITIL Resources, Inc. was \$10,000. There has been no further investment.

EXHIBIT C

Description of Staffing:

Staff involved in providing service to UNITIL Resources, Inc. (UNITIL Resources) are located at UNITIL Service Corp. (UNITIL Service). Service is provided to UNITIL Resources pursuant to a service agreement between UNITIL Service and UNITIL Resources dated July 1, 1993. Services provided by UNITIL Service during the first quarter included power brokering, regulatory, finance, accounting, and administrative services and ranged in number from twenty-five to twenty-eight employees on a part-time basis each month. The following are the percentages of UNITIL Service time each month that were expended on UNITIL Resources activities in the first quarter of 1995:

January	5.43%
February	3.61%
March	3.70%

EXHIBIT D

Description of the Intellectual Property:

No intellectual property was purchased or received during the quarter.

EXHIBIT E

UNITIL Resources, Inc.
(A Wholly-owned Subsidiary of UNITIL Corporation)

STATEMENTS OF EARNINGS
(UNAUDITED)

	Three Months Ended March 31,	
	1995	1994
Revenues	212,136	105,798
Operating Expenses:		
Administrative and General	127,350	79,700
Total Operating Expenses	127,350	79,700
Operating Income	84,786	26,098
Earning Before Income Taxes	84,786	26,098
Income Taxes:		
Current Federal	26,809	8,252
Current State	5,935	1,827
Total Income Taxes	32,744	10,079
Net Income	52,042	16,019

Exhibit E
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UNITIL Resources, Inc.
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BALANCE SHEETS
(UNAUDITED)

	March 31,		December 31,
ASSETS:	1995	1994	1994
Current Assets:			
Cash	226,407	66,556	98,715
Accounts Receivable	11,160	64,700	65,565
Unbilled and Accrued Revenue	2,751	35,930	8,948
Total Current	240,318	167,186	173,228

Assets			
Deferred Debits	78	79,923	1,483
Total Assets	240,396	247,109	174,711
LIABILITIES AND STOCKHOLDERS EQUITY:			
Current Liabilities:			
Accounts Payable	32,902	130,706	52,003
Taxes Accrued	15,189	34,984	-17,556
Total Current Liabilities	48,091	165,690	34,447
Stockholder's Equity:			
Common Stock, \$1.00 par value			
Authorized - 10,000 shares			
Outstanding - 10,000 shares	100	100	100
Premium on Common Stock	9,900	9,900	9,900
Retained Earnings	182,305	71,419	130,264
Total Stockholder's Equity	192,305	81,419	140,264
Total Liabilities and Equity	240,396	247,109	174,711

Exhibit E
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UNITIL Resources, Inc.
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STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the Three Months Ended March 31,	
	1995	1994
Net Cash Flow from Operating Activities:		
Net Income	52,042	16,019
Change in Assets and Liabilities		
(Increase) Decrease in:		
Accounts Receivable	54,405	64,375
Unbilled and Accrued Revenue	6,197	-12,745
Deferred Debits	1,405	-17,561
Increase (Decrease) in:		
Accounts Payable	-19,101	2,013
Taxes Accrued	32,744	10,079
Net Cash Provided by Operating Activities	127,692	62,180
Net Increase in Cash	127,692	62,180
Cash at beginning of year	98,715	4,376
Cash at March 31,	226,407	66,556

Exhibit E
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UNITIL Resources, Inc.
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STATEMENTS OF RETAINED EARNINGS

(UNAUDITED)

For the Three Months Ended
March 31,

	1995	1994
Retained Earnings, Beginning of Period	130,264	55,400
Net Income	52,041	16,019
Retained Earnings, End of Period	182,305	71,419