



ATTORNEY GENERAL OF MISSOURI

JEREMIAH W. (JAY) NIXON
ATTORNEY GENERAL

JEFFERSON CITY
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January 23, 2003

FILED³

JAN 23 2003

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Public Service Commission
Governor's Office Building
Madison & E. Capitol
Jefferson City, MO 65101

Missouri Public
Service Commission

RE: *In the Matter of the Application of Southern Union Company d/b/a Missouri Gas Energy for Authority to Acquire Directly or Indirectly Up to and including One Hundred Percent (100%) of the Equity Interests of Panhandle Eastern Pipeline Company, Including its Subsidiaries, and Take All Other Actions Reasonably Necessary to Effectuate Said Transaction, Case no. GM-2003-0238*

Dear Judge Roberts:

Enclosed for filing in the above-referenced case are the original and 8 copies of *The Attorney General's Application to Intervene*. Thank you for your attention to this matter.

Sincerely,

JEREMIAH W. (JAY) NIXON
Attorney General

Ronald Molteni
Assistant Attorney General

Enclosures

cc: All Parties on the Service List

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

FILED³
JAN 23 2003

Missouri Public
Service Commission

In the Matter of the Application of Southern)	
Union Company d/b/a Missouri Gas Energy)	
for Authority to Acquire Directly or Indirectly)	
Up to and including One Hundred Percent)	
(100%) of the Equity Interests of Panhandle)	Case No. GM-2003-0238
Eastern Pipeline Company, Including its)	
Subsidiaries, and to Take All Other Actions)	
Reasonably Necessary to Effectuate Said)	
Transaction)	

THE ATTORNEY GENERAL'S
APPLICATION TO INTERVENE

Jeremiah W. (Jay) Nixon, Attorney General, on behalf of the State of Missouri, pursuant to 4 CSR 240-2.075, respectfully requests that the Commission grant his application to intervene in the above-styled matter. This application is made for the following reasons:

1. On January 13, 2003, Southern Union Company filed with the Missouri Public Service Commission (PSC) an application for authority to purchase the equity interests of Panhandle Eastern Pipeline Company, including its subsidiaries. The consummation of that transaction may have the effect of concentrating an unusually high percentage of the transport of natural gas in the western half of the State, and specifically to the greater Kansas City metropolitan area, within the control of Southern Union.

2. Among the powers vested with the Attorney General are those powers and duties set forth in Missouri's Antitrust Law, §§ 416.011 to 416.161, RSMo.

3. The Attorney General has a unique responsibility, aside from the Commission's or the Office of Public Counsel's, to prevent and restrain violations of Missouri's antitrust

statutes. Specifically, § 416.061.2 states in relevant part, “[i]t shall be the duty of the attorney general to enforce the provisions of section 416.011 to 416.161. It shall be the duty of the attorney general to institute civil proceedings to prevent and restrain violation of section 416.011 to 416.161.”

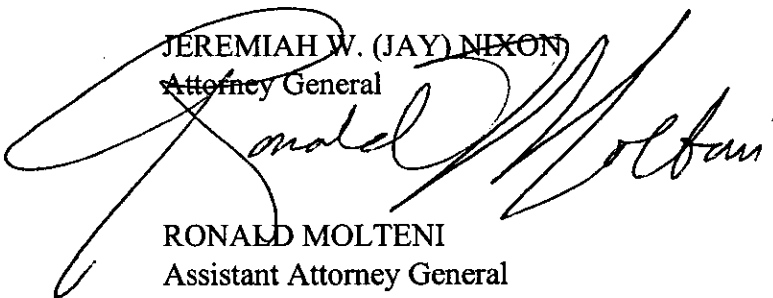
4. The Attorney General is in the process of reviewing the proposed transaction, as is the Federal Trade Commission.

5. While the Attorney General’s antitrust review pursuant to §§ 416.011 to 416.161 RSMo, is independent of whatever action the Commission takes pursuant to § 393.190 RSMo, because of the obvious overlap of relevant information, the Attorney General believes it would be beneficial to both his review and the Commission’s if the Commission were to grant this intervention.

WHEREFORE, the Attorney General respectfully requests that he be allowed to intervene in the above-styled matter.

Respectfully submitted,

JEREMIAH W. (JAY) NIXON
Attorney General

A large, stylized handwritten signature in black ink, which appears to read "Ronald Molteni". The signature is written over the typed name and title of the Assistant Attorney General.

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Assistant Attorney General
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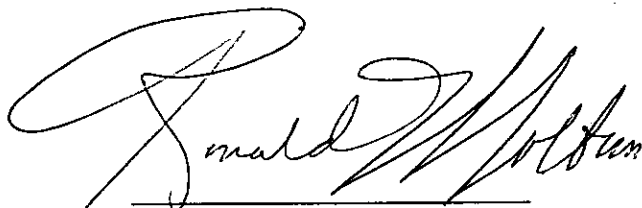
CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was mailed, postage prepaid,
by United States mail, this 23rd day of January, 2003, to:

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