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February 28, 2003

FILED³

FEB 28 2003

VIA HAND DELIVERY

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Missouri Public
Service Commission

**Re: Southern Union Company d/b/a Missouri Gas Energy
Case No. GM-2003-0238**

Dear Mr. Roberts:

On behalf of Southern Union Company, I deliver herewith an original and eight (8) copies of a Motion for Leave to File Supplemental Direct Testimony and Supplemental Direct Testimony of David J. Kvapil, for filing with the Commission in the referenced matter. I would appreciate it if you would see that the copies are distributed to the appropriate Commission personnel. Service copies have been mailed or hand-delivered this date.

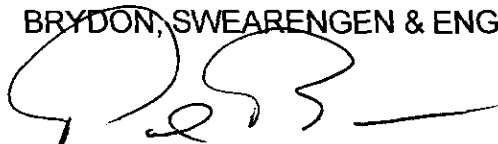
I have also enclosed an extra copy of each document which I request that you stamp "Filed" and return to the person delivering them to you.

Thank you for your attention in this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:



Paul A. Boudreau

PAB/ccp
Enclosures
cc: All parties of record

FILED³

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FEB 28 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)
Eastern Pipeline Company, Including Its)
Subsidiaries, and to Take All Other Actions)
Reasonably Necessary to Effectuate Said)
Transaction.)

Case No. GM-2003-0238

MOTION FOR LEAVE TO FILE SUPPLEMENTAL DIRECT TESTIMONY

COMES NOW Applicant, Southern Union Company d/b/a Missouri Gas Energy ("Southern Union"), by and through counsel, pursuant to Commission rule 4 CSR 240-2.130(8) and requests leave to file supplemental direct testimony of David J. Kvapil in the captioned matter. In support thereof, Southern Union states that:

1. On February 14, 2003, Southern Union caused to be filed the prepared Direct Testimony of David J. Kvapil in the captioned cause.
2. On the last page of Mr. Kvapil's testimony (page 13), he makes reference to the then-pending approval of the acquisition by Southern Union of all the equity interests of Panhandle Eastern Pipeline Company ("Panhandle Eastern") by the Massachusetts Department of Telecommunications and Energy (the "Department"). Mr. Kvapil testifies that approval by the Department is expected on February 19, 2003.
3. On February 19, 2003, the Department approved, among other things, Southern Union's Petition to acquire the equity interests of Panhandle Eastern, finding that the transaction is in the public interest.

4. Simultaneously herewith, Southern Union is filing additional direct testimony of Mr. Kvapil, the purpose of which is to supplement the prepared Direct Testimony filed by Mr. Kvapil on February 14, 2003. Mr. Kvapil's Supplemental Direct Testimony addresses the Department's action concerning Southern Union's Petition and offers as a schedule to his testimony a copy of the decision of the Department.

5. Permitting Mr. Kvapil to supplement his Direct Testimony will not prejudice any party to this proceeding all of whom have received a copy of the Department's decision in the on-going discovery process. Furthermore, Southern Union believes it is appropriate that the Commission be advised of this significant regulatory development in the State of Massachusetts, a matter of public record.

WHEREFORE, for good cause shown, Southern Union requests permission to supplement the pre-filed Direct Testimony of David J. Kvapil for the reasons aforesaid.

Respectfully submitted,



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Attorneys for Southern Union Company

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was delivered by first class mail or by hand delivery, on this 28th day of February 2003 to the following:

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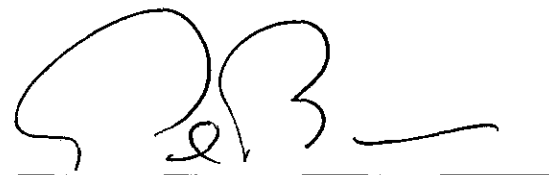
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A handwritten signature in black ink, appearing to read "J. Fischer", is written over a horizontal line.