

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of the Joint Application of Entergy)	
Arkansas, Inc., Mid South TransCo LLC,)	
Transmission Company Arkansas, LLC and)	
ITC Midsouth LLC for Approval of Transfer of)	File No. EO-2013-0396
Assets and Certificate of Convenience and)	
Necessity, and Merger and, in connection therewith,)		
Certain Other Related Transactions)	

**APPLICATION TO INTERVENE OF THE MISSOURI
JOINT MUNICIPAL ELECTRIC UTILITY COMMISSION**

COMES NOW, the Missouri Joint Municipal Electric Utility Commission (“MJMEUC”), pursuant to Missouri Public Service Commission (“Commission”) rule 4 CSR 240-2.075, and files its Application to Intervene in the referenced case. In support thereof, MJMEUC states as follows:

1. On February 14, 2013, Entergy Arkansas, Inc. (“EAI”) filed a joint application with the other named entities in the caption above for approval of the transfer of certain assets, through a series of steps, which will ultimately result in the transmission assets of EAI being transferred to an independent transmission company whose business model is solely focused on the provision of transmission services.
2. On February 15, 2013 the Commission established a deadline for interventions by February 26, 2013.
3. The MJMEUC is a body corporate and politic of the State of Missouri, organized as a joint municipal utility commission pursuant to section 393.700 et seq. RSMo., with authority to exercise public powers of a political subdivision of the state for the benefit of the inhabitants of municipalities jointly contracting to

establish the MJMEUC. MJMEUC members serve approximately 347,000 retail customers, with a combined load of over 2,600 MW.

4. MJMEUC has 1 municipal member (Thayer, Missouri) directly embedded in EAI's Missouri transmission system that takes transmission service from Entergy Services which acts as an agent for EAI.
5. MJMEUC has 4 municipal members who take transmission service from Entergy Services (Arkansas city of Piggot and the Missouri cities of Poplar Bluff, Malden, and Carthage), which acts as an agent for EAI's transmission assets.
6. MJMEUC itself is a transmission customer of Entergy Services acting as an agent of EAI.
7. MJMEUC's interest is different from that of the general public, in that it represents the interest of municipal electrical systems, as well as a municipal electrical system that takes transmission through EAI's Missouri assets, and in that MJMEUC and some of its members take transmission service through Entergy Services, which acts as an agent of EAI. Such interest is not currently represented in the proceedings.
8. MJMEUC takes no position on the relief requested by applicants at this time, but reserves the right to change their position.
9. Communications in regard to this Application should be addressed to:

Douglas L. Healy
Healy & Healy, LLC
939 Boonville, Suite A
Springfield, MO 65802
dhealy@mpua.org

WHEREFORE, MJMEUC prays that this Commission issue an order granting its application to intervene out of time in this proceeding and for such other orders and relief as may be appropriate in the circumstances.

Respectfully Submitted,

By: /s/ Douglas L. Healy
Douglas L. Healy
Missouri Bar No. 51630
Healy & Healy, LLC
939 Boonville, Suite A
Springfield, Missouri 65802
Telephone: (417) 864-8800
Facsimile: (417) 869-6811
Email: dhealy@mpua.org

ATTORNEY FOR MJMEUC

CERTIFICATE OF SERVICE

I hereby certify that the foregoing application to intervene was served by e-mailing a copy to all parties on the Commission's Service List this 26th day of February, 2013.

/s/ Douglas L. Healy
DOUGLAS L. HEALY