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December 28, 1995

Mr. David Rauch
Executive Secretary
Public Service Commission
301 West High Street, Suite 530
Jefferson City, MO 65101

RE: *Case No. EM-96-149*

Dear Mr. Rauch:

On behalf of the Industrial Intervenors, Anheuser-Busch, Inc., Barnes and Jewish Hospitals, Chrysler Cororation, The Doe Run Company, Emerson Electric Company, Hussmann Refrigeration, Lincoln Industrial, MEMC Electronic Materials, Mallinckrodt, Inc., McDonnell Douglas Cororation, and Monsanto Company, I am enclosing one (1) original and fourteen (14) copies of *Industrial Intervenors' Motion to Establish a Procedural Schedule* for filing in the above-referenced docket.

Thank you for bringing this filing to the attention of the Commission.

Very truly yours,

Diana Schmidt

Diana Schmidt

DMS/td
Enclosures

STL-194883.1

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MISSOURI
PUBLIC SERVICE COMMISSION

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the matter of the Application of Union Electric)
Company for an order authorizing: (1) certain)
merger transactions involving Union Electric)
Company; (2) the transfer of certain Assets, Real) Case No. EM-96-149
Estate, Leased Property, Easements, and)
Contractual Agreements to Central Illinois)
Public Service Company; and (3) in connection)
therewith, certain other related transactions.)

INDUSTRIAL INTERVENORS' MOTION
TO ESTABLISH A PROCEDURAL SCHEDULE

Anheuser-Busch, Inc., Barnes and Jewish Hospitals, Chrysler Corporation, The Doe Run Company, Emerson Electric Company, Hussmann Refrigeration, Lincoln Industrial, MEMC Electronic Materials, Mallinckrodt, Inc., McDonnell Douglas Corporation, and Monsanto Company (the "Industrial Intervenors"), in support of their Motion to Establish a Procedural Schedule, state as follows:

1. On November 7, 1995, Union Electric Company ("UE") filed its Application requesting that the Commission issue a Report and Order in this case no later than May 1, 1996.
2. On December 7, 1995, the Industrial Intervenors submitted their First Data Request to UE. On December 8, 1995, the Industrial Intervenors submitted their Second Data Request to UE. To date, UE has not responded to either of these data requests.
3. On December 6, 1995, the Commission Staff filed its Proposed Procedural Schedule and Motion for an Early Prehearing Conference to Set a Procedural Schedule. In that Motion, the Staff expressed its view that a procedural schedule which would

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accommodate UE's request for a Report and Order by no later than May 1, 1996 would unduly impair the Commission's ability to carry out its statutory responsibilities.

4. The Industrial Intervenors concur with the Staff that UE's request for the Commission to issue a Report and Order by May 1, 1996 cannot reasonably be accommodated. UE's request would not allow sufficient time for the parties to engage in discovery and to prepare and present evidence in this case.

5. Because the Industrial Intervenors have not yet received responses from UE to their data requests, they cannot adequately identify the issues in this case or prepare testimony. UE's lack of response demonstrates that the accelerated schedule which UE requests is unworkable and will hamper the parties' efforts to present evidence to the Commission in this case.

6. Furthermore, merger cases such as this case typically involve numerous complex factual legal and policy issues that require not only substantial discovery, but also substantial analysis and case preparation, and adequate time for the Commissioner to consider these serious issues.

7. For the above reasons, the Commission should adopt a more extended schedule for these proceedings than that proposed by UE. Accordingly, the Industrial Intervenors propose the following procedural schedule for the Commission's consideration:

April 30, 1996	--	All parties file Rebuttal Testimony
May 31, 1996	--	UE files Surrebuttal Testimony All others filed Cross-Surrebuttal Testimony
June 15-17, 1996	--	Prehearing Conference
June 30, 1996	--	Hearing Memorandum Filed
July 15-31, 1996	--	Evidentiary Hearings

WHEREFORE, for the foregoing reasons, the Industrial Intervenors respectfully request that the Commission issue an Order to establish a procedural schedule in this matter as set forth herein.

Respectfully submitted,

PEPER, MARTIN, JENSEN, MAICHEL
and HETLAGE

By *Diana Schmidt*
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CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing Motion to Establish a Procedural Schedule upon all parties of record in this proceeding by mailing, by first class mail, to each party, a copy thereof, in properly addressed envelopes with postage prepaid.

Dated at St. Louis, Missouri, this 28th day of December, 1995.


