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December 17, 1999

FILED

DEC 17 1999

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 3660
Jefferson City, Missouri 65102

**Missouri Public
Service Commission**

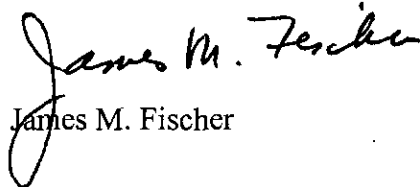
RE: *Atmos Energy Corporation and Arkansas Western Gas Company, d/b/a Associated
Natural Gas Company, Case No. GM-2000-312*

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter are the original and fourteen (14) copies of a Motion for Protective Order. A copy of the foregoing Motion has been hand-delivered or mailed this date to parties of record.

Thank you for your attention to this matter.

Sincerely,


James M. Fischer

/jr
Enclosures

cc: Office of the Public Counsel
Dana Joyce, General Counsel
Gary W. Duffy
Robin E. Fulton
Craig S. Johnson
Jeffrey A. Keevil

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

FILED

DEC 17 1999

Missouri Public
Service Commission

In the matter of the Joint Application of Atmos)
Energy Corporation and Arkansas Western Gas)
Company, d/b/a Associated Natural Gas)
Company, for an order authorizing the sale and)
transfer of certain assets of Associated)
Natural Gas Company located in Missouri to)
Atmos Energy Corporation and either)
authorizing the transfer of existing)
Certificates of Public Convenience and)
Necessity or granting a New Certificate of Public)
Convenience and Necessity to Atmos Energy)
Corporation in conjunction with same.)

Case No. GM-2000-312

MOTION FOR ISSUANCE OF PROTECTIVE ORDER


COME NOW Atmos Energy Corporation ("Atmos") and Arkansas Western Gas Company, d/b/a Associated Natural Gas Company ("ANG") (collectively "Joint Applicants") by and through their counsel, and, for their Motion for Issuance of Protective Order, hereby state as follows:

1. On November 2, 1999, the Joint Applicants filed their Joint Application requesting approval of the sale of the assets of ANG located in Missouri to Atmos.
2. Discovery in this matter has commenced by the Commission Staff and Office of the Public Counsel. Some of the information being requested is sensitive proprietary and/or highly confidential information and materials related to the operations and businesses of the Joint Applicants.


3. To protect the Joint Applicants' interest in the confidentiality of such materials and to facilitate the exchange of information between proper parties to the case, and without prejudging the appropriateness of any such discovery requests, the Joint Applicants request an order of the Commission issuing its customary Protective Order for use during the course of this proceeding.

WHEREFORE, the Joint Applicants respectfully request the Commission to issue its standard Protective Order containing categories for both Highly Confidential and Proprietary information.

Respectfully submitted,


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ATTORNEY FOR ARKANSAS WESTERN
GAS COMPANY D/B/A ASSOCIATED
NATURAL GAS COMPANY

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been hand-delivered or mailed, postage prepaid, by U.S. Mail, First Class, this 17th day of December 1999, to:

Office of the Public Counsel
P.O. Box 7800
Jefferson City MO 65102

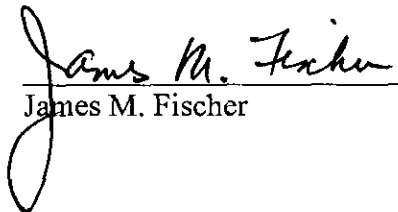
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