

LAW OFFICES
BRYDON, SWEARENGEN & ENGLAND
PROFESSIONAL CORPORATION

DAVID V.G. BRYDON
JAMES C. SWEARENGEN
WILLIAM R. ENGLAND, III
JOHNNY K. RICHARDSON
GARY W. DUFFY
PAUL A. BOUDREAU
SONDRA B. MORGAN
CHARLES E. SMARR

312 EAST CAPITOL AVENUE
P.O. BOX 456
JEFFERSON CITY, MISSOURI 65102-0456
TELEPHONE (573) 635-7166
FACSIMILE (573) 635-0427
E-MAIL: SMORGAN@BRYDONLAW.COM

DEAN L. COOPER
MARK G. ANDERSON
TIMOTHY T. STEWART
GREGORY C. MITCHELL
RACHEL M. CRAIG
BRIAN T. MCCARTNEY
DALE T. SMITH

May 11, 2000

FILED²
MAY 11 2000

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

TM-2000-748

Missouri Public
Service Commission

Re: In the matter of the Joint Application of Miller Telephone Company and Townes Telecommunications, Inc., for an order authorizing Townes Telecommunications, Inc. to purchase or acquire, take or hold all of the issued and outstanding capital stock of Miller Telephone Company.

Dear Mr. Roberts:

Enclosed please find the original plus eight (8) copies of the following documents for filing on behalf of Miller Telephone Company and Townes Telecommunications, Inc. in the above referenced matter:

1. Motion for Issuance of a Protective Order; and
2. Motion to Expedite.

Please bring these matters to the attention of the appropriate Commission personnel.

Thank you for your attention to this matter.

Very truly yours,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:

Sondra B. Morgan
Sondra B. Morgan

SBM/k

Enclosures

cc: Office of Public Counsel
Robert Prince
David Beatty

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

FILED²

MAY 11 2000 *mh*

Missouri Public
Service Commission

In the matter of the Joint Application)
of Miller Telephone Company and)
Townes Telecommunications, Inc., for)
an order authorizing Townes)
Telecommunications Inc., to purchase or)
acquire, take or hold all of the issued and)
outstanding capital stock of Miller)
Telephone Company.)

Case No. TM - 2000 - 748

MOTION FOR ISSUANCE OF A PROTECTIVE ORDER

Comes now Miller Telephone Company and Townes Telecommunications, Inc. ("Joint Applicants") and move the Missouri Public Service Commission ("Commission") to issue its standard-form protective order in the above-referenced case. In support thereof, Joint Applicants respectfully state to the Commission as follows:

1. On this same date, Joint Applicants are filing a Joint Application with the Commission wherein Townes Telecommunications, Inc. ("Townes") requests authority to purchase all of the outstanding capital stock of Miller Telephone Company.
2. As an exhibit to the Joint Application, Joint Applicants will file a copy of the Stock Purchase Agreement negotiated by the parties with all its attachments. Because the Stock Purchase Agreement and its attachments contain confidential and proprietary information regarding the transaction, Joint Applicants request that the Commission issue a Protective Order so that these documents may be filed as "proprietary." Joint Applicants anticipate that there may be additional confidential or proprietary information requested by the Commission Staff as it conducts its review of this transaction.

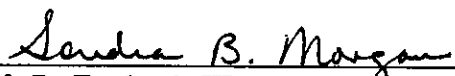
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3. Therefore, because of the potential for public disclosure of such confidential information without a protective order in place, Applicant moves the Commission to issue its standard-form protective order containing classifications of "highly confidential" and "proprietary."

WHEREFORE, Joint Applicants respectfully request that the Commission:

- (a) issue the Commission's standard-form protective order containing classifications of "highly confidential" and "proprietary" to guide the parties' conduct in this case; and,
- (b) grant such further relief as the Commission deems appropriate.

Respectfully submitted,



W. R. England, III Mo. #23975
Sondra B. Morgan Mo. #35482
BRYDON, SWEARENGEN & ENGLAND P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, MO 65101-0456
(573) 635-7166

Attorneys for Miller Telephone Company and
Townes Telecommunications, Inc.

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was hand-delivered this 11th day of May, 2000 to:

Mr. Mike Dandino
Office of the Public Counsel
P.O. Box 7800
Jefferson City, Missouri 65102

Sandra B. Morgan
Sandra B. Morgan