

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

IN THE MATTER OF THE JOINT)	
APPLICATION FOR APPROVAL)	
OF THE ACQUISITION BY)	
PHILADELPHIA SUBURBAN)	Case No. WM-2003-0133
CORPORATION OF THE STOCK)	
OF AQUASOURCE DEVELOPMENT)	
COMPANY)	

MOTION FOR PROTECTIVE ORDER

COME NOW Philadelphia Suburban Corporation ("PSC") and AquaSource Development Company ("AquaSource")(collectively "Joint Applicants"), pursuant to Commission Rules 4 CSR 240-2.085, and hereby respectfully request that the Missouri Public Service Commission ("Commission") issue a Protective Order in this proceeding. In support of this Motion, the Joint Applicants state as follows:

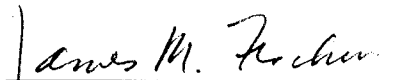
1. On or about October 18, 2002, the Office of the Public Counsel served Data Requests upon the Joint Applicants.
2. The Joint Applicants believe that certain information requested by the Public Counsel should not be made public because it is either: (a) "proprietary" in that the information contains trade secrets, as well as confidential or private technical, financial, and business information; or (b) "highly confidential" in that it concerns (1) material or documents that contain information relating directly to specific customers; or (2) market-specific information relating to services offered in competition with other parties or non-parties. Among other things, this information may contain: customer

specific information, competitive pricing information, trade secrets, confidential technical financial and business information or other material of a confidential proprietary nature.

3. The public disclosure of this information will harm the Joint Applicants' business interests, and the information subject to the proposed Protective Order will not be found in any publicly available document.

WHEREFORE, pursuant to 4 CSR 240-2.085, the Joint Applicants respectfully requests that the Commission issue in this proceeding its standard Protective Order, containing both of the Highly Confidential and Proprietary categories.

Respectfully submitted,



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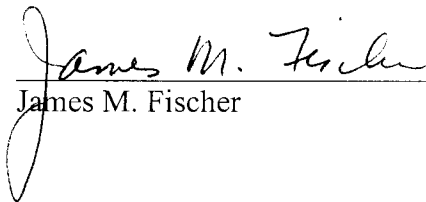
Attorneys for Philadelphia Suburban Corporation

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was hand-delivered, emailed or mailed this 31st day of October, 2002 to:

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Jefferson City, Missouri 65102

Mr. Dan Joyce, General Counsel
Missouri Public Service Commission
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