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October 29, 2001

Via Federal Express

Mr. Dale Hardy Roberts
Secretary / Chief Regulatory Law Judge
Missouri Public Service Commission
200 Madison Street – Suite 100
Jefferson City, Missouri 65101

FILED³

OCT 30 2001

Missouri Public
Service Commission



RE: MPSC Case No. EO-2002-178 / Direct Testimony of Larry Merry on behalf of Union Electric Company d/b/a AmerenUE

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter, on behalf of Union Electric Company, are an original and eight (8) copies of the Non-Proprietary Direct Testimony of Larry Merry, an original and eight (8) copies of the Highly Confidential Direct Testimony of Larry Merry and a Motion for Protective Order.

Kindly stamp as filed the copy of the enclosed cover letter and return it to me in the envelope provided.

Very truly yours,

A handwritten signature in black ink, appearing to read "William B. Bobnar", with a long horizontal flourish extending to the right.

William B. Bobnar
Associate General Counsel

WBB:mas
Enclosures

cc: Office of Public Counsel
Service List

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

FILED³

OCT 30 2001

Missouri Public
Service Commission

In the matter of the Joint Application)
of Union Electric Company and)
Gascosage Electric Cooperative for an)
order approving a change in electric supplier)
for certain Union Electric Company customers)
for reasons in the public interest; authorizing)
the sale, transfer, and assignment of certain)
electric distribution facilities, substations, and)
easements from Union Electric Company)
to Gascosage Electric Cooperative; and)
approving the First Amendment to the)
Existing Territorial Agreement between)
Union Electric Company and Gascosage)
Electric Cooperative)

Case No. EO-2002-178

MOTION FOR PROTECTIVE ORDER

COMES NOW, Union Electric Company d/b/a AmerenUE ("AmerenUE"), by and through its counsel, and hereby moves the Missouri Public Service Commission ("Commission") to issue its standard Protective Order in this proceeding on the following grounds:

1. On October 10, 2001, AmerenUE and Gascosage Electric Cooperative ("Gascosage") filed a Joint Application for an order, among other things, approving a change in the electric supplier for approximately 1200 structures in and around the cities of Brumley and Ulman, from AmerenUE to Gascosage pursuant to Section 393.106 RSMo. (2000) and associated distribution facilities in accordance with a Contract for Purchase and Sale of Distribution Facilities dated October 9, 2001 (the "Contract"). The Application has been docketed by the Commission as Case No. EO-2002-178. Concurrently, with the filing of this Motion, AmerenUE is filing the Direct Testimony of Larry Merry in this case.

2. **Schedule 4** to the Direct Testimony of Larry Merry contains information, which has been designated "Highly Confidential" by AmerenUE because it contains the monetary

consideration paid to AmerenUE to transfer its electrical distribution facilities to Gascosage in accordance with the contract. It is highly likely that AmerenUE will negotiate with other rural electric cooperatives either to purchase or sell distribution facilities. Having the amount of monetary consideration paid by Gascosage to AmerenUE available to other rural electric cooperatives could significantly impact AmerenUE's ability to negotiate a favorable price. The Proprietary Information contained in **Schedule 4** cannot be found in any other public document.


AmerenUE also anticipates that it may be asked to provide additional highly confidential or proprietary information in this proceeding.

3. The Commission has recognized, in numerous cases, that there is a genuine need to protect certain confidential or proprietary information from disclosure.

WHEREFORE, AmerenUE respectfully requests that the Commission issue its standard Protective Order in this case.

Respectfully submitted,

UNION ELECTRIC COMPANY
d/b/a AmerenUE

By 

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Dated at St. Louis, Missouri, this 29th day of October, 2001.

8