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February 24, 2000

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

FILED²
FEB 24 2000
Missouri Public
Service Commission

**Re: In the Matter of the Merger of UtiliCorp United Inc. and
TransAlta Corporation
Case No. EF-2000-506
EM-**

Dear Mr. Roberts:

On behalf of UtiliCorp United Inc., I deliver herewith an original and fourteen (14) copies of a Motion for Protective Order to be filed with the Commission. A copy is also being hand-delivered to The Office of the Public Counsel this date.

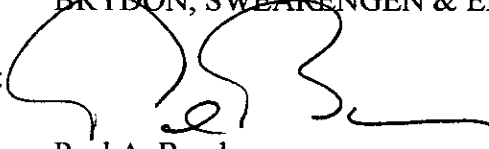
I have also enclosed an extra copy of the Application which I request that you stamp "Filed" and return to the person delivering same to you.

Thank you for your attention in this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:


Paul A. Boudreau

PAB/aw
Enclosures
cc: The Office of Public Counsel

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

FILED²

FEB 24 2000

Missouri Public
Service Commission

In the Matter of the Application of)
UtiliCorp United Inc. for authority to)
acquire, indirectly, the capital stock of)
860023 Alberta Ltd., and to take all)
other actions reasonably necessary)
to effectuate said transaction.)

Case No. ^{EM}EF-2000-506

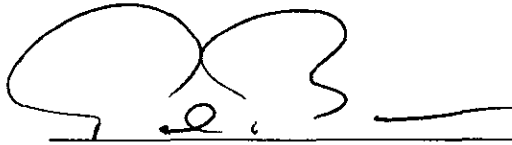
MOTION FOR PROTECTIVE ORDER

COMES NOW UtiliCorp United Inc. ("UtiliCorp"), pursuant to Commission rule 4 C.S.R. 240-2.130(15), and for its Motion that the Missouri Public Service Commission ("Commission") issue its customary Protective Order in the captioned case, states as follows:

1. On February 18, 2000, UtiliCorp filed an Application for approval to acquire the Canadian electric distribution and retail business of TransAlta Corporation ("TransAlta").
2. UtiliCorp anticipates that the review of the Application by Staff and the Office of the Public Counsel will necessitate the exchange of information or documentation which is considered by UtiliCorp and/or TransAlta to be confidential or proprietary in nature. Accordingly, UtiliCorp requests that the Commission issues its customary Protective Order to facilitate the prompt exchange of information between UtiliCorp, Staff and Public Counsel.

WHEREFORE, for good cause shown, UtiliCorp requests the Commission issue its customary Protective Order in the captioned case.

Respectfully submitted,



James C. Swearengen #21510
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Attorneys for UtiliCorp United Inc.

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepaid, or hand-delivered, on this 24th day of February, 2000, to:

The Office of the Public Counsel
Truman Building, Room 250
P.O. Box 7800
Jefferson City, MO 65102-7800

