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February 18, 2000

FILED

FEB 18 2000

Missouri Public
Service Commission

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

**Re: In the Matter of the Merger of Southern Union Company and
Valley Resources, Inc.
Case No. GM-2000-502**

Dear Mr. Roberts:

On behalf of Southern Union Company, 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
OF THE STATE OF MISSOURI**

FILED³

FEB 18 2000

In the matter of the application of
Southern Union Company for authority
to acquire the common stock of and to
merge with Valley Resources, Inc., and
in connection therewith, certain other
related transactions.

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**Missouri Public
Service Commission**

Case No. GM-2000-502

MOTION FOR PROTECTIVE ORDER

COMES NOW Southern Union Company ("Southern Union"), 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 17, 2000, Southern Union filed an Application for approval for Southern Union to merge with Valley Resources, Inc., with Southern Union as the surviving corporation.
2. Southern Union 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 Southern Union to be confidential or proprietary in nature. Accordingly, Southern Union requests that the Commission issue its customary Protective Order to facilitate the prompt exchange of information between Southern Union, Staff and Public Counsel.

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

Respectfully submitted,



Paul A. Boudreau #33155
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P.O. Box 456
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Attorneys for Southern Union Company

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 18th day of February, 2000, to:

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

