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FILED³

JAN 13 2003

January 13, 2003

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

**Missouri Public
Service Commission**

Re: Southern Union Company d/b/a Missouri Gas Energy

Dear Mr. Roberts:

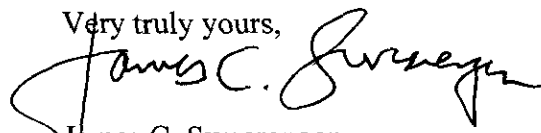
On behalf of Southern Union Company d/b/a Missouri Gas Energy, I deliver herewith for filing with the Missouri Public Service Commission the following:

- An original and eight (8) copies of an Application of Southern Union Company d/b/a Missouri Gas Energy for Authority to Acquire Directly or Indirectly, Up to and Including One Hundred Percent (100%) of the Equity Interests of Panhandle Eastern Pipeline Company, Including Its Subsidiaries, and to Take All Other Actions Reasonably Necessary to Effectuate Said Transaction;
- An original and eight (8) copies of a Motion for Expedited Treatment; and,
- An original and eight (8) copies of a Motion for Protective Order.

A copy of the application and motions will be served on the Commission's General Counsel and the Office of the Public Counsel.

Would you please bring this filing to the immediate attention of the appropriate Commission personnel. Thank you very much for your assistance and cooperation.

Very truly yours,


James C. Swearengen

Enclosures

cc: Dan Joyce
John Coffman

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED³

JAN 13 2003

Missouri Public
Service Commission

In the Matter of the Application of Southern)
Union Company d/b/a Missouri Gas Energy)
For Authority to Acquire Directly or)
Indirectly, Up to and Including One Hundred)
Percent (100%) of the Equity Interests)
of Panhandle Eastern Pipeline)
Company, Including Its Subsidiaries, and to)
Take All Other Actions Reasonably Necessary)
to Effectuate Said Transaction)

Case No. _____

MOTION FOR EXPEDITED TREATMENT

COMES NOW Southern Union Company ("Southern Union"), pursuant to 4 CSR 240-2.080(16), and for its Motion for Expedited Treatment of its Application For Authority to Acquire, Directly or Indirectly, Up to and Including One Hundred Percent (100%) of the Equity Interests of Panhandle Eastern Pipeline Company, Including Its Subsidiaries, states to the Missouri Public Service Commission ("Commission") as follows:

1. Concurrently with this Motion for Expedited Treatment, Southern Union has filed an Application seeking a Commission order authorizing Southern Union to acquire, directly or indirectly, up to and including one hundred percent (100%) of the equity interests of Panhandle Eastern Pipeline Company, including its subsidiaries, (hereinafter the "Application").
2. **Effective Date**. Southern Union's Application requests a Commission order authorizing the described transaction on or before thirty days from the date of the filing of the Application, bearing an effective date of ten (10) days after the date of issuance.
3. **Benefit Sought**. The parties have agreed to close the transaction which is the subject of the Application in the first quarter of 2003, but in no event earlier than

January 2, 2003. More specifically, the principals to the Stock Purchase Agreement ("Agreement") have entered into this transaction with the objective and stated goal of closing in early to mid-February of 2003. This contemplates the issuance of an order authorizing Southern Union to perform in accordance with, or as may be permitted by or result from, the terms of the Agreement approximately thirty (30) days from the date the Application is filed, a timeframe that is consistent with the procedure required to obtain clearance by the Federal Trade Commission under the Hart-Scott-Rodino Act. Given the "no public detriment" standard which the Commission is required to apply to this transaction, such a timeframe should not be burdensome to the Commission or its Staff. In fact, it is similar to the time required to obtain the authority of this Commission in Southern Union Case No. GM-98-146 involving Southern Union's acquisition of all of the capital stock of Atlantic Utilities Corporation. In that case, the Commission approved Southern Union's application in approximately 5 ½ weeks based on its staff's recommendation. Moreover, Southern Union's agreement at the outset to the conditions and commitments contained in Appendix 8 to and paragraph 20 of the Application, consistent with the conditions agreed to in several recent Southern Union acquisitions, should assist in the timely processing of its request in this instance. Additionally, the Agreement provides that steep monetary penalties be paid by Southern Union in the event closing is delayed beyond the end of March 2003. Should that occur, Southern Union will be obligated to pay the seller \$100,000 per day in April of 2003, \$200,000 per day in May 2003 and \$300,000 per day thereafter. (See, Section 5.20, Appendix 5, to the Application).

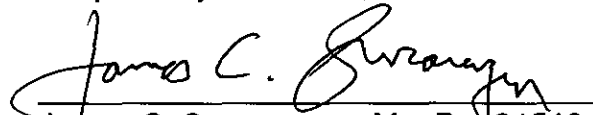
4. **Public Detriment.** As explained in the Application, the transaction will have no adverse effect on Southern Union's Missouri operations and customers. Southern Union has proposed significant commitments to further insulate its Missouri customers from any possible adverse consequences which may be associated with the transaction.

5. **Motion Filed Concurrently with Application.** The Agreement was executed on December 21, 2002. This Motion for Expedited Treatment is being filed concurrently with the Application. Therefore, this motion is being filed as soon as it could have been and complies with 4 CSR 240-2.080(16)(C).

6. **Order Directing Staff to File Recommendation.** To facilitate the expeditious review of the Application, Southern Union requests that the Commission issue an order directing its staff to commence its analysis of the Application and to file with the Commission its recommendation with respect to the Application in time to permit the issuance of the Commission's order approving the transaction as contemplated herein.

WHEREFORE, for good cause shown, Southern Union respectfully requests the Commission to direct that this matter be given expedited consideration such that an order by the Commission approving Southern Union's Application may issue no later than thirty days from the date the Application is filed, bearing an effective date of ten (10) days after the date of issuance.

Respectfully submitted,



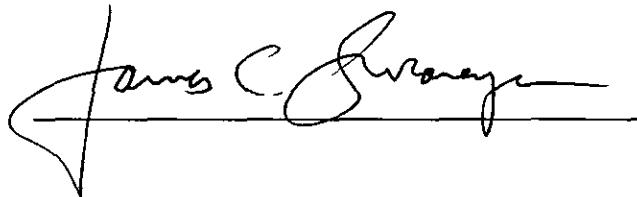
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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was delivered by first class mail or by hand delivery, on this 13th day of January, 2003 to the following:

Mr. Dana K. Joyce, General Counsel
Missouri Public Service Commission
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102-0360

John B. Coffman
Acting Public Counsel
Office of the Public Counsel
200 Madison Street, Suite 650
P.O. Box 7800
Jefferson City, MO 65102

A handwritten signature in black ink, appearing to read "James C. Swartz", is written over a horizontal line. The signature is stylized with a large, sweeping initial "J" and a long, horizontal stroke extending to the right.