

LAW OFFICES
BRYDON, SWEARENGEN & ENGLAND

PROFESSIONAL CORPORATION

312 EAST CAPITOL AVENUE

P.O. BOX 456

JEFFERSON CITY, MISSOURI 65102-0456

TELEPHONE (573) 635-7166

FACSIMILE (573) 635-0427

Email: PAULB@BRYDONLAW.COM

DAVID V.G. BRYDON

JAMES C. SWEARENGEN

WILLIAM R. ENGLAND, III

JOHNNY K. RICHARDSON

GARY W. DUFFY

PAUL A. BOUDREAU

SONDRA B. MORGAN

CHARLES E. SMARR

DEAN COOPER

MARK G. ANDERSON

TIMOTHY T. STEWART

GREGORY C. MITCHELL

BRIAN T. MCCARTNEY

BRIAN K. BOGARD

OF COUNSEL

RICHARD T. CIOTTONI

December 13, 2001

FILED²

DEC 13 2001

Missouri Public
Service Commission

Mr. Dale Hardy Roberts, Secretary
Public Service Commission
Governor Office Building
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, MO 65102-0360

**Re: UtiliCorp United Inc.
Case No. EO-2002-215**

Dear Mr. Roberts:

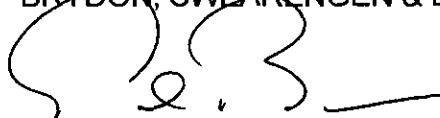
On behalf of UtiliCorp United Inc., enclosed for filing in the above-referenced case please find an original and eight (8) copies of a Notice to the Commission. A copy has also been hand-delivered to the Office of the Public Counsel this date.

Thank you for your assistance with this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND, P.C.

By:



Paul A. Boudreau

PAB/aw

Enclosures

cc: Office of the Public Counsel

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²
DEC 13 2001
Missouri Public
Service Commission

In the Matter of the Application of UtiliCorp)
United Inc. for Authority to Acquire the Shares)
of Avon Energy Partners Holdings and to) Case No. EO-2002-215
Take All Other Actions Reasonably Necessary)
to Effectuate Said Transaction.)

NOTICE TO THE COMMISSION

COMES NOW UtiliCorp United Inc. ("UtiliCorp") and advises the Commission with respect to the status of its acquisition of the Midlands Business¹ in light of the sudden collapse of Enron Corp. ("Enron").

Midlands, through its wholly owned subsidiary Midlands Power International Limited, holds a twenty-seven percent (27%) interest in Teesside Power Ltd. ("Teesside"), a power generation project located in the UK. Teesside has significant long-term power sales contracts with Enron. Discussions are continuing between the current owners of Teesside, various banks, Enron and others, in an attempt to resolve the situation. However, it now appears possible that dividends to the owners of Teesside will be eliminated for an extended period of time.

This development could result in the withdrawal of UtiliCorp's prospective Partner, Deutsche Bank, from the transaction. In the absence of a Partner, UtiliCorp would be placed in the position of acquiring one hundred percent (100%) of the outstanding shares of Avon. This would cause significant changes to the financial information UtiliCorp filed on November 19, 2001, as Appendix 6 (substitute) to the Application.

In light of the uncertainty that these recent events have caused, UtiliCorp understands that the Commission may wish to further condition its approval of the

¹ Capitalized terms shall have the meanings attributed in the Application, unless otherwise indicated.

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Application that UtiliCorp have a Partner with which to participate in the acquisition in the manner described in the Application. By so doing, the Commission can ensure that the debt of Midlands and Avon will not be consolidated on UtiliCorp's financial statements, and that UtiliCorp's financial ratios will be similar to those shown in Appendix 6 as filed.

With respect to the timing for the issuance of a Commission order in this case, UtiliCorp's Application requested that the Commission issue an order by December 15, 2001, bearing an effective date of no later than December 25, 2001. UtiliCorp renews its request for expedited Commission approval of the Application, subject to the conditions heretofore recommended by the Commission's Staff, the Office of the Public Counsel and the additional condition noted in the immediately preceding paragraph.

WHEREFORE, UtiliCorp notifies the Commission of changes in the circumstances surrounding its Application to acquire the outstanding shares of Avon and renews its request for an order approving the Application subject to the conditions recommended by Staff and the Office of the Public Counsel and, also, subject to the condition that UtiliCorp have a Partner as described in paragraphs 8 and 12 of the Application.

Respectfully submitted,



Paul A. Boudreau #33155
BRYDON, SWEARENGEN & ENGLAND, P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, MO 65102
Telephone: (573) 635-7166
Facsimile: (573) 635-0427
E-Mail: PaulB@brydonlaw.com

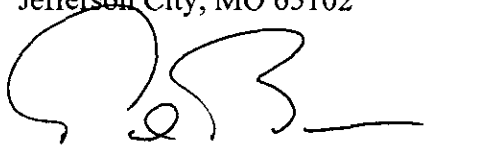
Attorneys for UtiliCorp United Inc.

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 13th day of December, 2001, to:

Mr. David A. Meyer
Missouri Public Service Commission
Governor Office Building
200 Madison Street, P.O. Box 360
Jefferson City, MO 65102

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

A handwritten signature in black ink, appearing to read 'P. B.', followed by a horizontal line.

Paul A. Boudreau