BEFORE THE PUBLIC SERVICE COMMISSION OF THE STATE OF MISSOURI

FILED² DEC 2 7 2005

Missouri Public Service Commission

Application of Union Electric Company)d/b/a AmerenUE for an order authorizing Applicant)(if and to the extent the transaction described) herein would constitute the issuance of an) evidence of indebtedness by Applicant under) Sections 393.180 and 393.200, RSMo)) to execute, deliver and perform the) agreements and instruments necessary to assumea lease and related documents pertaining to the) NRG Audrain combustion turbine generator) facility owned by Audrain County, Missouri which) was constructed as part of a revenue bond) project under Chapter 100, RSMo.

MOTION FOR PROTECTIVE ORDER AND MOTION FOR EXPEDITED TREATMENT

COMES NOW Union Electric Company d/b/a AmerenUE ("AmerenUE"), Applicant in the above-captioned case, pursuant to 4 CSR 240-2.085(1) and 4 CSR 240-2.080(16), hereby requests that the Commission issue its standard Protective Order for "Highly Confidential" and "Proprietary" information as defined by the Commission, and that it give this Motion expedited treatment, and in support of its Motions, AmerenUE states as follows:

1. On this date, AmerenUE filed its Application and Motion for Expedited Treatment (the "Application") in the above-captioned case, indicating that it would be seeking a protective order in this case.

2. AmerenUE seeks a protective order in this case to protect proprietary and highly confidential information that is contained in Exhibit HC-1 to its Application,

1

which is the Asset Purchase and Sale Agreement relating to NRG Audrain combustion turbine generator facility located in Audrain County, Missouri, as well as any additional proprietary or highly confidential information that may appear in additional filings or information provided in connection with this case.

3. The Asset Purchase and Sale Agreement contains highly confidential information relating to the commercial terms of the asset purchase transaction, including the price and other economically significant terms, all of which reflect confidential information about the cost of this proposed AmerenUE generating resource, the disclosure of which could damage AmerenUE's negotiations for other supply-side resources necessary to provide service to ratepayers. The Asset Purchase Agreement contains sensitive, confidential business, technical and financial information and reflects strategies in contract negotiations. Release of information that would otherwise not be made available to the public could have significant adverse effects on AmerenUE's competitive position in acquiring supply-side resources or in otherwise engaging in contract negotiations that can have an effect on its rate base and cost of service that would be detrimental to Applicant and ratepayers. Such information also cannot be found in any format in any other public document.

4. Because the Asset Purchase and Sale Agreement is being submitted concurrently with the filing of the Application, AmerenUE respectfully requests that this Motion for Protective Order be granted on an expedited basis, and incorporates herein the bases for seeking expedited treatment set forth in ¶¶ 13 through 15 of the Application.

2

WHEREFORE, AmerenUE respectfully requests that the Commission issue its

standard Protective Order in this case for "Highly Confidential and "Proprietary"

information.

Dated: December 27, 2005.

Respectfully Submitted:

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Attorneys for Union Electric Company d/b/a AmerenUE

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served via hand-deliver, to the following parties on the 27th day of December, 2005.

Office of the General Counsel Missouri Public Service Commission Governor Office Building 200 Madison Street, Suite 100 Jefferson City, MO 65101 gencounsel@psc.mo.gov

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