

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of the Application of Southern)	
Union Company d/b/a Missouri Gas Energy)	
For Authority to Acquire Directly or Indirectly,)	Case No. GM-2003-0238
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)	

**APPLICATION OF
KANSAS CITY POWER & LIGHT COMPANY
TO INTERVENE OUT OF TIME**

COMES NOW Kansas City Power & Light Company ("KCP&L") by and through its counsel and pursuant to 4 CSR 240-2.075 applies to intervene in the above-entitled matter out of time. In support of its application, KCP&L alleges and states:

1. KCP&L is a corporation organized and existing under and by virtue of the laws of the State of Missouri, with its principal office at 1201 Walnut, Kansas City, Missouri 64106-2124. KCP&L's Certificate of Good Standing was provided in Case No. EF-2002-315 and is incorporated herein by reference.

2. KCP&L holds Certificates of Convenience and Necessity from the Commission to transact business as an electric public utility in certain areas of the State of Missouri and is principally engaged in the generation, transmission, distribution and sale of electric power and energy.

3. Communications in this matter should be addressed to:

Timothy M. Rush
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4. KCP&L has heretofore filed with this Commission a certified copy of the Articles of Consolidation under which it was organized and of all amendments thereto.

5. KCP&L has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court, which involve customer service or rates, which has occurred within three (3) years of the date of this Application, except as identified on Exhibit 1 hereto. No annual report or assessment fees are overdue.

6. KCP&L requests leave to intervene in the above-entitled matter out of time.

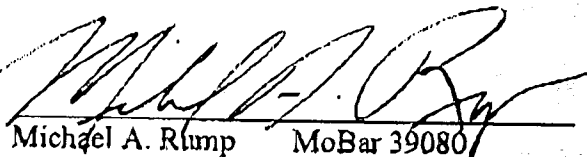
7. On Monday February 10, 2003, KCPL became aware of certain information impacting KCPL's interest in this proceeding. AIG Highstar has contracted with Southern Union Company to manage Southern Star Central, formerly known as Williams Pipeline Company ("Williams"). KCPL has generating assets connected to Southern Star Central, Panhandle Eastern Pipeline Company ("PEPL") and Missouri Gas Energy ("MGE"), a division of Southern

Union. If the acquisition proposed by Southern Union is completed, competition for natural gas services will be diminished, because Southern Union will either own and/or manage all three natural gas sources to KCPL's generating assets. In addition, AIG Highstar will have an ownership interest in two out of the three natural gas sources to KCPL's generating assets. Information shared within and/or between these companies has the potential to be detrimental to KCPL. KCPL believes this will place KCPL's generating assets at a competitive disadvantage with its ability to purchase natural gas services. KCPL's interest in this proceeding is different from that of the general public and cannot be adequately represented by any other party.

8. KCP&L's participation in this matter will not delay or hinder these proceedings.

WHEREFORE, for the above and foregoing reasons, Kansas City Power & Light Company respectfully requests permission to intervene out of time in the above-entitled matter.

Respectfully submitted,



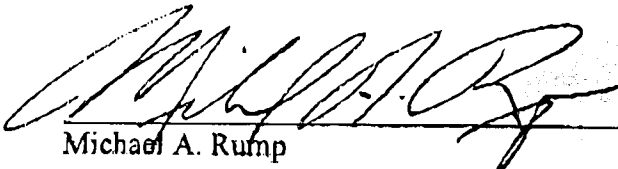
Michael A. Rump MoBar 39080
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Attorney for
Kansas City Power & Light Company

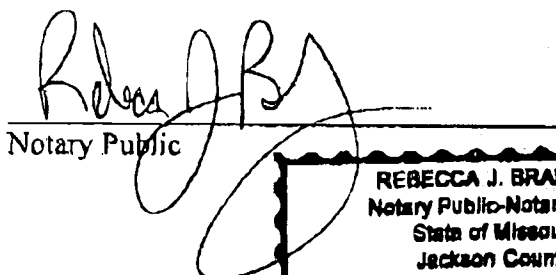
VERIFICATION

State of Missouri)
)
County of Jackson) Ss:

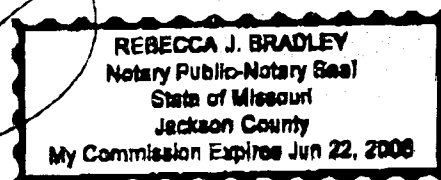
Michael A. Rump, being first duly sworn upon his oath, deposes and states that he is Senior Attorney for Kansas City Power & Light Company, that he has read and is familiar with the foregoing application and that the statements therein are true and correct to the best of his knowledge, information and belief.


Michael A. Rump

Subscribed and sworn to before me this 11th day of February 2003.


Notary Public

My Commission Expires: 6-22-06



CERTIFICATE OF SERVICE

I hereby certify that a copy of the above and foregoing application of Kansas City Power & Light Company to intervene out of time was hand delivered and/or deposited in the U.S. Mail, postage prepaid, on the 11th day of February 2003, to:

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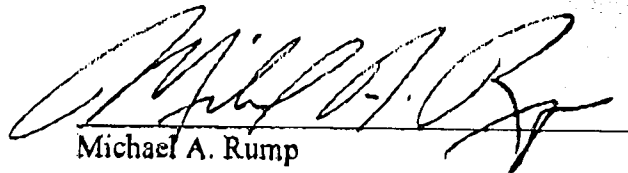
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Michael A. Rump

EXHIBIT 1

The following is a list of Applicant's pending actions or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this application:

1. GST Appeal of Missouri Public Service Commission Decision; Case No. EC-99-553 in the Circuit Court of Cole County, Missouri; Docket No. 00CV324891; further appealed to the Court of Appeals of the Western District of Missouri by GST.

2. Hawthorn Station Incident Investigation before the Missouri Public Service Commission; Case No. ES-99-581.