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December 20, 1999

FILED²

DEC 20 1999

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: UtiliCorp United Inc.
Investment in Electric Utility Distribution Business in Brazil
Case No. EM-2000-358**

Dear Mr. Roberts:

On behalf of UtiliCorp United Inc., I deliver herewith fourteen (14) copies of UtiliCorp's Second Amended Application by Deletion. I would appreciate it if you would see that copies are distributed to the appropriate Commission personnel. Service copies have been mailed or hand-delivered this date.

I have also enclosed an extra copy of the document which I request that you stamp "Filed" and return to the person delivering it to you.

Thank you for your attention in this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:

Paul A. Boudreau

PAB/aw
Enclosure

cc: The Office of the Public Counsel

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

FILED²

DEC 20 1999

Missouri Public
Service Commission

In the Matter of the Application of)
UtiliCorp United Inc. for authority to)
acquire, indirectly, an ownership)
interest in Companhia Energetica De)
Pernambuco, an electric utility)
distribution business located in)
Brazil, and to take all other actions)
reasonably necessary to effectuate said)
transaction.)

Case No. EM-2000-358

SECOND AMENDED APPLICATION BY DELETION

COMES NOW UtiliCorp United Inc. ("Applicant"), by and through counsel, and for its Second Amended Application in the captioned matter, states as follows:

1. On December 3, 1999, the Applicant filed an Application with the Missouri Public Service Commission ("Commission") for authority to acquire an ownership interest in an electric utility distribution business located in Brazil. The Commission docketed the filing as Case No. EM-2000-358.

2. On December 8, 1999, Applicant amended its Application to correct several typographical errors by interlineation.

3. Instead of requesting that the SEC issue a new 3(b) exemption to UtiliCorp Canada Corp. ("UCC"), UtiliCorp now plans to utilize an existing 3(b) certified entity. Thus, there is no longer a need for an SEC certification letter in substantially the form of Appendix 4 to the Application as set forth in paragraphs 9 and 10 of the Application.

4. In light of this development, Applicant further amends its Application by deleting therefrom paragraphs 9 and 10 in their entirety and, further, by withdrawing its request in subparagraph (2) of the prayer of the Application that the Commission send the certification letter to the

SEC concerning UCC in substantially the form of Appendix 4 of the Application.

5. No prejudice should result from this amendment of the Application because the withdrawal of Applicant's request for SEC certification in fact narrows and simplifies the relief requested from the Commission.

6. Applicant's Application heretofore filed on December 3, 1999, and as amended on December 8, 1999, in all other respects is hereby restated, ratified and confirmed.

WHEREFORE, having amended its Application as aforesaid, Applicant renews its request for authority to make the described investment all in accordance with its Application as hereinabove amended.

Respectfully submitted,



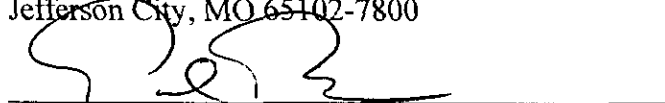
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Attorneys for UtiliCorp United Inc.

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 20th day of December, 1999, to:

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



VERIFICATION


State of Missouri)
) ss
County of Cole)

Paul A. Boudreau, having been duly sworn upon his oath, deposes and states that he is attorney in fact for UtiliCorp United Inc., Applicant herein and as such, is duly authorized to make its Second Amended Application by Deletion on its behalf; that the matters and things stated in the foregoing Second Amended Application by Deletion are true and correct to the best of his information, knowledge and belief.



Paul A. Boudreau

Subscribed and sworn to before me, a notary public, on this 20th day of December, 1999.



Notary Public

My Commission Expires:

