

LAW OFFICES
BRYDON, SWEARENGEN & ENGLAND

PROFESSIONAL CORPORATION

312 EAST CAPITOL AVENUE

P.O. BOX 456

JEFFERSON CITY, MISSOURI 65102-0456

DAVID V.G. BRYDON
JAMES C. SWEARENGEN
WILLIAM R. ENGLAND, III
JOHNNY K. RICHARDSON
GARY W. DUFFY
PAUL A. BOUDREAU
SONDRA B. MORGAN
SARAH J. MAXWELL
CHARLES E. SMARR
MARK G. ANDERSON
DEAN L. COOPER

AREA CODE 314
TELEPHONE 635-7166
FACSIMILE 635-0427

December 5, 1995

Mr. David L. Rauch
Executive Secretary
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

Re: Case No. EM-96-149

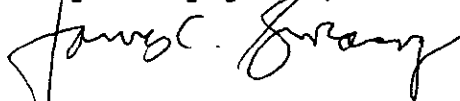
Dear Mr. Rauch:

On behalf of The Empire District Electric Company, I deliver herewith for filing with the Missouri Public Service Commission in the above-referenced case an original and fourteen copies of an Application to Intervene.

A copy of this pleading will be provided this date to all parties of record.

Thank you very much for your cooperation in this matter.

Very truly yours,



James C. Swearngen

JCS/nh
Enclosure

cc: Office of Public Counsel
Steve Sullivan

FILED
DEC 5 - 1995
MISSOURI
PUBLIC SERVICE COMMISSION

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the matter of the Application of)
Union Electric Company for an order)
authorizing: (1) certain merger)
transactions involving Union Electric)
Company; (2) the transfer of certain) Case No. EM-96-149
Assets, Real Estate, Leased Property,)
Easements and Contractual Agreements to)
Central Illinois Public Service Company;)
and (3) in connection therewith, certain)
other related transactions.)

APPLICATION TO INTERVENE

Comes now The Empire District Electric Company ("Empire"), by counsel, and in support of its Application to Intervene in the above-captioned matter states to the Missouri Public Service Commission ("Commission") as follows:

1. Empire is a Kansas corporation with its principal office and place of business at 602 Joplin Street, Joplin, Missouri 64801. Empire is authorized to conduct business in Missouri and is engaged, generally, in generating, purchasing, transmitting, distributing and selling electric energy in its Missouri service areas subject to the jurisdiction of the Commission as provided by law.

2. All correspondence, communications, orders and decisions in this matter should be addressed to the undersigned counsel as well as to the following:

Robert B. Fancher
Vice President - Finance
The Empire District Electric Company
602 Joplin
P.O. Box 127
Joplin, Missouri 64801
417-625-5104

FILED

DEC 5 - 1986

MISSOURI
PUBLIC SERVICE COMMISSION


3. The Commission has established the above-referenced docket to receive and consider the application of Union Electric Company ("UE") for an order authorizing certain merger transactions involving UE; the transfer of certain assets, real estate, leased property, easements and contractual agreements to Central Illinois Public Service Company; and certain other related transactions.

4. By its Order and Notice issued and dated November 15, 1995, the Commission authorized interested parties to intervene in this proceeding on or before December 15, 1995.

5. Empire files this Application to Intervene on the grounds that the Commission's decision with respect to the UE application may affect Empire's interests as an electric utility providing service in Missouri. Therefore, Empire's interest in this matter is different from that of the general public and cannot be represented adequately by any other party to this case.

WHEREFORE, Empire respectfully requests that the Commission issue an order authorizing it to intervene in and participate fully in the above-captioned proceeding and for such other orders as are reasonable in the circumstances.

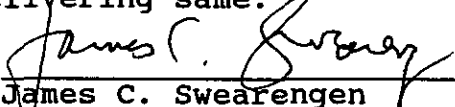
Respectfully submitted,


James C. Swearengen #21510
BRYDON, SWEARENGEN & ENGLAND P.C.
P.O. Box 456
Jefferson City, Missouri 65102
(314) 635-7166

Attorneys for The Empire District
Electric Company

Certificate of Service

The undersigned hereby certifies that a true and correct copy of the foregoing document was served on all parties of record in this proceeding this 5th day of December, 1995, by placing a copy of same in the United States Mail, first class postage prepaid and properly addressed, or hand deliivering same.



James C. Swearingen