

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

In the matter of the Joint Application of)
Aquila, Inc. d/b/a Aquila Networks – MPS and)
Aquila Networks – L&P (“Aquila”), The Empire)
District Gas Company (“EDG”) and The) Case No. GO-2006-0205
Empire District Electric Company (“EDE”))
for an order authorizing the sale, transfer and)
assignment of certain assets and liabilities from)
Aquila to EDG and in connection therewith,)
certain other related transactions.)

SUPPLEMENT TO JOINT APPLICATION

COME NOW Aquila, Inc. d/b/a Aquila Networks – MPS and Aquila Networks – L&P (“Aquila”), The Empire District Gas Company (“EDG”), and The Empire District Electric Company (“EDE”, and together with EDG, “Empire”) (collectively “Joint Applicants”), by and through their counsel, and submit this Supplement to Joint Application pursuant to 4 CSR 240-2.060(2) and 4 CSR 240-3.210(3), and in connection therewith respectfully state as follows:

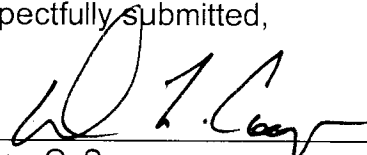
1. On November 8, 2005, the Joint Applicants filed their Joint Application which initiated this case with the Missouri Public Service Commission (“Commission”). Appendix 2 to the Joint Application was a copy of the Asset Purchase Agreement (“Purchase Agreement”) dated as of September 21, 2005, by and between Aquila and EDE.

2. The Joint Applicants have now entered into Amendment No. 1 to the Asset Purchase Agreement (the “Amendment”), a copy of which is attached hereto and made a part hereof for all purposes. Briefly stated, the Amendment provides for (i) the retention by Aquila of certain liabilities and obligations related to a former manufactured gas plant site which were to have been assumed by

the Buyer under the original Purchase Agreement; (ii) an increase in the base purchase price by an amount equal to \$1,000,000; and (iii) the inclusion of EDG in the definition of "Buyer" in the Purchase Agreement.

WHEREFORE, the Joint Applicants respectfully request the Commission accept this Supplement to Joint Application.

Respectfully submitted,



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The Empire District Gas Company and
The Empire District Electric Company

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was served by placing same in U.S. first class mail, postage paid, by hand delivery, or by electronic transmission, on this 28th day of February, 2006, to counsel for all parties of record.

