

January 10, 2000

VIA FEDERAL EXPRESS



Mr. Dale Hardy Roberts
Executive Secretary
Missouri Public Service Commission
Truman Building
301 W. High Street, 7-N
P.O. Box 360
Jefferson City, MO 65101

Re: Case No. EM-2000-369

Dear Mr. Roberts:

Enclosed for filing on behalf of Union Electric Company, d/b/a AmerenUE, are an original and fourteen (14) copies of an Application of Union Electric Company To Intervene in the above-referenced case.

Kindly acknowledge receipt of this filing by stamping as filed a copy of this letter and returning it to the undersigned in the enclosed self-addressed, stamped envelope.

Sincerely,

A handwritten signature in black ink, appearing to read "W. Niehoff", written over a horizontal line.

William J. Niehoff
Attorney-at-Law

WJN:rd
enclosure
cc w/encl: Service List

FILED²

JAN 11 2000

Missouri Public
Service Commission

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

FILED²

JAN 11 2000

**Missouri Public
Service Commission**

In the Matter of the Joint Application of)
UtiliCorp United Inc. and The Empire)
District Electric Company for Authority to)
Merge The Empire District Electric)
Company With and into UtiliCorp United)
Inc., and, in Connection Therewith, Certain)
Other Related Transactions.)

Case No. EM-2000-369

APPLICATION OF UNION ELECTRIC COMPANY TO INTERVENE

COMES NOW Union Electric Company, d/b/a AmerenUE ("AmerenUE"), and pursuant to 4 CSR 240-2.075, applies to intervene in the above-captioned matter and to become a party herein. In support thereof, AmerenUE states as follows:

1. AmerenUE is a corporation duly organized and existing under the laws of the State of Missouri, with its principal office located at 1901 Chouteau Avenue, St. Louis, Missouri 63103, and is an electrical corporation and public utility as defined in Section 386.020, RSMo. (1996). AmerenUE is engaged in providing electric, gas and steam heating services in portions of Missouri as a public utility under the jurisdiction of the Commission. AmerenUE is also engaged in providing electric and gas service in portions of Illinois.

2. In this case, UtiliCorp United Inc. ("UtiliCorp") and The Empire District Electric Company ("Empire"), among other things, request an order from the Commission authorizing certain merger transactions between UtiliCorp and Empire.

3. AmerenUE seeks intervention because its transmission system is interconnected with that of UtiliCorp. Also, AmerenUE and UtiliCorp have contiguous service areas in certain parts of the State of Missouri. Further, UtiliCorp intervened in AmerenUE's application for approval of its merger with CIPSCO Incorporated, which was approved by the Commission in

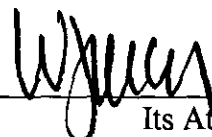
Case No. EM-96-149. Therefore, AmerenUE will or may be directly impacted by the outcome of this proceeding. Furthermore, AmerenUE's interest in this matter is different from that of the general public and cannot be represented adequately by any other party to this proceeding.

4. There is insufficient information currently available to identify individual issues that may arise in this case that may affect AmerenUE's interests. Consequently, AmerenUE reserves its right to take a position and participate with regard to any matter or issue arising in this case that may affect AmerenUE's interests.

WHEREFORE, for the foregoing reasons, AmerenUE requests that the Commission grant its Application to Intervene and allow it to become a party to this proceeding.

Respectfully submitted,

UNION ELECTRIC COMPANY d/b/a
AmerenUE

By  _____
Its Attorney

William J. Niehoff, MBE #36448
Ameren Services Company
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P.O. Box 66149 (MC 1310)
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(314) 554-2514
(314) 554-4014 (fax)

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was served on the following parties of record via first-class, U.S. mail on this 10th day of January, 2000:

Mr. James C. Swearengen
Mr. Paul A Boudreau
Brydon, Swearengen & England, P.C.
P.O. Box 456
Jefferson City, MO 65102-0456

Mr. Robert K. Green
President and Chief Operating Officer
UtiliCorp United, Inc.
20 W. Ninth Street
Kansas City, MO 64138

Mr. Myron W. McKinney
President & Chief Executive Officer
The Empire District Electric Company
602 Joplin Street
Joplin, MO 64801

Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102



William J. Niehoff