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November 30, 2001

Mr. Dale H. Roberts
Secretary/Chief Regulatory Law Judge
Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

FILED²
NOV 30 2001
Missouri Public
Service Commission

**RE: UtiliCorp United, Inc.,
Case No. EO-2002-215**

Dear Mr. Roberts:

Enclosed for filing in the above-referenced case please find the original and eight copies of **PUBLIC COUNSEL RECOMMENDATION**. Please "file" stamp the extra-enclosed copy and return it to this office.

Thank you for your attention to this matter.

Sincerely,

John B. Coffman
Deputy Public Counsel

JBC:jb

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²
NOV 30 2001

Missouri Public
Service Commission

In the Matter of the Application of UtiliCorp)
United Inc. for Authority to Acquire, the Shares of)
Avon Energy Partners Holdings and to Take)
All Other Actions Reasonably Necessary to)
Effectuate Said Transaction.)

Case No. EO-2002-215

PUBLIC COUNSEL RECOMMENDATION

COMES NOW the Office of the Public Counsel (Public Counsel) and for its Recommendation states as follows:

1. On October 30, 2001, UtiliCorp United, Inc. (Company) filed an Application requesting authority to acquire all of the outstanding shares of Avon Energy Partners Holdings from IE UK Holdings, Inc. On November 8, 2001, the Commission requested that any recommendations regarding this Application to be filed by November 30, 2001.

2. On November 29, 2001, the Staff of the Commission (Staff) filed its Staff Recommendation, recommending that the Commission approve the proposed transaction subject to a series of conditions.

3. Public Counsel has reviewed and investigated the proposed transaction and is satisfied that this transaction would not be detrimental to UtiliCorp customers in Missouri provided that the Commission approves the proposed transaction subject to:

- a) the conditions recommended by Staff on page 3 of the Staff Memorandum (Staff Recommendation, Appendix A, p. 3, Conditions 1 through 6), and

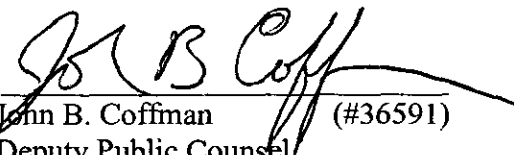
b) conditions which require the Company to live up to the commitments it offers to make in Sub-paragraphs 16 of the Application (pps. 5-6, Paragraph 16a through 16e).

WHEREFORE, Public Counsel respectfully requests that the Commission approve the proposed transaction subject to both the conditions proposed in the Staff Recommendation and conditions binding the Company to the commitments it proposes in its Application.

If the Commission is unwilling to approve the transaction subject to these conditions, Public Counsel respectfully requests that the Commission set an evidentiary hearing to receive testimony on this matter.

Respectfully submitted,

Office of the Public Counsel

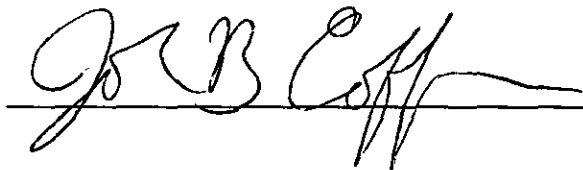
By: 
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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been mailed or hand-delivered to the following this 30th day of November 2001:

JAMES SWEARENGEN/PAUL BOUDREAU
Brydon, Swearngen & England
P. O. Box 456
Jefferson City, MO 65102

GENERAL COUNSEL
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

A handwritten signature in black ink, appearing to read "J B Coffey", is written over a horizontal line. The signature is cursive and includes a long horizontal flourish extending to the right.