

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY**

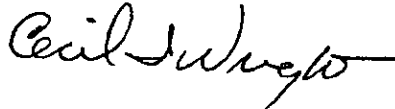
JANUARY 31, 1997

CASE NO: EM-96-149

James C. Swearingen, Brydon, Swearingen & England P.C., 312 E. Capitol., P.O. Box 456, Jefferson City, MO 65102-0456
Gary W. Duffy, Brydon, Swearingen & England P.C., 312 E. Capitol Ave., P. O. Box 456, Jefferson City, MO 65102-0456
James M. Fischer, Attorney at Law, 101 W. McCarty St., Suite 215, Jefferson City, MO 65101
James J. Cook, William J. Niehoff, Joseph H. Raybuck, Attorneys, Union Electric Company, P.O. Box 149, (MC 1310),
St. Louis, MO 63166
Richard W. French, French & Stewart, 1001 Cherry St., Suite 302, Columbia, MO 65201
Michael C. Pendergast, Assistant General Counsel, Thomas M. Byrne, Laclede Gas Co., 720 Olive St., Room 1520,
St. Louis, MO 63101
William A. Spencer, Attorney at Law, 215 E. Capitol Ave., P.O. Box 717, Jefferson City, MO 65102
Robert C. Johnson and Diana M. Schmidt, Peper, Martin, Jensen, Maichel and Hetlage, 720 Olive St., 24th Floor,
St. Louis, MO 63101-2396
Susan B. Cunningham, Staff Attorney, Kansas City Power & Light Co., 1201 Walnut St., P.O. Box 418679,
Kansas City, MO 64141-9679
Paul S. DeFord, Lathrop & Norquist, L.C., 2345 Grand Blvd., Suite 2500, Kansas City, MO 64108
Jeremiah W. Nixon, Attorney General, and Daryl R. Hylton, Assistant Attorney General, 221 W. High St., P.O. Box 899,
Jefferson City, MO 65102
Marilyn S. Teitelbaum, Schuchat, Cook & Werner, 1221 Locust St., 2nd Floor, St. Louis, MO 63103-2364
Robin E. Fulton, Schnapp, Fulton, Fall, McNamara & Silvey, L.L.C., 135 E. Main St., P.O. Box 151, Fredericktown, MO 63645-0151
Lewis R. Mills, Jr., Deputy Public Counsel, Office of the Public Counsel, P.O. Box 7800, Jefferson City, MO 65102

Enclosed find certified copy of **ORDER** in the above-numbered case(s).

Sincerely,



**Cecil I. Wright
Executive Secretary**

Uncertified Copy:

Earl Eakins, 1649 State Highway N, Chaffee, MO 63740
Charles J. Fishman, President, Trigen-St. Louis Energy Corporation, One Ashley Place, St. Louis, MO 63102
Jim Berger, Asst. Business Manager, Local 309, IBEW, 2000 Mall St. (Rte 157), Collinsville, IL 62234
Dave White, Business Manager, Local 2, IBEW, 209 Flora Dr., P.O. Box 1045, Jefferson City, MO 65102
Michael Datillo, Business Manager, Local 1455, IBEW, 5570 Fyler Ave., St. Louis, MO 63139
Gary Roan, Business Manager, Local 702, IBEW, 106 N. Monroe, West Frankfort, IL 62896
John W. McKinney, Missouri Public Service, 10700 E. 350 Highway, P.O. Box 11739, Kansas City, MO 64138
Robert B. Fancher, Vice President-Finance, Empire District Electric Co., 602 Joplin, P.O. Box 127, Joplin, MO 64801
Kenneth J. Neises, Senior Vice President-Gas Supply & Regulatory Affairs, Laclede Gas Co., 720 Olive St., Room 1514,
St. Louis, MO 63101
Joe Lakshmanan, Illinois Power Company, 500 South 27th St., P.O. Box 511, Decatur, Illinois 62525
F. Jay Cummings, Vice President, Rates & Regulatory Affairs, Southern Union Gas Co., 504 Lavaca, Suite 800,
Austin, TX 78701

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a Session of the Public Service
Commission held at its office
in Jefferson City on the 31st
day of January, 1997.

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 Assets, Real Estate, Leased)
Property, Easements and Contractual Agreements)
to Central Illinois Public Service Company;)
and (3) in Connection Therewith, Certain)
Other Related Transactions.)

Case No. EM-96-149

ORDER SETTING HEARING

On November 26, 1996, the Commission received testimony from the Office of the Public Counsel (OPC) and the Staff of the Commission (Staff) regarding the issue of market power. The Commission has determined that a hearing is appropriate to allow OPC and Staff to offer into evidence the testimony of OPC witness Dr. Richard A. Rosen and Staff witness Dr. John W. Wilson, to permit questions of these two witnesses from the Commission, and to offer the opportunity for cross-examination of these witnesses by the various parties to this case.

Therefore, the Commission will set a hearing limited to the issue of market power, including such related topics as the establishment of an independent system operator and non-pancaked transmission pricing. The hearing will be held on February 11, 1997, beginning at 11:00 a.m., in Room 520A of the Harry S Truman State Office Building, 301 West High Street, Jefferson City, Missouri.

Any person with special needs as addressed by the Americans With Disabilities Act should contact the Missouri Public Service Commission at least 10 days prior to the hearing at one of the following numbers:

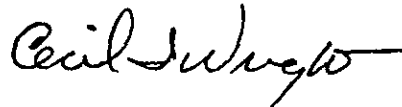
Consumer Services' Hotline -- 1-800-392-4211, or TDD Hotline -- 1-800-829-7541.

IT IS THEREFORE ORDERED:

1. That a hearing will be held in the above matter on February 11, 1997, at 11:00 a.m., in Room 520A of the Harry S Truman State Office Building, 301 West High Street, Jefferson City, Missouri.

2. That this order shall become effective on the date hereof.

BY THE COMMISSION



Cecil I. Wright
Executive Secretary

(S E A L)

Zobrist, Chm., McClure, Kincheloe,
Crumpton, and Drainer, CC., Concur.

ALJ: Derque

