

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

In the Matter of the Application of Union)
Electric Company d/b/a AmerenUE for an)
Order Authorizing the Issue and Sale of up) Case No. EF-2003-0514
to \$1,500,000,000 Aggregate Principal)
Amount of Additional Long-Term Indebtedness.)

**REQUEST FOR EXTENSION OF AUTHORITY GRANTED BY
COMMISSION IN ITS ORDER ISSUED JULY 7, 2005**

COMES NOW Union Electric Company d/b/a AmerenUE (“Applicant” or “AmerenUE”), and in support of its *Request for Extension of Authority Granted by Commission in its Order Issued July 7, 2005*, states as follows:

1. Applicant is a corporation duly organized and existing under and by virtue of the laws of the State of Missouri, with its executive office at One Ameren Plaza, 1901 Chouteau Avenue, St. Louis, Missouri 63103. Applicant is engaged in providing electric and gas utility services in portions of Missouri as a public utility under the jurisdiction of this Commission. Applicant is a subsidiary of Ameren Corporation. Applicant has previously filed with the Commission, in Case No. GO-98-486, a Fictitious Name Registration as filed with the Missouri Secretary of State’s Office. A certified copy of Applicant’s Certificate of Corporate Good Standing was filed in Case No. EF-2008-0293. Other than cases that have been docketed at the Commission, Applicant has no pending actions or final unsatisfied judgments or decisions against it from any state or federal court or agency within the past three (3) years which involve customer service or rates. Applicant has no annual report or assessment fees that are overdue.

2. Communications in regard to this Application should be addressed to:

Wendy K. Tatro
Ameren Services Company
Associate General Counsel
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3. The Commission initially issued an order in this case on June 24, 2003, effective July 4, 2003 (“2003 Order”), which authorized AmerenUE, subject to specified conditions, to issue and sell from time to time, in several transactions, up to \$1,050,000,000 aggregate principal amount of additional long-term indebtedness in one or a combination of forms with terms and provisions described in AmerenUE’s application filed in said proceeding on May 22, 2003 (“Original Application”). The 2003 Order provides in Ordered paragraph 1.A. that AmerenUE is not authorized to use any portion of the \$1,050,000,000 of new indebtedness for any purpose other than refinancing, refunding, discharging and/or retiring of existing AmerenUE securities as outlined in AmerenUE’s response to Commission Staff Data Request 3804 and in the revised Exhibit 2 filed on June 19, 2003 with AmerenUE’s response to the Commission Staff recommendation, each of which were designated as “Proprietary” under the Commission’s protective order issued effective May 27, 2003 (“Protective Order”). The 2003 Order also established a three-year term from the July 4, 2003 effective date for the 2003 Order to remain effective and authorized AmerenUE to request an extension of that term by filing an application at least ninety (90) days before the expiration date of the three-year term.

4. On July 7, 2005, the Commission issued a second order in this case, effective July 17, 2007 (“2005 Order”), which granted AmerenUE’s application to supplement the authorization granted by the 2003 Order to issue and sell up to \$819,000,000 aggregate principal

amount of additional long-term indebtedness in one or a combination of forms with terms and provisions described in the Original Application. The 2005 Order provides in ordered paragraph 1.A. that AmerenUE is not authorized to use any portion of the \$819,000,000 of new indebtedness for any purpose other than refinancing, refunding, discharging and/or retiring of existing AmerenUE securities as outlined on page 3 of Exhibit 1 to AmerenUE's supplemental application, which was designated as "Proprietary" under the Protective Order and for the purpose and amount classified as proprietary in Staff's Recommendation related to the 2005 Order. The 2005 Order also granted AmerenUE's request for a two (2) year extension of the effective term of the 2003 Order, as supplemented, to July 4, 2008 and authorized AmerenUE to request an extension of that term by filing an application at least ninety (90) days prior to the expiration of the term.

5. Attached to this *Request for Extension of Authority Granted by Commission in its Order Issued July 7, 2005* is Schedule 1, which shows the authorization remaining under the 2005 Order. Portions of Schedule 1 have been designated as "Proprietary" under the Protective Order.

6. AmerenUE may not complete the issuance of the new indebtedness authorized under the 2005 Order before the expiration date of the current term of the 2005 Order on July 4, 2008 and desires a term extension to provide it the flexibility to issue and sell the remaining authorized additional new indebtedness after July 4, 2008. Accordingly, this *Request* is being filed to ask the Commission to extend that authority an additional two years, until July 4, 2010. Applicant agrees to continue to comply with the ordered provisions of the 2005 Order during any term extension.

7. The financial statements of Applicant as of December 31, 2007, as specified in 4 CSR 240-3.120(1)(E), are attached hereto as Schedule 2 and made a part hereof.

8. The capitalization ratios of Applicant as of December 31, 2007 were: short-term debt 1.3 percent; long-term debt and unamortized discount and premium, 43.9 percent; preferred stock, 1.7 percent; and common equity, 53.1 percent. Giving effect to the financial transactions for which authorization remains under the 2005 Order, described in Applicant's Schedule 1, and the assumptions used to develop the pro-forma accounting entries noted in Applicant's Schedule 2, the capitalization ratios as of December 31, 2007, would be: short-term debt, 1.3 percent; long-term debt and unamortized discount and premium, 44.4 percent; preferred stock, 1.2 percent; and common equity, 53.1 percent.

9. A five-year capitalization expenditure schedule is not being filed because the proceeds of the new indebtedness will be used to discharge, refund or retire outstanding indebtedness.

10. No fee will be required pursuant to Section 386.300, RSMo. 2000 because the proposed issuances of new indebtedness will be used to discharge, refund or retire indebtedness.

11. The grant of the term extension of the 2005 Order, requested herein, will not be detrimental to the public interest, and is reasonably required.

WHEREFORE, for the foregoing reasons, Applicant respectfully requests the Commission to issue its order:

- (i) Authorizing a two year extension of the effective term of the 2005 Order to July 4, 2010;
- (ii) Authorizing Applicant to do any and all other things not contrary to law or

the rules and regulations of the Commission, incidental, necessary or appropriate to the performance of any and all acts specifically to be authorized in such order or orders; and

- (iii) Containing such other provisions as the Commission may deem just and proper.

Dated this 24th day of March, 2008.

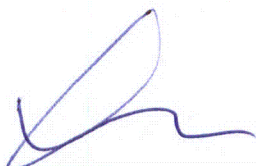
UNION ELECTRIC COMPANY
d/b/a AmerenUE

/s/ Wendy K. Tatro
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Counsel and Secretary
Wendy K. Tatro, # 60261
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VERIFICATION

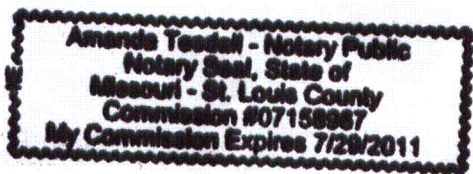
STATE OF MISSOURI)
) SS
CITY OF ST. LOUIS)

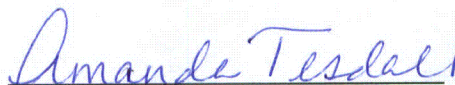
I, Lee R. Nickloy, first being duly sworn upon oath, depose and say that I am Assistant Treasurer of UNION ELECTRIC COMPANY d/b/a AmerenUE, a Missouri corporation; that I have read the above and foregoing *Request* by me subscribed and know the contents thereof; that said contents are true in substance and in fact, except as to those matters stated upon information and belief, and as to those, I believe same to be true.



Lee R. Nickloy

Subscribed and sworn to before me this 24th day of March, 2008.





Notary Public

