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August 20, 2002

FILED²
AUG 20 2002
Missouri Public
Service Commission

Secretary of the Missouri Public Service Commission
Governor Office Building
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, MO 65102-0360

**Re: In the Matter of Missouri-American Water Company
Case No. WF-2002-1096**

Dear Mr. Roberts:

On behalf of Missouri-American Water Company, enclosed for filing in the above-referenced case please find an original and eight (8) copies of Response of Missouri-American Water Company to Staff's Amended Recommendation. A copy has also been hand-delivered to the Office of the Public Counsel this date.

Thank you for your assistance with this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND, P.C.

By:


Dean L. Cooper

DLC/aw
Enclosures

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²

AUG 20 2002

Missouri Public
Service Commission

In the Matter of Missouri-American Water)
Company for Authority (1) to Issue up to)
\$85,000,000 in Aggregate Principal Amount)
of Secured or Unsecured Long-Term Debt)
and (2) to Issue and Sell Additional)
Common Stock to, or Receive Additional)
Paid-in-Capital From, Its Parent Company)
in an Aggregate Amount up to \$15,000,000.)

Case No. WF-2002-1096

**RESPONSE OF MISSOURI-AMERICAN WATER COMPANY
TO STAFF'S AMENDED RECOMMENDATION**

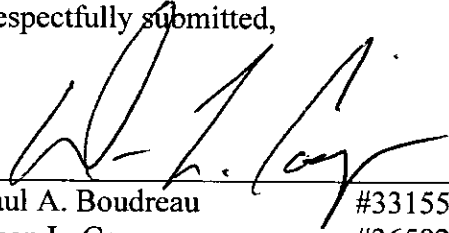
COMES NOW Missouri-American Water Company (hereinafter the "Company")
and submits the following response concerning Staff's Amended Recommendation filed
in the captioned matter.

1. On July 25, 2002, Staff filed its Recommendation with respect to the
Company's Application in the above-captioned matter.

2. Thereafter, on August 19, 2002, Staff filed an Amended Recommendation
with the Commission. The amendments contained therein came about as a result of
informal discussions between representatives of the Company, Staff and the Office of the
Public Counsel concerning a number of the proposed conditions contained in Staff's
initial Recommendation.

3. The Company has reviewed Staff's Amended Recommendation and states
to the Commission that it has no objection to the Commission adopting the ten (10)
conditions set forth in Staff's Amended Recommendation.

Respectfully submitted,



Paul A. Boudreau #33155
Dean L. Cooper #36592
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Attorneys for Missouri-American Water Company

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepaid, or hand-delivered, on this 20th day of August, 2002, to:

Mr. Cliff Snodgrass, Senior Counsel
Missouri Public Service Commission
Governor Office Building
200 Madison Street, P.O. Box 360
Jefferson City, MO 65102

Office of the Public Counsel
Governor Office Building
200 Madison Street, P.O. Box 7800
Jefferson City, MO 65102

