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April 16, 2001

FILED²

APR 16 2001

Missouri Public
Service Commission

Mr. Dale Hardy Roberts
Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

RE: Missouri-American Water Company - Case No. WO-2001-441

Dear Mr. Roberts:

Enclosed for filing in the above-referenced proceeding please find an original and eight copies of Supplemental Information. Please stamp the enclosed extra copy "filed" and return same to me.

If you have any questions concerning this matter, then please do not hesitate to contact me. Thank you very much for your attention to this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:

Dean L. Cooper
Dean L. Cooper *ly kg*

DLC/rhg

Enclosures

cc: Office of the Public Counsel
Mr. Keith Krueger
Ms. Ruth O'Neill
Mr. Brent Stewart

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

FILED²

APR 16 2001

Missouri Public
Service Commission

In the Matter of the Joint Application of)
Missouri-American Water Company and)
the Public Water Supply District No. 2)
of St. Charles County, Missouri for)
Approval of a Territorial Agreement)
Concerning Territory in St. Charles)
County, Missouri.)

Case No. WO-2001-441

SUPPLEMENTAL INFORMATION

COMES NOW Missouri-American Water Company ("MAWC" or "Company") and the Public Water Supply District No. 2 of St. Charles County, Missouri (the "District") (collectively, the "Joint Applicants") and state as follows to the Missouri Public Service Commission ("Commission"):

1. On February 13, 2001, MAWC and the District filed with the Missouri Public Service Commission ("Commission") a Joint Application for Approval of Territorial Agreement ("Joint Application").

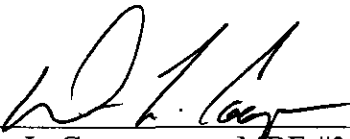
2. Included as Appendix 2 to the Joint Application was a Territorial Agreement between MAWC and the District dated October 4, 2000 (the "Agreement"). Paragraph 7 of the Agreement stated in relevant part that "[p]erformance of the parties is contingent upon all of the following having occurred no later than March 1, 2001, unless such condition is waived, extended or modified by agreement in writing signed by an officer of each party hereto. . ."

3. As not all of the required events have occurred prior to March 1, 2001, and the parties desired to waive, extend or modify paragraph 7 of the Agreement to provide additional time, they have recently executed a Waiver of Condition. A copy of the Waiver of Condition is attached as Appendix A to this pleading.

4. The Joint Applicants seek to supplement their Joint Application by filing the attached Waiver of Condition.

WHEREFORE, the Joint Applicants respectfully request that the Commission accept the attached Waiver of Condition as a supplement to their Joint Application.

Respectfully submitted,



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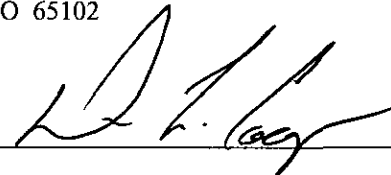
ATTORNEYS FOR PUBLIC WATER SUPPLY
DISTRICT NO. 2 OF ST. CHARLES COUNTY

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 16th day of April, 2001, to the following:

Mr. Keith Krueger
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Ms. Ruth O'Neill
Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102



WAIVER OF CONDITION

This Waiver of Condition made and entered into this 21st day of April, 2001, by and between Public Water Supply District No. 2 of St. Charles County, Missouri (hereinafter the "District") and Missouri-American Water Company (hereinafter the "Company").

Whereas the District and the Company have entered into and executed a Territorial Agreement dated October 4, 2000 (the "Agreement"); and,

Whereas paragraph 7 of the Agreement stated in relevant part that "[p]erformance of the parties is contingent upon all of the following having occurred no later than March 1, 2001, unless such condition is waived, extended or modified by agreement in writing signed by an officer of each party hereto. . ."; and,

Whereas one of the events that was to have occurred prior to March 1, 2001, was the "[a]pproval of the transaction by the Public Service Commission of Missouri;" and,

Whereas, as of this date, the Agreement has been assigned Case No. WO-2001-441 by the Missouri Public Service Commission ("Commission"), but the Agreement has not yet been approved by the Commission; and,

Whereas the parties desire to waive, extend or modify paragraph 7 of the Agreement to provide additional time to obtain Commission approval.

Now, Therefore, in consideration of the mutual covenants, conditions, obligations, promises, restrictions and agreements herein contained, the District and the Company agree as follows:

1. That portion of paragraph 7 of the Agreement which requires that the Commission approve the Agreement by March 1, 2001, is hereby waived, extended and/or modified to allow for the Commission's approval to be obtained no later than June 15, 2001.
2. That no other term of the Agreement is modified, repealed or changed by this Waiver of Condition.

APPENDIX A

IN WITNESS WHEREOF, the parties have executed this Waiver of Condition this
10th day of April, 2001.

PUBLIC WATER SUPPLY DISTRICT
NO. 2 OF ST. CHARLES COUNTY,
MISSOURI

By: Catherine Cobb
Catherine Cobb, President

MISSOURI-AMERICAN WATER
COMPANY

By: James Z. Nylth
Vice-President Operations