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June 3, 1996

VIA HAND DELIVERY

Mr. David L. Rauch
Executive Secretary
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

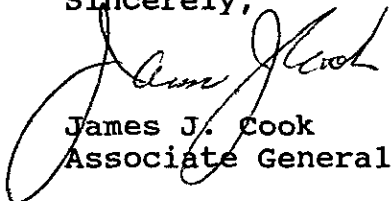
Re: MPSC Docket No. EM-96-149
UE/CIPSCO Merger

Dear Mr. Rauch:

Enclosed for filing on behalf of Union Electric Company in the above matter is the Surrebuttal Testimony of Messrs. Brandt, Baxter, Birdsong, Rainwater, Kovach, Flaherty, Nelson and Reid and Ms. Borkowski. The copy counts are detailed in the attachment to this letter.

Kindly acknowledge receipt of this filing by stamping as filed a copy of this letter and returning it to the undersigned in the enclosed envelope.

Sincerely,



James J. Cook
Associate General Counsel

JJC/bb
Enclosure(s)
cc: Counsel of Record

FILED

JUN - 3 1996

**MISSOURI
PUBLIC SERVICE COMMISSION**

UNION ELECTRIC COMPANY
SURREBUTTAL TESTIMONY
MPSC Docket No. EM-96-149
Filed June 3, 1996

UE Witness	Public Set	HC Pages	HC Set
Donald E. Brandt	O + 8	1	O + 6
Warner L. Baxter	O + 14		
Jerre E. Birdsong	O + 8	1	O + 6
Gary L. Rainwater	O + 14		
Maureen A. Borkowski	O + 14		
Richard J. Kovach	O + 14		
Thomas J. Flaherty	O + 8	1	O + 6
Craig D. Nelson	O + 8	1	O + 6
James A. Reid	O + 14		

O = Original

HC Pages = Highly Confidential pages only

HC Set = full set of testimony including Highly Confidential pages

CERTIFICATE OF SERVICE

This is to certify that on this 3rd day of June, 1996, a copy of the foregoing was hand-delivered to the parties of record in this proceeding.


James J. Cook