STATE OF MISSOURI PUBLIC SERVICE COMMISSION

At a session of the Public Service Commission held at its office in Jefferson City on the 20th day of April, 1990.

In the matter of the application of United Cities Gas)

Company for an order authorizing the issuance and sale of)

\$20,000,000 of First Mortgage Bonds, Series Q, due 2019,)

and to execute and deliver a Supplemental Indenture secur-)

ing same.)

Case No. GF-90-63

SUPPLEMENTAL ORDER

On April 13, 1990, the Commission issued an order authorizing United Cities Gas Company (United Cities) to issue \$20,000,000 in First Mortgage Bonds, Series Q. In addition, the Commission authorized United Cities to execute and deliver a Supplemental Indenture to its Indenture of Mortgage. Since United Cities is a foreign corporation the Commission must, pursuant to Section 393.190, R.S.Mo. 1986, also authorize United Cities to encumber the whole or any part of its franchise, works or system necessary and useful to the public.

The Commission, while approving the issuance of the bonds and execution of the Supplemental Indenture, failed to authorize the lien as requested by United Cities. A review of the application indicates it is reasonable to authorize the lien as part of the authorization of the issuance of the bonds.

It is, therefore,

ORDERED: 1. That the Order Approving Financing issued April 13, 1990, is hereby supplemented by this order.

ORDERED: 2. That United Cities Gas Company is hereby authorized to create and make effective the lien of the Trust Indenture, as amended and supplemented, and as to be amended and supplemented, for the Series Q bonds authorized in the Order Approving Financing issued April 13, 1990, on the property of United Cities Gas Company located in the state of Missouri to secure the Series Q bonds.

ORDERED: 3. That United Cities Gas Company is hereby authorized to take such other actions as may be necessary to complete the transaction approved in Ordered 2.

ORDERED: 4. That this order shall become effective on the 24th day of April, 1990.

BY THE COMMISSION

Harvey G. Hubbs

Secretary

(SEAL)

Steinmeier, Chm., Mueller, Rauch, McClure and Letsch-Roderique, CC., Concur.