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January 23, 2003

VIA FEDERAL EXPRESS

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
200 Madison Street, Suite 100
Governor Office Building
Jefferson City, MO 65101

FILED³

JAN 24 2003

Missouri Public
Service Commission



Re: Case No. GM-2003-0238; In the Matter of the Application of Southern Union Company d/b/a Missouri Gas Energy for Authority to Acquire Directly or Indirectly, up to and Including One Hundred Percent (100%) of the Equity Interests of Panhandle Eastern Pipeline Company, Including its Subsidiaries and to Take all Other Actions Reasonably Necessary to Effectuate Said Transaction

Dear Mr. Roberts:

Enclosed for filing on behalf of Union Electric Company, d/b/a AmerenUE, in the above matter, please find an original and eight (8) copies of its Application to Intervene.

Kindly acknowledge receipt of this filing by stamping a copy of the enclosed letter and returning it to me in the enclosed self-addressed envelope.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Thomas M. Byrne".

Thomas M. Byrne
Associate General Counsel

TMB/acs
Enclosures

cc: MPSC General Counsel
Office of the Public Counsel
Parties of Interest

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

FILED³

JAN 24 2003

In the Matter of the Application of Southern)
Union Company d/b/a Missouri Gas Energy for)
Authority to Acquire Directly or Indirectly, up to)
And Including One Hundred Percent (100%) of)
the Equity Interests of Panhandle Eastern Pipeline)
Company, Including its Subsidiaries and to Take)
all Other Actions Reasonably Necessary to)
Effectuate Said Transaction)

Missouri Public
Service Commission

Case No. GM-2003-0238

APPLICATION OF UNION ELECTRIC COMPANY
d/b/a AMERENUE TO INTERVENE

COMES NOW Union Electric Company, d/b/a AmerenUE ("AmerenUE"), by and through its counsel, and pursuant to Rule 4 CSR 240-2.075 of the Public Service Commission of Missouri ("Commission"), asks leave to intervene in this proceeding. In support of its Application To Intervene, AmerenUE states as follows:

1. AmerenUE is a corporation duly organized and existing under the laws of the State of Missouri, with its principal office located at 1901 Chouteau Avenue, St. Louis, Missouri 63103, and is an electrical corporation, gas corporation, and public utility as defined in Section 386.020, RSMo. (2000). AmerenUE is engaged in providing electric and gas service in portions of Missouri as a public utility under the jurisdiction of the Commission. AmerenUE is also engaged in providing electric and gas service in portions of Illinois.

2. On January 13, 2003, Southern Union Company filed an application with Missouri Public Service Commission seeking authority to purchase the equity interests of Panhandle Eastern Pipeline Company ("Panhandle"), including various subsidiaries involved in natural gas transportation and storage services in the Midwest. On January 16, 2003 the Commission issued an Order Providing Notice, Establishing Time for Intervention, Scheduling a

Prehearing Conference, and Relieving Staff and other Parties of the Obligation to File a Recommendation by February 3, 2003. In its order, the Commission required requests for intervention in this proceeding to be filed no later than January 24, 2003.

3. AmerenUE purchases natural gas transportation and storage services from Panhandle, and AmerenUE has an interest in ensuring that Panhandle will continue to provide it reliable service at reasonable rates. As a consequence, AmerenUE will or may be directly impacted by the outcome of this proceeding. AmerenUE's interest in this matter is different from that of the general public and cannot be represented adequately by any other party to this proceeding. Therefore, AmerenUE seeks intervention.

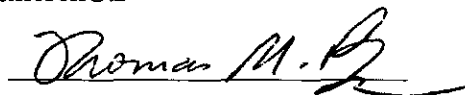
4. At this point, AmerenUE is unsure of the position it will be taking on any issues that may come before the Commission in this case.

WHEREFORE, based upon the foregoing, AmerenUE requests that the Commission grant this Application To Intervene and allow AmerenUE to participate fully in all proceedings in this case with all rights and privileges accorded to a party.

Respectfully submitted,

UNION ELECTRIC COMPANY
d/b/a AmerenUE

By:



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DATED: January 23, 2003

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served via first class U.S. mail, postage prepaid, on this 23rd day of January 2003, on the following parties of record:

Dana K. Joyce
Missouri Public Service Commission
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Jefferson City, MO 65102

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A handwritten signature in black ink, appearing to read "Thomas M. Byrne", written over a horizontal line.

Thomas M. Byrne