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May 22, 2000

FILED²

MAY 22 2000

Missouri Public
Service Commission

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

**Re: In the Matter of the Application of Southern Union/Fall River Gas Company
Case No. GM-2000-503**

Dear Mr. Roberts:

On behalf of Southern Union Company, I deliver herewith an original and eight (8) copies of an Amended Application to be filed with the Commission in the referenced matter. A copy has been hand-delivered to the Office of the Public Counsel and the Missouri Public Service Commission this date.

I have also enclosed a receipt copy of the Amended Application which I request that you stamp "Filed" and return to the person delivering same to you.

Thank you for your attention in this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:

Paul A. Boudreau

PAB/aw
Enclosures

cc: The Office of Public Counsel
Dennis L. Frey, Missouri Public Service Commission

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

FILED²
MAY 22 2000

Missouri Public
Service Commission

In the matter of the application of)
Southern Union Company for authority)
to acquire the common stock of and to)
merge with Fall River Gas Company,)
and, in connection therewith, certain)
other related transactions.)

Case No. GM-2000-503

AMENDED APPLICATION

COMES NOW Southern Union Company ("Southern Union"), Applicant in the captioned matter, and for its *Amended Application* to the Commission states as follows:

1. On February 17, 2000, Southern Union filed an *Application* with the Missouri Public Service Commission ("Commission") for authority to merge with Fall River Gas Company in accordance with the terms of an Agreement of Merger.

2. Staff has commenced its review of the *Application*. After discussions with Staff representatives, it was determined that the *Application* should be clarified by amendment to more fully explain the Company's agreement to conditions to the Commission's approval of the *Application*. Specifically, Staff has requested that Southern Union provide more detail with regard to its commitment to customer service criteria set forth in paragraph 19 of the *Application*.

3. In that regard, Southern Union deletes paragraph 19 of the *Application* and substitutes in lieu thereof the following:

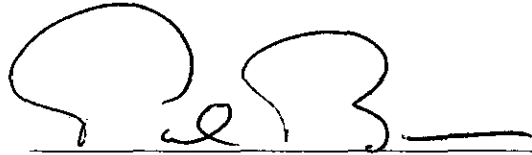
19. Southern Union hereby restates, ratifies and confirms its commitment to the Customer Service Performance Measures, Company Response to Customer Service Measures, Customer Complaints/Inquiries to Staff, and Customer Service Operating Procedures set forth in paragraph 2(a)-(d) of the *Unanimous Stipulation and*

Agreement filed with the Commission in Case No. GM-2000-43 and approved by the Commission in its October 21, 1999, Order Approving Stipulation and Agreement in said case, provided that, Southern Union, Staff and the Office of the Public Counsel may mutually agree to modify or eliminate any of the requirements set forth therein after a period of three years of reporting after the effective date of the order in this case.

4. In all other respects, the *Application* heretofore filed on February 17, 2000, is restated, ratified and confirmed.

WHEREFORE, having amended and supplemented the Application as aforesaid, Southern Union restates its request that the Commission authorize its merger with Fall River Gas Company, and for such other related relief heretofore requested by Southern Union.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'P. A. Boudreau', followed by a horizontal line.

Paul A. Boudreau #33155
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Attorneys for Southern Union 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 22nd day of May, 2000, to:

The Office of the Public Counsel
Truman Building, Room 250
P.O. Box 7800
Jefferson City, MO 65102-7800


Mr. Dennis L. Frey, Assistant General Counsel
Missouri Public Service Commission
Truman Building, Room 530
P.O. Box 360
Jefferson City, MO 65102



AFFIDAVIT

State of Missouri)
) ss
County of Cole)

I, Paul A. Boudreau, having been duly sworn upon my oath, state that I am the Attorney for Southern Union Company, Applicant in this case, that I am duly authorized to make this Affidavit on behalf of Southern Union Company and that the matters and things stated in the foregoing Amended Application thereto are true and correct to the best of my information, knowledge and belief.



Paul A. Boudreau

Subscribed and sworn before me this 22nd day of May, 2000.



Notary Public

My Commission expires: 4-9-2001

