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September 20, 2010

VIA EFIS

Mr. Steven Reed
Executive Secretary
P. O. Box 360
Jefferson City, MO 65102-0360

**RE: The Second Territorial Agreement Between Ozark Electric Cooperative
and The Empire District Electric Company**

Dear Mr. Reed:

Provided herewith is a Joint Application requesting the Missouri Public Service Commission's (Commission) approval of the Second Territorial Agreement Between Ozark Electric Cooperative and The Empire District Electric Company.

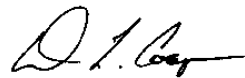
Please note that I will hand-deliver the application fee to the Commission's records section on Tuesday, September 21, 2010.

Thank you for your attention to this matter.

Sincerely,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:



Dean L. Cooper

Cc: Chris Schafer
Rodric Widger