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May 11, 2000

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

FILED²
MAY 11 2000 *mw*
Missouri Public
Service Commission

**Re: In the Matter of UtiliCorp United Inc./TransAlta
Case No. EM-2000-506**

Dear Mr. Roberts:

On behalf of UtiliCorp United Inc., I deliver herewith an original and eight (8) copies of a Notice to the Commission Concerning Staff Recommendation to be filed with the Commission in the referenced case. A copy is also being hand-delivered to The Office of the Public Counsel this date.

I have also enclosed an extra copy of the Notice 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

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

FILED²

MAY 11 2000 *ml*

Missouri Public
Service Commission

In the Matter of the Application of)
UtiliCorp United Inc. for authority to)
acquire, indirectly, the capital stock of)
860023 Alberta Ltd., and to take all) Case No. EM-2000-506
other actions reasonably necessary)
to effectuate said transaction.)

NOTICE TO THE COMMISSION CONCERNING
STAFF RECOMMENDATION

COMES NOW UtiliCorp United Inc. ("UtiliCorp"), Applicant in the captioned matter, and states to the Commission as follows:

1. On May 9, 2000, Staff filed its Recommendation with the Commission concerning UtiliCorp's Application in this case. UtiliCorp appreciates Staff's prompt review of UtiliCorp's Application.

2. Paragraph 4 of Staff's Recommendation notes that UtiliCorp had advised Staff of its plans to make an additional filing to substitute an updated transaction structure diagram. The purpose of the filing was to reflect the most current plans by UtiliCorp to finance its acquisition of the electric utility distribution and retail business of TransAlta Corporation in Canada.

3. On May 9, 2000, UtiliCorp filed a revised *Appendix 1* to the Application (TransAlta transaction structure diagram) to be substituted for the original diagram that accompanied the Application which was filed with the Commission on February 18, 2000. The substitution of *Appendix 1* requires no amendment to the Application because as the general description of the transaction contained in the Application remains correct and accurate. Likewise, the change in the structure diagram requires no change to the *pro forma* financial information submitted along with the Application as *Appendix 4*.

4. With respect to the Staff's proposed acquisition conditions for the proposed transaction contained in paragraph 2 of the Staff Recommendation and in the accompanying Memorandum to that Recommendation (*Appendix A*), UtiliCorp states it has no objection to the conditions suggested by Staff.

WHEREFORE, having substituted *Appendix 1 (revised)* for original *Appendix 1* to the Application in this case, UtiliCorp renews its request for approval of the transaction as more specifically set forth in the prayer paragraph of the Application.

Respectfully submitted,



James C. Swearingen #21510

Paul A. Boudreau #33155

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Attorneys for UtiliCorp United Inc.

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 11th day of May, 2000, to:

The Office of the Public Counsel

Truman Building, Room 250

P.O. Box 7800

Jefferson City, MO 65102-7800

