

**FILED<sup>3</sup>**

**JUL 24 2003**

**BEFORE THE PUBLIC SERVICE COMMISSION**

**STATE OF MISSOURI**



<b>In the Matter of the Application of D2R2, )</b>	
<b>Inc. for Authority to Acquire all of the )</b>	<b>Case No. _____</b>
<b>Outstanding Stock of ExOp of Missouri )</b>	
<b>In., or in the Alternative a Request for )</b>	
<b>Finding that the Requirement of )</b>	
<b>Approval has been waived. )</b>	

**REQUEST FOR PROTECTIVE ORDER**

Comes now Applicant D2R2 Inc., pursuant to 4 CSR-240-2.085 and Requests that the Commission enter its standard protective order in this case.

In support hereof, Applicant states as follows:

1. The Stock Purchase Agreement executed by Applicant and seller Utilicorp Communications Services Inc. contains commercial, private, sensitive, proprietary, and confidential information as to the purchase price for the stock of ExOp Inc., as to the tax election and tax structures associated with this transaction, as well as pertaining to the identities of certain employees.
2. None of the contents of the stock purchase agreement can be found in any other public document.
3. If the terms and conditions and language of Stock Purchase Agreement are made public, it will harm both the seller, Utilicorp Communication Services Inc., and the buyer D2R2 Inc., in that it will disclose private, confidential, business information as to the price for the stock of ExOp, the terms and conditions for the sale of the stock of

ExOp, and the tax elections and structures which have been agreed to by the parties to the Stock Purchase Agreement.

Wherefore, the base of the foregoing, Applicant requests that the Commission issue its standard protective order in this case.

**ANDERECK, EVANS, MILNE,  
PEACE & JOHNSON, L.L.C.**

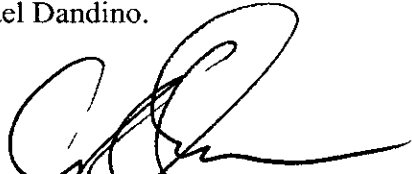
By 

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**ATTORNEYS FOR D2R2**

**CERTIFICATE OF SERVICE**

The undersigned does hereby certify that a true and accurate copy of the foregoing was mailed, via U.S. Mail, postage prepaid, this 24 day of July, 2003, to Staff General Counsel, and to Office of Public Counsel Michael Dandino.

  
Craig S. Johnson  
Mo. Bar # 28179