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**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

In the Matter of
The Application for General
Adjustment of Electric Rates
Of Kentucky Power Company

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Case No. 2009-00459

**PETITION TO INTERVENE OF WAL-MART STORES EAST, LP
AND SAM'S EAST, INC.**

Pursuant to K.R.S. §278.310 and 807 KAR 5:001 Section 3(8), Wal-Mart Stores East, LP and Sam's East, Inc. (collectively, "Wal-Mart"), by its attorneys, respectfully requests that it be granted full intervenor status in the above-captioned proceeding and states in support thereof as follows:

1) Wal-Mart is a national retailer of goods and services throughout the United States. Wal-Mart's principal office is at 2001 SE 10th Street, Bentonville AR 72716-0550. Wal-Mart has the privilege of providing its retail services in the Commonwealth of Kentucky. Wal-Mart has approximately nine (9) facilities in Kentucky that are served by Kentucky Power Company ("Kentucky Power"). These facilities include Super Centers and discount stores. Wal-Mart is a large customer of Kentucky Power. Wal-Mart purchases approximately 35,000,000 kWh annually from Kentucky Power. Wal-Mart is also a leader in energy efficiency and the deployment of demand side management technology in its facilities.

2. The matters to be decided by the Commission in this case may have a significant impact on the rates paid by Wal-Mart for electricity. Electricity is second only to labor with

regard to Wal-Mart's costs of operations in Kentucky. The attorneys authorized to represent Wal-Mart in this proceeding are:

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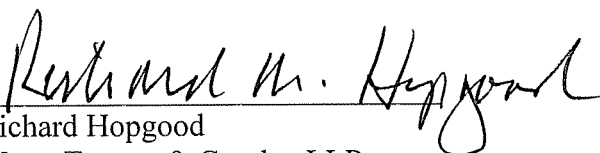
An additional copy of all filings is requested to be sent to: Steve W. Chris, Wal-Mart Stores, Inc., 2001 SE 10th Street, Bentonville AR 72716-0550. In addition, all email correspondence should be sent to holly@raysmithlaw.com, with copies to stephen.chriss@wal-mart.com.

3) The position of Wal-Mart, a large commercial customer invested in energy efficiency and demand-side management technology, cannot be adequately represented by any existing party. Wal-Mart intends to play a constructive role in the Commission's decision making process herein and Wal-Mart's participation will not unduly prejudice any party. Without limiting Wal-Mart's request for full intervenor status, Wal-Mart can state that its focus at the time of filing this petition is on rate design and cost-of-service issues raised in this proceeding.

WHEREFORE, Wal-Mart respectfully requests that it be granted full intervenor status in the above-captioned proceeding.

DATED: January 28, 2010

Respectfully submitted,



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Attorneys for Wal-Mart Stores East, LP and Sam's East, Inc.

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served by mailing a true and correct copy via electronic mail (when available) and by first-class postage prepaid mail, to all parties on his 28th day of January, 2010.

Honorable Mark R. Overstreet
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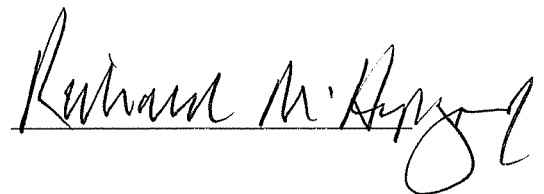
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A handwritten signature in black ink, appearing to read "Richard M. Hays", is written over a horizontal line.