

Commonwealth of Kentucky
Before the Public Service Commission

In the Matter of:)
THE JOINT PETITION OF KENTUCKY-AMERICAN) Case No. 2002-00317
WATER COMPANY, THAMES WATER AQUA)
HOLDINGS GmbH, RWE AKTIENGESELLSCHAFT,)
THAMES WATER AQUA US HOLDINGS, INC.,)
APOLLO ACQUISITION COMPANY, AND)
AMERICAN WATER WORKS COMPANY, INC.,)
FOR APPROVAL OF A CHANGE IN CONTROL OF)
KENTUCKY-AMERICAN WATER COMPANY)

ATTORNEY GENERAL'S RESPONSE TO
INSTRUCTION 12(b) OF THE COMMISSION'S
16 SEPTEMBER 2002 ORDER OF PROCEDURE

The Attorney General, in response to Instruction 12(b) of the Commission's 16 September 2002, Order of procedure, submits the addresses for e-mail service of all electronic notices and messages relating to this proceeding.

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david.spenard@law.state.ky.us

In the event that an e-mail to these addresses is undeliverable, the Attorney General requests that the sending party timely notify his office via telephone and attempt to send the electronic notice or message to the alternative e-mail address of

jeanette.miley@law.state.ky.us.

Respectfully submitted,

A. B. CHANDLER III
ATTORNEY GENERAL

Dennis G. Howard II
/s/ David Edward Spenard
David Edward Spenard
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Notice of Filing

Counsel gives notice of the filing, by hand delivery to Thomas M. Dorman, Executive Director of the Public Service Commission, 211 Sower Boulevard, Frankfort, Kentucky 40601, of the original and three photocopies. Further, counsel gives notice of the uploading to the Commission's file transfer protocol site of one copy in electronic medium. The filing is in compliance with Instructions 5(a) and 9 of the Commission's 16 September 2002 Order of procedure. This action was taken on 18 September 2002.

/s/ David Edward Spenard
Assistant Attorney General

Instruction 13 Certification

Per Instruction 13 of the Commission's 16 September 2002 Order of procedure, counsel certifies that the electronic version of the filing is a true and accurate copy of the document filed in paper medium. The electronic version has been transmitted to the Commission. The other parties have been notified by electronic mail that the electronic version has been transmitted to the Commission.

/s/ David Edward Spenard
Assistant Attorney General

Certificate of Service

Counsel certifies service of this document. Service took place on 16 September 2002 by mailing of a true and correct photocopy of the same, first class postage prepaid, to the other parties of record. The other parties of record are the following: Roy W. Mundy II, Kentucky-American Water Company, 2300 Richmond Road, Lexington, Kentucky 40502; Lindsey W. Ingram Jr., Robert Watt, Stoll, Keenon & Park, LLP, 300 West Vine Street, Suite 2100, Lexington, Kentucky 40507 1801; Jack Hughes, 124 West Todd Street, Frankfort, Kentucky 40601; David Barberie, Lexington-Fayette Urban County Government, Department of Law, 200 East Main Street, Lexington, Kentucky 40507; Anthony G. Martin, Lexington-Fayette Urban County Government, Department of Law, 200 East Main Street, Lexington, Kentucky 40507; and Foster Ockerman, Jr., Martin, Ockerman & Brabant, 200 North Upper Street, Lexington, Kentucky 40507.

/s/ David Edward Spenard
Assistant Attorney General