

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

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

ATTORNEY GENERAL'S
RESPONSE TO MOTION TO INTERVENE

Comes now the Attorney General of the Commonwealth of Kentucky, by and through his Office for Rate Intervention, and files his response in support of the motion to intervene filed by Public Citizen.

Public Citizen is a national consumer advocate which, since its foundation in 1971 by Ralph Nader, has advanced public interests before Congress, the executive branch, and the courts. Having established itself as a strong consumer advocate, Public Citizen will likely develop facts that will assist the Public Service Commission in the full consideration of the petition.

Accordingly, the Attorney General respectfully requests that the Public Citizen be granted full intervenor status.

Respectfully submitted,

A. B. CHANDLER III
ATTORNEY GENERAL
/s/ David Edward Spenard
Dennis G. Howard II
David Edward Spenard
Assistant Attorneys General
1024 Capital Center Drive, Suite 200
Frankfort, Kentucky 40601-8204
(502) 696-5453
FAX: (502) 573-8315

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 23 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 response. Service took place on 23 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
Kentucky-American Water Company
2300 Richmond Road
Lexington, KY 40502

Lindsey Ingram, Esq.
And Robert M. Watt, III, Esq.
Stoll, Keenon & Park
300 West Vine Street, Suite 2100
Lexington, KY 40507-1801

Jack Hughes, Esq.
124 West Todd Street
Frankfort, KY 40601

Foster Ockerman, Jr., Esq.
Martin, Ockerman & Brabant
200 North Upper Street
Lexington, KY 40507

Anthony G. Martin, Esq.
P. O. Box 1812
Lexington, KY 40588

David J. Barberie, Esq.
Department of Law
200 East Main Street
Lexington, KY 40507

/s/ David Edward Spenard
Assistant Attorney General