



STOLL · KEENON · OGDEN  
PLLC

300 West Vine Street  
Suite 2100  
Lexington, KY 40507-1801  
(859) 231-3000  
Fax: (859) 253-1093  
[www.skofirm.com](http://www.skofirm.com)

LINDSEY W. INGRAM, JR.  
859-231-3033  
[lindsey.ingram@skofirm.com](mailto:lindsey.ingram@skofirm.com)

May 10, 2006

Beth O'Donnell, Esq.  
Executive Director  
Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40601

Via Hand Delivery

RECEIVED

MAY 10 2006

RE: Kentucky-American Water Company – Change of Control

PUBLIC SERVICE  
COMMISSION

Dear Ms. O'Donnell:

Case No. 2006-00197

The Commission has been made aware of the decision of RWE Aktiengesellschaft to divest its ownership of American Water Works Company, Inc. by the use of an Initial Public Offering.

The application seeking Commission approval will be filed on or about Monday, June 5, 2006. We believe that the Commission's process can be conducted more efficiently if it is done in the Commission's usual electronic format and we therefore request that the Commission establish electronic filing guidelines for this proceeding prior to the filing of the application. We also ask for the Commission's reconsideration and elimination of its requirement that electronically filed documents be served upon intervenors in paper medium so that the true efficiencies of electronic filing may be realized. Additionally we ask for the Commission to consider adopting the requirement, in electronic cases, that contemporaneous with the notice to all parties of the filing of a pleading or document, an electronic copy also be served, and in the case of data requests, in Word format.

Lastly, assuming the Commission will find just cause to extend its deliberative period to 120 days, I enclose a proposed schedule for consideration.

Very truly yours,

Lindsey W. Ingram, Jr.

/s/  
Enc.

Beth O'Donnell, Esq.  
May 10, 2006  
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cc: Dennis G. Howard, II, Esq.  
David Edward Spenard, Esq.  
Assistant Attorneys General  
Suite 200, 1024 Capital Center Drive  
Frankfort, KY 40601

David J. Barberie, Esq.  
Lexington-Fayette Urban County Gov't.  
Department of Law  
200 East Main Street  
Lexington, KY 40507

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

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

LEX 103030/122276/3435435.1

**PROPOSED SCHEDULE**

**AMERICAN WATER WORKS COMPANY DIVESTITURE**

- Intervenors and Commission Staff may serve Interrogatories and Requests for Production of Documents no later than ..... 06/19/06**
- Applicant shall file with the Commission and serve on all parties of record Responses to Interrogatories and Requests for Production of Documents no later than ..... 07/03/06**
- Intervenors and Commission Staff may serve Supplemental Interrogatories and Requests for Production of Documents no later than ..... 07/17/06**
- Applicant shall file with the Commission and serve upon all parties of record Responses to Supplemental Interrogatories and Requests for Production of Documents no later than ..... 07/31/06**
- Intervenors' testimony, if any, shall be filed in verified prepared form no later than ..... 08/07/06**
- Applicant's Rebuttal Testimony, if any, no later than ..... 08/21/06**
- Last day for Applicants to publish Notice of Hearing date ..... 08/28/06**
- Public Hearing is to begin at 9:00 a.m., EDT, in Hearing Room 1 of the Commission's Offices for the purpose of cross-examination of witnesses ..... 09/05/06**
- Briefs, if any, shall be filed no later than ..... 09/21/06**
- Commission Decision on Application shall be issued no later than ..... 10/03/06**