



Steven L. Beshear
Governor

David L. Armstrong
Chairman

Leonard K. Peters
Secretary
Energy and Environment Cabinet

Commonwealth of Kentucky
Public Service Commission
211 Sower Blvd.
P.O. Box 615
Frankfort, Kentucky 40602-0615
Telephone: (502) 564-3940
Fax: (502) 564-3460
psc.ky.gov

James Gardner
Vice-Chairman

John W. Clay
Commissioner

Kim Ison Gevedon
Attorney at Law
579 Main Street, Suite 2
P.O. Box 216
West Liberty, KY 41472

November 24, 2008

RE: Case No. 2008-00394

We enclose one attested copy of the Commission's Order in the above case.

Sincerely,

A handwritten signature in cursive script that reads "Stephanie Stumbo".

Stephanie Stumbo
Executive Director

SS/ke
Enclosure



Steven L. Beshear
Governor

Leonard K. Peters
Secretary
Energy and Environment Cabinet

Commonwealth of Kentucky
Public Service Commission
211 Sower Blvd.
P.O. Box 615
Frankfort, Kentucky 40602-0615
Telephone: (502) 564-3940
Fax: (502) 564-3460
psc.ky.gov

David L. Armstrong
Chairman

James Gardner
Vice-Chairman

John W. Clay
Commissioner

Honorable John N. Hughes
Attorney at Law
124 West Todd Street
Frankfort, KY 40601

November 24, 2008

RE: Case No. 2008-00394

We enclose one attested copy of the Commission's Order in the above case.

Sincerely,

A handwritten signature in cursive script that reads "Stephanie Stumbo".

Stephanie Stumbo
Executive Director

SS/ke
Enclosure



Steven L. Beshear
Governor

Leonard K. Peters
Secretary
Energy and Environment Cabinet

Commonwealth of Kentucky
Public Service Commission
211 Sower Blvd.
P.O. Box 615
Frankfort, Kentucky 40602-0615
Telephone: (502) 564-3940
Fax: (502) 564-3460
psc.ky.gov

David L. Armstrong
Chairman

James Gardner
Vice-Chairman

John W. Clay
Commissioner

Robert Oxford
Kentucky Frontier Gas, LLC
4891 Independence Street, Suite 200
Wheat Ridge, CO 80033

November 24, 2008

RE: Case No. 2008-00394

We enclose one attested copy of the Commission's Order in the above case.

Sincerely,

A handwritten signature in cursive script that reads "Stephanie Stumbo".

Stephanie Stumbo
Executive Director

SS/ke
Enclosure

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF KENTUCKY FRONTIER)
GAS, LLC FOR APPROVAL OF FINANCING) CASE NO. 2008-00394
AND TRANSFER OF CONTROL)

O R D E R

On September 24, 2008, Kentucky Frontier Gas, LLC ("Kentucky Frontier") applied for approval of its proposed assumption of indebtedness of several gas utilities and the issuances of new evidences of indebtedness to finance its proposed acquisition of the assets or corporate stock of those utilities. On October 22, 2008, Kentucky Frontier amended its application to further request Commission approval of its proposed acquisition of the same utilities.

KRS 278.300(1) provides:

No utility shall issue any securities or evidences of indebtedness, or assume any obligation or liability in respect to the securities or evidences of indebtedness of any other person until it has been authorized so to do by order of the commission.

Kentucky Frontier asserts that, as a result of its contracts to operate Mike Little Gas Company ("Mike Little") and Floyd County Gas ("Floyd County"), it is a utility as defined by KRS 278.010(3)(b). The Commission finds that Kentucky Frontier's contracts with Mike Little and Floyd County are insufficient to afford Kentucky Frontier the status of a utility. Until Kentucky Frontier has acquired ownership or control of facilities used to provide utility service, it does not meet the statutory definition of a

"utility." Accordingly, KRS 278.300 is not applicable. We find that the portion of Kentucky Frontier's application related to the proposed financing should be dismissed as unnecessary.

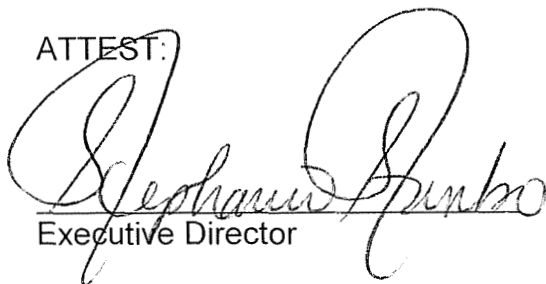
IT IS THEREFORE ORDERED that:

1. Kentucky Frontier's application as it relates to its proposed financing is dismissed.
2. A decision on that portion of Kentucky Frontier's application that relates to its proposed acquisition of certain gas utilities shall be forthcoming.

Done at Frankfort, Kentucky, this 24th day of November, 2008.

By the Commission

ATTEST:


Executive Director