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June 2, 2010

Via Federal Express

Jeff DeRouen
Executive Director
Public Service Commission
211 Sower Boulevard, P.O. Box 615
Frankfort, Kentucky 40602-0615

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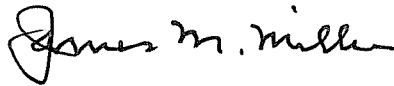
PUBLIC SERVICE
COMMISSION

Re: In the Matter of: Notice of Intent of PPL Corporation,
E.ON AG, E.ON U.S. LLC, Louisville Gas and Electric
Company and Kentucky Utilities Company to File a
Joint Application for Approval of the Acquisition by
PPL Corporation, PSC Case No. 2010-00204

Dear Mr. DeRouen:

Enclosed on behalf of Big Rivers Electric Corporation are an original and ten copies of a Motion for Full Intervention in the above-referenced matter. I certify that a copy of this letter and the Motion for Full Intervention have been served upon the persons shown on the attached service list.

Sincerely yours,



James M. Miller

JMM/ej
Enclosures

cc: Albert Yockey
Service List

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PSC CASE NO. 2010-00204

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COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

NOTICE OF INTENT OF PPL CORPORATION,)	
E.ON AG, E.ON U.S. LLC, LOUISVILLE GAS)	
AND ELECTRIC COMPANY AND KENTUCKY)	CASE NO.
UTILITIES COMPANY TO FILE A JOINT)	2010-00204
APPLICATION FOR APPROVAL OF THE)	
ACQUISITION BY PPL CORPORATION)	

MOTION FOR FULL INTERVENTION

Big Rivers Electric Corporation (“Big Rivers”) moves, through counsel, for full intervention in this matter pursuant to 807 KAR 5:001, Section 3(8). In support of its motion, Big Rivers states that it is a party to certain agreements with E.ON U.S., LLC (“E.ON”) and affiliates or subsidiaries of E.ON (the “E.ON Entities”) arising out of the so-called “unwind transaction” approved by the Public Service Commission (“Commission”) on March 6, 2009, in PSC Case No. 2007-00455.¹ Big Rivers has a special interest in determining the effect of the acquisition by PPL Corporation (“PPL”) of E.ON and the E.ON Entities on these agreements that is not shared by any current party in this matter, and is unlikely to be shared by any person subsequently made a party to this proceeding. For these reasons, full intervention by Big Rivers is likely to present issues or to develop facts that help the Commission fully consider all the implications of the acquisition by PPL of E.ON and the E.ON Entities. Big Rivers participated as an intervenor in prior proceedings concerning the acquisitions of predecessors in interest of

¹ *In the Matter of: Joint Application of Big Rivers, E.ON, LG&E Energy Marketing, Inc., and Western Kentucky Energy Corporation for Approval to Unwind Lease and Power Purchase Transactions*, PSC Case No. 2007-00455.

E.ON and the E.ON Entities² without unduly complicating or disrupting those proceedings, and Big Rivers' participation in this matter will not unduly complicate or disrupt these proceedings.

Big Rivers requests that if it is granted full intervention status, copies of all filings, orders and other documents filed or issued in connection with this case be served upon the following persons:

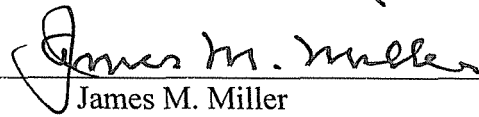
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Big Rivers Electric Corporation
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P.O. Box 24
Henderson, Kentucky 42419-0024
Telephone (270) 844-6180
albert.yockey@bigrivers.com

WHEREFORE, Big Rivers requests that it be granted full intervention in accordance with the foregoing motion, and for all other relief for which it may appear entitled.

This the third day of June, 2010.

² *In the Matter of: Joint Application For Transfer of Louisville Gas and Electric Company and Kentucky Utilities Company In Accordance With E.ON A.G.'s Planned Acquisition of PowerGen PLC*, P.S.C. Case No. 2001-104, and *In the Matter of Joint Application of PowerGen PLC, LG&E Energy Corp., Louisville Gas & Electric Company, and Kentucky Utilities Company for Approval of a Merger*, P.S.C. Case No. 2000-00095.

A handwritten signature in black ink that reads "James M. Miller". The signature is written in a cursive style and is positioned above a horizontal line.

James M. Miller

Tyson Kamuf

Sullivan, Mountjoy, Stainback
& Miller, P.S.C.

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Counsel for Big Rivers Electric Corporation