



S T O L L · K E E N O N · O G D E N  
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September 7, 2010

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SEP 07 2010

PUBLIC SERVICE  
COMMISSION

**VIA HAND DELIVERY**

Jeff DeRouen  
Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40601

**RE: The Application of Louisville Gas and Electric Company for an Order Authorizing the Restructure and Refinancing of Unsecured Debt and the Assumption of Obligations and for Amendment of Existing Authority**  
Case No. 2010-00205

**The Application of Kentucky Utilities Company for an Order Authorizing the Restructure and Refinancing of Unsecured Debt and the Assumption of Obligations and for Amendment of Existing Authority**  
Case No. 2010-00206

Dear Mr. DeRouen:

Enclosed please find for filing the original and twelve copies each of a Motion of Louisville Gas and Electric Company and Kentucky Utilities Company for Leave to File a Stipulation and Recommendation and the accompanying Stipulation and Recommendation of All Parties in the above-referenced matters. Please confirm your receipt of these filings by placing the stamp of your Office with the date received on the enclosed additional copy and return them to me via our office runner.

Should you have any questions, please call me at your earliest convenience.

Yours very truly,

Kendrick R. Riggs

KRR:ec  
Enclosures  
cc: Parties of Record

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SEP 07 2010

PUBLIC SERVICE  
COMMISSION

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

**In the Matter of:**

**APPLICATION OF LOUISVILLE GAS AND ELECTRIC )  
COMPANY FOR AN ORDER AUTHORIZING THE ) CASE NO.  
RESTRUCTURE AND REFINANCING OF UNSECURED ) 2010-00205  
DEBT AND THE ASSUMPTION OF OBLIGATIONS AND )  
FOR AMENDMENT OF EXISTING AUTHORITY )**

**In the Matter of:**

**APPLICATION OF KENTUCKY UTILITIES )  
COMPANY FOR AN ORDER AUTHORIZING THE ) CASE NO.  
RESTRUCTURE AND REFINANCING OF UNSECURED ) 2010-00206  
DEBT AND THE ASSUMPTION OF OBLIGATIONS AND )  
FOR AMENDMENT OF EXISTING AUTHORITY )**

**JOINT MOTION OF LOUISVILLE GAS AND ELECTRIC COMPANY  
AND KENTUCKY UTILITIES COMPANY FOR LEAVE TO FILE  
STIPULATION AND RECOMMENDATION**

Louisville Gas and Electric Company and Kentucky Utilities Company (collectively, the “Companies”) hereby move the Public Service Commission (“Commission”) for leave to file the enclosed Stipulation and Recommendation of All Parties (“Stipulation”). The Companies desire to submit the Stipulation into the record of this proceeding for the Commission’s consideration and approval of the proposed refinancings.

**WHEREFORE**, Louisville Gas and Electric Company and Kentucky Utilities Company respectfully move the Commission to grant them leave to file in this proceeding the enclosed Stipulation and Recommendation of All Parties.

Dated: September 7, 2010

Respectfully submitted,



Kendrick R. Riggs  
J. Wade Hendricks  
W. Duncan Crosby III  
Stoll Keenon Ogden PLLC  
2000 PNC Plaza  
500 West Jefferson Street  
Louisville, Kentucky 40202-2828  
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Allyson K. Sturgeon  
Senior Corporate Attorney  
E.ON U.S. LLC  
220 West Main Street  
Louisville, Kentucky 40202  
Telephone: (502) 627-2088

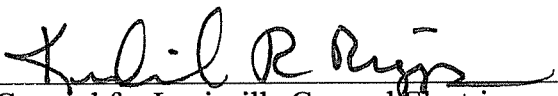
Counsel for Louisville Gas and Electric  
Company and Kentucky Utilities Company

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the above and foregoing Joint Motion for Leave to File Stipulation was served, via hand delivery and electronic email, to the following persons on the 7th day of September 2010:

Dennis G. Howard II  
Acting Director  
Assistant Attorney General  
Office of the Attorney General  
Office of Rate Intervention  
1024 Capital Center Drive, Suite 200  
Frankfort, KY 40601-8204

Michael L. Kurtz  
David F. Boehm  
Boehm, Kurtz & Lowry  
36 East Seventh Street, Suite 1510  
Cincinnati, OH 45202

  
Counsel for Louisville Gas and Electric  
Company, and Kentucky Utilities Company

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

**In the Matter of:**

<b>APPLICATION OF LOUISVILLE GAS AND ELECTRIC</b>	)	
<b>COMPANY FOR AN ORDER AUTHORIZING THE</b>	)	<b>CASE NO.</b>
<b>RESTRUCTURE AND REFINANCING OF UNSECURED</b>	)	<b>2010-00205</b>
<b>DEBT AND THE ASSUMPTION OF OBLIGATIONS AND</b>	)	
<b>FOR AMENDMENT OF EXISTING AUTHORITY</b>	)	

**In the Matter of:**

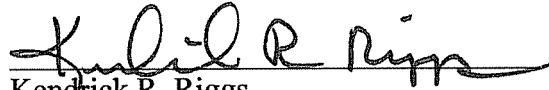
<b>APPLICATION OF KENTUCKY UTILITIES</b>	)	
<b>COMPANY FOR AN ORDER AUTHORIZING THE</b>	)	<b>CASE NO.</b>
<b>RESTRUCTURE AND REFINANCING OF UNSECURED</b>	)	<b>2010-00206</b>
<b>DEBT AND THE ASSUMPTION OF OBLIGATIONS AND</b>	)	
<b>FOR AMENDMENT OF EXISTING AUTHORITY</b>	)	

**STIPULATION AND RECOMMENDATION OF ALL PARTIES**

Consistent with the Settlement Agreement, Stipulation, and Recommendation (“Settlement Agreement”) filed September 1, 2010 in Case No. 2010-00204, Louisville Gas and Electric Company (“LG&E”), Kentucky Utilities Company (“KU”), the Attorney General of the Commonwealth of Kentucky, Office of Rate Intervention (“AG”), and the Kentucky Industrial Utility Customers, Inc. (“KIUC”) hereby stipulate that both the AG and KIUC do not take a position in either of the above-captioned proceedings, and respectfully recommend that the Public Service Commission (“Commission”) issue orders on or before September 30, 2010.

Dated: September 7, 2010

Respectfully submitted,



Kendrick R. Riggs

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Senior Corporate Attorney

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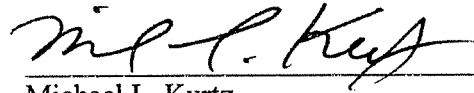
Telephone: (502) 627-2088

Counsel for Louisville Gas and Electric  
Company and Kentucky Utilities Company

Dennis G. Howard II by e-mail

Dennis G. Howard, II  
Acting DirectorAssistant Attorney General  
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Office of Rate Intervention  
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Frankfort, KY 40601-8204

Attorney General of the Commonwealth  
of Kentucky, Office of Rate Intervention



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Counsel for Kentucky Industrial Utility  
Customers, Inc.