



S T O L L · K E E N O N · O G D E N
P L L C

2000 PNC PLAZA
500 WEST JEFFERSON STREET
LOUISVILLE, KY 40202-2828
MAIN: (502) 333-6000
FAX: (502) 333-6099
www.skofirm.com

KENDRICK R. RIGGS
DIRECT DIAL: (502) 560-4222
DIRECT FAX: (502) 627-8722
kendrick.riggs@skofirm.com

September 7, 2010

RECEIVED

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

400001.137522/653329.1

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED
SEP 07 2010
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)**

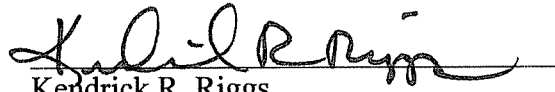
**JOINT MOTION OF LOUISVILLE GAS AND ELECTRIC COMPANY
AND KENTUCKY UTILITIES COMPANY FOR LEAVE TO FILE
STIPULATION AND RECOMMENDATION**

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

Telephone: (502) 333-6000

Allyson K. Sturgeon

Senior Corporate Attorney

E.ON U.S. LLC

220 West Main Street

Louisville, Kentucky 40202

Telephone: (502) 627-2088

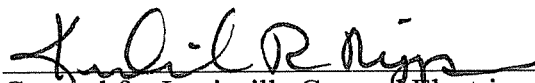
Counsel for Louisville Gas and Electric
Company and Kentucky Utilities Company

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:

**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)**

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,

A handwritten signature in black ink, appearing to read "Kendrick R. Riggs", with a long horizontal flourish extending to the right.

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
Telephone: (502) 333-6000

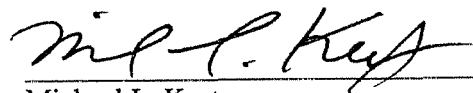
Allyson K. Sturgeon
Senior Corporate Attorney
E.ON U.S. LLC
220 West Main Street
Louisville, Kentucky 40202
Telephone: (502) 627-2088

Counsel for Louisville Gas and Electric
Company and Kentucky Utilities Company

Dennis G. Howard II by e-mail

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

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



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

Counsel for Kentucky Industrial Utility
Customers, Inc.