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June 20, 2001

ROBERT M. C. ROSE
OF COUNSEL

VIA HAND DELIVERY

Ms. Blanca Bayo, Director
Division of Commission Clerk & Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

Re: Docket No. 010887-WS- Application for approval of merger of Utilities, Inc. and Nuon Acquisition Sub, Inc., an Illinois corporation and for determination of Commission's jurisdiction of such merger
Our File No. 30057.32

Dear Ms. Bayo:

This letter is in response to Public Service Commission Attorney Larry Harris' letter to me of July 9, 2001, as follows:

1. Attached is a copy of a Merger Agreement with the confidential information highlighted on page 5.
2. Enclosed are two copies the Merger Agreement on which the confidential information information on page 5 has been blocked out.
3. The confidential information is the price per share which is set forth on page 5 of the Merger Agreement.
4. The disclosure of the confidential information may jeopardize Utilities, Inc.'s ability to comply with the conditions precedent set forth in the Merger Agreement and thus to close on the Merger in a timely manner.

This docketed notice of intent was filed with Confidential Document No. 09183-01. The document has been placed in confidential storage pending timely receipt of a request for confidentiality.

DOCUMENT NUMBER-DATE

09182 JUL 27 01

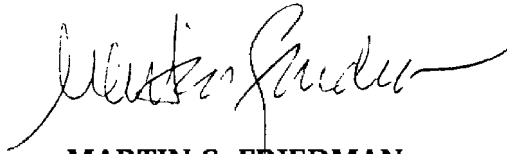
SC-COMMISSION CLERK

Ms. Blanca Bayo
July 27, 2001
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5. The provision of the Merger Agreement for which confidential treatment is sought is intended to be and is treated as private and has not been disclosed to the general public.

Should you or the Staff require any additional information, please do not hesitate to give me a call.

Very truly yours,



MARTIN S. FRIEDMAN
For the Firm

MSF/brm

Enclosures

cc: Larry D. Harris, Esquire, Senior Attorney

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