

BEFORE THE STATE CORPORATION COMMISSION **STATE CORPORATION COMMISSION**
OF STATE OF KANSAS

APR 12 2007

In the Matter of the Joint Application of Great)
Plains Energy Incorporated, Kansas City Power)
& Light Company and Aquila, Inc. for Approval)
of the Acquisition of Aquila, Inc. by Great Plains)
Energy Incorporated)

 Docket
Room

Docket No. 07-KCPE-1064-ACQ

PETITION TO INTERVENE

COMES NOW Black Hills Corporation ("Black Hills") and moves the Corporation Commission of the State of Kansas ("Commission") for an order permitting it to intervene in the above captioned proceeding. In support of its petition, Black Hills states:

1. Black Hills is a corporation duly organized under the laws of the State of South Dakota. On April 4, 2007, Black Hills filed a Joint Application with Aquila, Inc., d/b/a Aquila Networks - KGO ("Aquila"), and Black Hills/Kansas Gas Utility Company, LLC ("BH Kansas Gas") for an Order from the Commission approving the transfer to BH Kansas Gas of Aquila's certificates of convenience and necessity and franchises with respect to all of Aquila's Kansas natural gas business located in the State of Kansas. *Docket No. 07-BHCG-1063-ACQ (2007)*. On February 7, 2007, Black Hills announced that it had executed a definitive agreement with Aquila under which Black Hills will acquire Aquila's gas utility assets in Kansas, Iowa, Nebraska and Colorado and electric utility assets in Colorado. In a separate but related transaction, which is the subject matter of this Commission docket, a wholly-owned subsidiary of Great Plains Energy Incorporated ("GPE") will merge with and into Aquila, with Aquila as the surviving entity ("Merger"). The result of the Merger is that GPE will effectively acquire Aquila's Missouri electric operations.

2. Black Hills' transaction with Aquila and Aquila's transaction with GPE are conditioned, in part, upon the closing of the other transaction. Accordingly, Black Hills' interests are substantially affected by the proceedings in this matter.

3. Black Hills submits that the granting of its petition to intervene in this matter will not impair the orderly and prompt conduct of the proceedings.

4. Black Hills' interests herein can not be adequately represented by any other party.

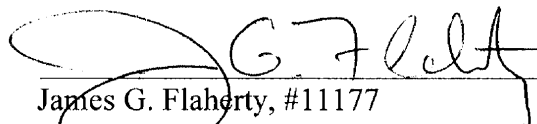
5. A copy of all communications and correspondence to Black Hills, including service of all notices and orders of the Commission, are requested to be sent to the following named individuals:

Linden R. Evans
President and COO
Black Hills Corporation
625 Ninth Street
Rapid City, SD 57701

James G. Flaherty
Anderson & Byrd, LLP
216 S. Hickory, P.O. Box 17
Ottawa, Kansas 66067

Kyle D. White
Vice President - Regulatory Affairs
Black Hills Corporation
625 Ninth Street
Rapid City, SD 57701

WHEREFORE, Black Hills prays that the Commission enter an order allowing it to intervene herein and for all other relief which the Commission deems just and proper.



James G. Flaherty, #11177
ANDERSON & BYRD, LLP
216 S. Hickory, P. O. Box 17
Ottawa, Kansas 66067
(785) 242-1234, telephone
(785) 242-1279, facsimile

Steven J. Helmers
SVP and General Counsel
BLACK HILLS CORPORATION
625 Ninth Street
Rapid City, SD 57701
(605) 721-2303, telephone
(605) 721-2550, facsimile

Brian G. Iverson
Senior Counsel
BLACK HILLS CORPORATION
625 Ninth Street
Rapid City, SD 57701
(602) 721-2305, telephone
(602) 721-2550, facsimile

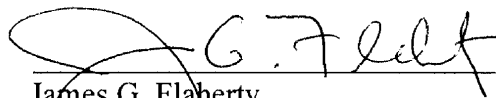
Attorneys for Black Hills Corporation

VERIFICATION

STATE OF KANSAS)
)ss:
FRANKLIN COUNTY)

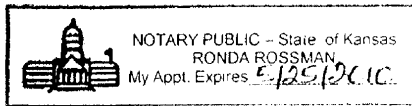
James G. Flaherty, of lawful age, being first duly sworn on oath, states:

That he is an attorney for Black Hills Corporation; that he has read the above and foregoing Petition to Intervene, knows the contents thereof; and that the statements contained therein are true.



James G. Flaherty

SUBSCRIBED AND SWORN to before me this 14th day of April, 2007.





Notary Public

My Commission Expires:

CERTIFICATE OF SERVICE

I hereby certify that a copy of the above and foregoing was mailed, postage prepaid, this 11th day of April, 2007, addressed to:

W. Robert Alderson, Jr.
Alderson Alderson Weiler
Conklin Burghart & Crow LLC
2101 SW 21st Street, PO Box 237
Topeka, KS 66601-0237

Jon R. Empson
Sr VP Regulatory Legislative & Gas Supply
Aquila, Inc.
1815 Capitol Avenue
Omaha, Ne 68102

Renee Parsons
Sr Counsel
Aquila, Inc.
MSC 81-77
20 W Ninth St
Kansas City, MO 64105

Dennis R. Williams
VP Reg. Affairs
Aquila, Inc.
MSC 81-77
20 W Ninth St
Kansas City, MO 64105

Glenda Cafer
Cafer Law Office, L.L.C.
Suite 101, 2921 SW Wanamaker Drive
Topeka, KS 66614

Terry D. Bassham
Exec. VP / CFO
Great Plains Energy Services
1201 Walnut, 20th Floor
Kansas City, MO 64106-2124

William H. Downey
Chief Oper. Officer
Great Plains Energy Services
1201 Walnut, 20th Floor
Kansas City, MO 64106-2124

Curtis D. Blanc
Kansas City Power & Light Company
1201 Walnut, PO Box 418679
Kansas City, MO 64141-9679

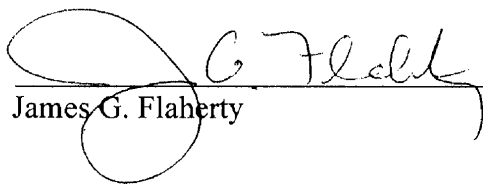
Chris B. Giles
VP Reg. Affairs
Kansas City Power & Light Company
1201 Walnut
PO Box 418679
Kansas City, MO 64141-9679

William Riggins
General Counsel
Kansas City Power & Light Company
1201 Walnut
PO Box 418679
Kansas City, MO 64141-9679

Jason Gray
Assistant General Counsel
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, KS 66604-4027

Matthew R. Tomc
Assistant General Counsel
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, KS 66604-4027

Karl Zobrist
Sonnenschein Nath & Rosenthal LLP
4520 Main Street
Suite 1100
Kansas City, MO 64111



James G. Flaherty