ORDER ADDRESSING JOINT APPLICANTS’ VERIFIED RESPONSES ON THE COMMISSION’S MERGER STANDARDS

This matter comes before the State Corporation Commission of the State of Kansas (Commission) for consideration and decision. Having reviewed the pleadings and record, the Commission makes the following findings:

1. On June 28, 2016, Kansas City Power & Light Company (KCP&L) and Westar Energy, Inc. and Kansas Gas and Electric Company (Westar) filed a Joint Application seeking approval for Great Plains Energy’s acquisition of Westar. Great Plains Energy is the parent company of KCP&L. Great Plains Energy agreed to acquire 100% of the stock of Westar in a transaction then valued at approximately $12.2 billion, including assumed debt.1 Upon closing, Kansas’ two largest jurisdictional utilities will be owned by Great Plains Energy, with Westar becoming a wholly-owned subsidiary of Great Plains Energy.2

2. At its August 4th business meeting, the Commission expressed its desire to reiterate the merger standards to ensure consistent approaches in the three pending merger

---

1 Joint Application, June 28, 2016, ¶ 6.
2 Id.
dockets. On August 9, 2016, the Commission issued its Order on Merger Standards, reaffirming the merger standards as modified in the 97-WSRE-676-MER Docket (97-676 Docket). While the Order on Merger Standards recognized the 97-676 Docket allows for some flexibility in the merger standards, including modifying those standards or even adding additional standards or considerations, the Commission directed the Joint Applicants to clearly identify any deviation from the restated merger standards and justify the deviations in supporting testimony.5

3. Since the Joint Applicants had filed their Joint Application prior to the issuance of the Order on Merger Standards, the Commission directed the Joint Applicants to file any modifications to their Joint Application with supporting testimony within 21 days.6 The Order on Merger Standards explicitly stated, “[i]n addition to identifying the modifications, the Joint Applicants’ filing should explain: (1) how the merger standards listed in the Joint Application differ from those endorsed in this Order; (2) why their Joint Application includes different merger standards than those endorsed in this Order, and (3) how their prefiled testimony should be amended to conform to the merger standards reaffirmed in paragraph 5 of this Order, as opposed to the standards cited on pages 8-9 of the Joint Application.”7

4. On August 30, 2016, the Joint Applicants filed their Verified Response to Commission’s Order on Merger Standards, explaining:

The Joint Applicants accept the standards enumerated by the Commission and believe they have addressed those standards in their Joint Application and Direct Testimony. To the extent that paraphrasing of the merger standards in the Joint Application and/or Direct Testimony causes the Commission or the parties to believe otherwise, the Joint Applicants apologize for causing this confusion. The Joint Applicants

---

3 16-ITCE-512-ACQ (Fortis’ proposed acquisition of ITC Great Plains), 16-KCPE-593-ACQ (Great Plains’ proposed acquisition of Westar), 16-EPDE-410-ACQ (Empire’s proposed merger with Liberty Utilities).
4 Order on Merger Standards, Aug. 9, 2016, ¶ 5.
5 Id., ¶ 7.
6 Id., Ordering Clause B.
7 Id.
did not and do not seek to change the Commission’s merger standards in any way.8

5. Based on their pleading, the Joint Applicants understand the Commission’s merger standards and agree that those standards will be used to evaluate the Joint Application. While the Joint Applicants acknowledge they omitted the phrase “in excess of book value” from standard (a)(iv), which asks “whether there are operational synergies that justify payment of a premium in excess of book value”, the Joint Applicants claim operational synergies are discussed by both Mr. Terry Bassham and Mr. Mark Ruelle, Mr. Kevin Bryant describes why the purchase price is reasonable, and Mr. Steven Busser testifies on the amount of the premium in excess of book value and how it accounts for the premium.9 Therefore,

Joint Applicants do not believe the pre-filed testimony needs to be amended... [the] Joint Applicants have explained how the Joint Application and Direct Testimony fully address the Commission’s merger standards as reaffirmed in ¶5 of the Order. As such, the Joint Applicants do not believe that any changes to the Joint Application or Direct Testimony are necessary.10

6. On September 9, 2016, Staff filed its Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger Standards, claiming the Joint Applicants altered the merger standards to ease the burden on the Joint Applicants.11 Specifically, Staff notes the phrase “book value” appears only once in the entire Joint Application and supporting testimony.12 Staff is concerned with the Joint Applicants’ handling of standard (a)(ii), which addresses the reasonableness of the purchase price, “including whether the purchase price was

---
9 Id., ¶ 8.
10 Id., ¶ 19.
12 Id., ¶ 16.
reasonable in light of the savings that can be demonstrated from the merger...."13 Staff explains
the Joint Application only refers to potential savings, but does not detail any savings that can be
demonstrated from the merger.14 Accordingly, Staff requests the Commission direct the Joint
Applicants to provide evidence of savings that can be demonstrated from the merger.15
Similarly, Staff requests the Commission direct the Joint Applicants to provide evidence that
operational synergies and cost savings justify acquiring Westar for nearly $5 billion above book
value.16

7. Staff asserts the Joint Applicants should amend their Joint Application to allow
the other parties to fully investigate and analyze the Application. In the alternative, Staff
suggests dismissing the Joint Application without prejudice, but does not formally move to
dismiss the Joint Application.17

8. On September 12, 2016, the Citizens’ Utility Ratepayer Board (CURB) filed its
Response to Staff’s Reply to Joint Applicants’ Verified Response to Commission’s Order on
Merger Standards, agreeing with Staff that the Joint Application is deficient, especially in
regards to merger standards (a)(ii) and (a)(iv).18 CURB believes the Joint Applicants’ revisions
to those standards “may dramatically change the meaning of those standards in such a way that it
eases the burden on the Joint Applicants.”19 Accordingly, CURB parrots Staff’s request that the
Commission direct the Joint Applicants to amend their Joint Application to conform to the

13 Id. ¶¶ 7-9.
14 Id. ¶ 9.
15 Id. ¶ 10.
16 Id. ¶ 21.
17 Id. ¶ 23.
18 CURB’s Response to Staff’s Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger
Standards, Sept. 12, 2016, ¶ 8.
19 Id.
merger standards, or in the alternative dismiss the Joint Application without prejudice.\textsuperscript{20} CURB did not formally move to dismiss the Joint Application.

9. On September 19, 2016, the Joint Applicants filed their Response to Staff’s and CURB’s Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger Standards, arguing the Order on Merger Standards did not provide for replies to the Joint Applicants’ response, and thus, both Staff’s Reply and CURB’s Response are procedurally improper and should therefore be stricken or ignored.\textsuperscript{21} The Joint Applicants cannot point to any authority that prohibits Staff or CURB from filing responsive pleadings. The Commission finds the additional perspective provided by the parties beneficial. Accordingly, the Commission denies the Joint Applicants’ request to strike Staff’s and CURB’s responsive pleadings.

10. In their Response, the Joint Applicants reiterated, “they were not and are not requesting any modifications to the merger standards set out by the Commission in ¶5 of the Order. They fully accept that their Application will be evaluated under those standards.”\textsuperscript{22} The Joint Applicants acknowledge, “[t]he Commission has made it clear, and the Joint Applicants have agreed, that the merger standards contained in ¶5 of the Order are the standards that will be used in this case.”\textsuperscript{23}

11. The Joint Applicants correctly state, “[t]he only relevant question is whether the testimony addresses the merger standards as set out by the Commission in its Order...”\textsuperscript{24} The Commission has provided the Joint Applicants with an opportunity to amend their Joint Application to conform to the applicable merger standards. Despite their recognition that the

\textsuperscript{20} Id., ¶ 9
\textsuperscript{21} Response to Staff’s and CURB’s Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger Standards, Sept. 19, 2016, ¶ 3.
\textsuperscript{22} Id., ¶ 7.
\textsuperscript{23} Id., ¶ 8.
\textsuperscript{24} Id.
Joint Application will be reviewed under the merger standards enumerated in the Order on Merger Standards, the Joint Applicants have elected not to do so, and are bound by their filings.

12. The Commission disagrees with the Joint Applicants’ characterization that they merely paraphrased the merger standards and advises the Joint Applicants that if their Joint Application and supporting testimony do not conform to the merger standards, the Commission will be compelled to deny the Joint Application.

13. Neither Staff nor CURB has presented the Commission with a motion to dismiss the Joint Application. Furthermore, discovery is ongoing and may provide the parties with sufficient information to evaluate the Joint Application. However, the Joint Applicants are fully aware of Staff’s and CURB’s concerns. If the parties continue to believe the Joint Application does not adequately address the merger standards, they may file for the appropriate relief.

**THEREFORE, THE COMMISSION ORDERS:**

A. While the Commission notes the Joint Applicants have accepted the merger standards enumerated in its Order on Merger Standards, and the Joint Applicants have not amended their Joint Application in response to the Order on Merger Standards, the Commission takes no formal action at this time on either Staff’s Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger Standards or CURB’s Response to Staff’s Reply to Joint Applicants’ Verified Response to Commission’s Order on Merger Standards.

B. If the parties maintain that the Joint Application does not adequately address the merger standards, they may file for the appropriate relief.

C. The parties have 15 days from the date this Order was electronically served to petition for reconsideration.\(^{25}\)

\(^{25}\) K.S.A. 66-118b; K.S.A. 77-529(a)(1).
D. The Commission retains jurisdiction over the subject matter and parties for the purpose of entering such further orders as it deems necessary.

BY THE COMMISSION IT IS SO ORDERED.

Emler, Chairman; Albrecht, Commissioner; Apple, Commissioner.

Dated: OCT 18 2016

Amy L. Green
Secretary to the Commission

BGF

EMAILED

OCT 18 2016
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

I, the undersigned, certify that the true copy of the attached Order has been served to the following parties by means of Electronic Service on OCT 18 2016.

W. ROBERT ALDERSON, JR., ATTORNEY
ALDERSON ALDERSON WEILER CONKLIN BURGHART & CROW LLC
2101 SW 21ST STREET (66604)
TOPEKA, KS 66604
Fax: 785-232-1866
boba@aldersonlaw.com

MICHAEL E. AMASH, ATTORNEY
BLAKE & UHLIG PA
SUITE 475 NEW BROTHERHOOD BLDG
753 STATE AVE.
KANSAS CITY, KS 66101
Fax: 913-321-2396
mea@blake-uhlig.com

KURT J. BOEHM, ATTORNEY
BOEHM, KURTZ & LOWRY
36 E SEVENTH ST STE 1510
CINCINNATI, OH 45202
Fax: 513-421-2764
kboehm@bkllawfirm.com

JODY KYLER COHN, ATTORNEY
BOEHM, KURTZ & LOWRY
36 E SEVENTH ST STE 1510
CINCINNATI, OH 45202
Fax: 513-421-2764
jkylercohn@bkllawfirm.com

MARTIN J. BREGMAN
BREGMAN LAW OFFICE, L.L.C.
311PARKER CIRCLE
LAWRENCE, KS 66049
mjb@mjbregmanlaw.com

ANDREW J ZELLERS, GEN COUNSEL/VP REGULATORY AFFAIRS
BRIGHTERGY, LLC
1712 MAIN ST 6TH FLR
KANSAS CITY, MO 64108
Fax: 816-511-0822
andy.zellers@brightergy.com

GLENDA CAFER, ATTORNEY
CAFER PEMBERTON LLC
3321 SW 6TH ST
TOPEKA, KS 66606
Fax: 785-233-3040
glenda@caferlaw.com

TERRI PEMBERTON, ATTORNEY
CAFER PEMBERTON LLC
3321 SW 6TH ST
TOPEKA, KS 66606
Fax: 785-233-3040
terri@caferlaw.com

THOMAS J. CONNORS, ATTORNEY AT LAW
CITIZENS' UTILITY RATEPAINTER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
tj.connors@curb.kansas.gov

DAVID W. NICKEL, CONSUMER COUNSEL
CITIZENS' UTILITY RATEPAINTER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
d.nickel@curb.kansas.gov
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

DELLA SMITH
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
d.smith@curb.kansas.gov

SHONDA SMITH
CITIZENS' UTILITY RATEPAYER BOARD
1500 SW ARROWHEAD RD
TOPEKA, KS 66604
Fax: 785-271-3116
sd.smith@curb.kansas.gov

ASHLEY M. BOND, ATTORNEY
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
amb@duncanallen.com

KEN HOLMBOE, ATTORNEY AT LAW
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
kh@duncanallen.com

GREGG D. OTTINGER, ATTORNEY
DUNCAN & ALLEN
1730 RHODE ISLAND AVENUE NW
SUITE 700
WASHINGTON, DC 20036-3155
Fax: 202-289-8450
gdo@duncanallen.com

KEVIN HIGGINS
ENERGY STRATEGIES, LLC
PARKSIDE TOWERS
215 S STATE ST STE 200
SALT LAKE CITY, UT 84111
Fax: 801-521-9142
khiggins@energystrat.com

WILLIAM R. LAWRENCE
FAGAN EMERT & DAVIS LLC
730 NEW HAMPSHIRE SUITE 210
LAWRENCE, KS 66044
Fax: 785-331-0303
wlawrence@fed-firm.com

ALI NELSON, PARALEGAL
FAGAN EMERT & DAVIS LLC
730 NEW HAMPSHIRE SUITE 210
LAWRENCE, KS 66044
Fax: 785-331-0303
anelson@fed-firm.com

DOUGLAS L. HEALY, ATTORNEY AT LAW
HEALY LAW OFFICES, LLC
3010 E BATTLEFIELD STE A
SPRINGFIELD, MO 65804
doug@healylawoffices.com

SARAH STEELE
GILMORE & BELL, P.C.
ONE MAIN PLACE
100 NORTH MAIN, STE. 800
WICHITA, KS 67202
ssteele@gilmorebell.com

DARRELL MCCUBBINS, BUSINESS MANAGER
IBEW LOCAL UNION NO. 1464
PO BOX 33443
KANSAS CITY, MO 64120
Fax: 816-483-4239
kwhiteman@ibew1464.org

TERRY M. JARRETT, ATTORNEY AT LAW
HEALY LAW OFFICES, LLC
3010 E BATTLEFIELD STE A
SPRINGFIELD, MO 65804
terry@healylawoffices.com
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

DUANE NORDICK, BUSINESS MANAGER
IBEW LOCAL UNION NO. 1523
609 N BROADWAY
WICHITA, KS 67214
duane_nordick@sbcglobal.net

DAVID PINON, BUSINESS MANAGER
IBEW LOCAL UNION NO. 1613
6900 EXECUTIVE DR
SUITE 180
KANSAS CITY, MO 64120
local1613@earthlink.net

RAYMOND ROGERS, BUSINESS MANAGER
IBEW LOCAL UNION NO. 225
PO BOX 404
BURLINGTON, KS 66839-0404
rcrogers@cableone.net

JOHN GARRETSON, BUSINESS MANAGER
IBEW LOCAL UNION NO. 304
3906 NW 16TH STREET
TOPEKA, KS 66615
Fax: 785-235-3345
johng@ibew304.org

BILL MCDANIEL, BUSINESS MANAGER
IBEW LOCAL UNION NO. 412
6200 CONNECTICUT
SUITE 105
KANSAS CITY, MO 64120
Fax: 816-231-5515
business.manager@me.com

JOHN KRAJEWSKI, PRESIDENT
J K ENERGY CONSULTING LLC
650 J STREET STE 106
LINCOLN, NE 68508
Fax: 402-438-4322
jk@jenergyconsulting.com

RICHARD S. HARPER
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-371-9025
rharper@jsslaw.com

ALAN I. ROBBINS, ATTORNEY
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-408-5406
arobbins@jsslaw.com

DEBRA D. ROBY, ATTORNEY
JENNINGS, STROUSS & SALMON, P.L.C
1350 I Street, NW
Suite 810
WASHINGTON, DC 20005
Fax: 202-371-9025
droby@jsslaw.com

JOHN R. WINE, JR.
410 NE 43RD
TOPEKA, KS 66617
Fax: 785-246-0339
jwine2@cox.net

ANDREW FERRIS, DIRECTOR OF ELECTRIC SUPPLY PLANNING
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES
312 N 65TH STREET
KANSAS CITY, KS 66102
aferris@bpu.com

ANGELA LAWSON, SENIOR COUNSEL
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES
540 MINNESOTA AVENUE
KANSAS CITY, KS 66101-2930
alawson@bpu.com
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

ROBERT J. HACK, LEAD REGULATORY COUNSEL
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 19th FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
rob.hack@kcpl.com

ROGER W. STEINER, CORPORATE COUNSEL
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 19th FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2787
roger.steiner@kcpl.com

BRIAN G. FEDOTIN, DEPUTY GENERAL COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3314
b.fedotin@kcc.ks.gov

MICHAEL NEELEY, LITIGATION COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3167
m.neeley@kcc.ks.gov

MARK DOLJAC, DIR RATES AND REGULATION
KANSAS ELECTRIC POWER CO-OP, INC.
600 SW CORPORATE VIEW (66615)
PO BOX 4877
TOPEKA, KS 66604-0877
Fax: 785-271-4888
mdoljac@kepco.org

CATHRYN J DINGES, CORPORATE COUNSEL
KANSAS GAS & ELECTRIC CO.
D/B/A WESTAR ENERGY
818 S KANSAS AVE
PO BOX 889
TOPEKA, KS 66601-0889
Fax: 785-575-8136
cathy.dinges@westarenergy.com

DARRIN R. IVES, VICE PRESIDENT, REGULATORY AFFAIRS
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 19th FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2110
darrin.ives@kcpl.com

MARY TURNER, DIRECTOR, REGULATORY AFFAIR
KANSAS CITY POWER & LIGHT COMPANY
ONE KANSAS CITY PL, 1200 MAIN ST 19th FLOOR (64105)
PO BOX 418679
KANSAS CITY, MO 64141-9679
Fax: 816-556-2110
mary.turner@kcpl.com

DUSTIN KIRK, DEPUTY GENERAL COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3354
d.kirk@kcc.ks.gov

AMBER SMITH, CHIEF LITIGATION COUNSEL
KANSAS CORPORATION COMMISSION
1500 SW ARROWHEAD RD
TOPEKA, KS 66604-4027
Fax: 785-271-3167
a.smith@kcc.ks.gov

WILLIAM G. RIGGINS, SR VICE PRES AND GENERAL COUNSEL
KANSAS ELECTRIC POWER CO-OP, INC.
600 SW CORPORATE VIEW (66615)
PO BOX 4877
TOPEKA, KS 66604-0877
Fax: 785-271-4884
briggins@kepco.org

JEFFREY L. MARTIN, VICE PRESIDENT, REGULATORY AFFAIRS
KANSAS GAS & ELECTRIC CO.
D/B/A WESTAR ENERGY
818 S KANSAS AVE
PO BOX 889
TOPEKA, KS 66601-0889
jeff.martin@westarenergy.com
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

LARRY HOLLOWAY, ASST GEN MGR OPERATIONS
KANSAS POWER POOL
100 N BROADWAY  STE L110
WICHITA, KS 67202
Fax: 316-264-3434
lholloway@kansaspowerpool.org

WILLIAM DOWLING, VP ENGINEERING & ENERGY SUPPLY
MIDWEST ENERGY, INC.
1330 CANTERBURY ROAD
PO BOX 898
HAYS, KS 67601-0898
Fax: 785-625-1487
bdowling@mwenergy.com

ANNE E. CALLENBACH, ATTORNEY
POLSINELLI PC
900 W 48TH PLACE STE 900
KANSAS CITY, MO 64112
Fax: 913-451-6205
acallenbach@polsinelli.com

JAMES P. ZAKOURA, ATTORNEY
SMITHYMAN & ZAKOURA, CHTD.
7400 W 110TH ST STE 750
OVERLAND PARK, KS 66210-2362
Fax: 913-661-9863
jim@smizak-law.com

JAMES BRUNGARDT, REGULATORY AFFAIRS ADMINISTRATOR
SUNFLOWER ELECTRIC POWER CORPORATION
301 W. 13TH
PO BOX 1020 (67601-1020)
HAYS, KS 67601
Fax: 785-623-3395
jbrungardt@sunflower.net

AL TAMIMI, VICE PRESIDENT, TRANSMISSION PLANNING AND POLICY
SUNFLOWER ELECTRIC POWER CORPORATION
301 W. 13TH
PO BOX 1020 (67601-1020)
HAYS, KS 67601
Fax: 785-623-3395
atamimi@sunflower.net

CURTIS M. IRBY, GENERAL COUNSEL
KANSAS POWER POOL
LAW OFFICES OF CURTIS M. IRBY
200 EAST FIRST ST, STE. 415
WICHITA, KS 67202
Fax: 316-264-6860
cmirby@sbcglobal.net

EARNEST A. LEHMAN, PRESIDENT & GENERAL MANAGER
MIDWEST ENERGY, INC.
1330 Canterbury Rd
PO Box 898
Hays, KS 67601-0898
elehman@mwenergy.com

FRANK A. CARO, JR., ATTORNEY
POLSINELLI PC
900 W 48TH PLACE STE 900
KANSAS CITY, MO 64112
Fax: 816-753-1536
fcaro@polsinelli.com

RENEE BRAUN, CORPORATE PARALEGAL, SUPERVISOR
SUNFLOWER ELECTRIC POWER CORPORATION
301 W. 13TH
PO BOX 1020 (67601-1020)
HAYS, KS 67601
Fax: 785-623-3395
rbraun@sunflower.net

DAVIS ROONEY, VICE PRESIDENT AND CFO
SUNFLOWER ELECTRIC POWER CORPORATION
301 W. 13TH
PO BOX 1020 (67601-1020)
HAYS, KS 67601
Fax: 785-623-3395
hrooney@sunflower.net

MARK D. CALCARA, ATTORNEY
WATKINS CALCARA CHTD.
1321 MAIN ST STE 300
PO DRAWER 1110
GREAT BEND, KS 67530
Fax: 620-792-2775
mcalcara@wcrf.com
CERTIFICATE OF SERVICE

16-KCPE-593-ACQ

TAYLOR P. CALCARA, ATTORNEY
WATKINS CALCARA CHTD.
1321 MAIN ST STE 300
PO DRAWER 1110
GREAT BEND, KS 67530
Fax: 620-792-2775
tcalcara@wcrf.com

DAVID L. WOODSMALL
WOODSMALL LAW OFFICE
308 E HIGH ST STE 204
JEFFERSON CITY, MO 65101
Fax: 573-635-7523
david.woodsmall@woodsmalllaw.com

/S/ DeeAnn Shupe
DeeAnn Shupe

EMAILED

OCT 18 2016