

Union Electric Company (AmerenUE) :
 Request pursuant to Section 6-102 of the :
 Illinois Public Utilities Act for an order :
 authorizing Union Electric Company :
 (AmerenUE) to incur an indebtedness by :
 undertaking the obligation to pay the :
 principal, interest and redemption :
 premium, if any, on up to \$200,000,000 : 03-0540
 principal amount of Senior Secured Notes :
 for the purpose of refunding, redeeming :
 and/or refinancing outstanding evidences :
 of indebtedness. :

ILLINOIS
 COMMERCE COMMISSION *S.M.*

2004 AUG -6 P 12:43

CHIEF CLERK'S OFFICE

REPORT OF ISSUANCE OF SENIOR SECURED NOTES

To the Illinois Commerce Commission,

The undersigned, Union Electric Company d/b/a AmerenUE ("AmerenUE"), in accordance with the requirements of Ordered Paragraph 10 of Order entered by the Illinois Commerce Commission (the "Commission") on September 22, 2003 in the above entitled case, hereby submits its report as follows:

Expenses incurred through June 30, 2004 in connection with issuance of the senior secured notes were as follows:

Fees charged by Illinois Commerce Commission	\$ 29,568
Trustee Fees	5,000
Underwriter Fees	1,300,000
Rating Agency Fees	50,000
Auditing Fees	34,250
Legal Fees and Expenses	19,037
Printing Fees	36,258
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Total	<u>\$1,474,113</u>

Dated: August 5, 2004

UNION ELECTRIC COMPANY
d/b/a AmerenUE

By  _____

Steven R. Sullivan
Senior Vice President Governmental/
Regulatory Policy, General Counsel
and Secretary

