Public liability:		
American Nuclear Insurers	$ 300	$ -
Pool participation	10,461	101(a)
	$ 10,761(b)	$ 101
Nuclear worker liability:		
American Nuclear Insurers	$ 300(c)	$ 4
Property damage:		
Nuclear Electric Insurance Ltd.	$ 2,750(d)	$ 21
Replacement power:		
Nuclear Electric Insurance Ltd.	$ 490(e)	$ 7

(a) Retrospective premium under the Price-Anderson liability provisions of the Atomic Energy Act of 1954, as amended (Price-Anderson). This is subject to retrospective assessment with respect to loss from an incident at any U.S. reactor, payable at $10 million per year. Price-Anderson expired in August 2002 and the temporary extension expired December 31, 2003. Until Price-Anderson is renewed, its provisions continue to apply to existing nuclear plants.
(b) Limit of liability for each incident under Price-Anderson.
(c) Industry limit for potential liability from workers claiming exposure to the hazards of nuclear radiation.
(d) Includes premature decommissioning costs.
(e) Weekly indemnity of $4.5 million for 52 weeks, which commences after the first eight weeks of an outage, plus $3.6 million per week for 71.1 weeks thereafter.

Price-Anderson limits the liability for claims from an incident involving any licensed U.S. nuclear facility. The limit is based on the number of licensed reactors and is adjusted at least every five years to reflect changes in the Consumer Price Index. Utilities owning a nuclear reactor cover this exposure through a combination of private insurance and mandatory participation in a financial protection pool, as established by Price-Anderson.

If losses from a nuclear incident at the Callaway nuclear plant exceed the limits of, or are not subject to, insurance, or if coverage is not available, we self-insure the risk. Although we have no reason to anticipate a serious nuclear incident, if one did occur, it could have a material but indeterminable adverse effect on our results of operations, financial position, or liquidity.

Leases

The following table presents our lease obligations at December 31, 2004:

	Total	Less than 1 Year	1 – 3 Years	3 – 5 Years	After 5 Years
Ameren:(a)					
Capital leases(b)	$ 96	$ 3	$ 8	$ 8	$ 77
Operating leases(c)	208	29	48	28	103
Total lease obligations	$ 304	$ 32	$ 56	$ 36	$ 180
UE:					
Capital leases(b)	$ 96	$ 3	$ 8	$ 8	$ 77
Operating leases(c)	119	10	18	17	74
Total lease obligations	$ 215	$ 13	$ 26	$ 25	$ 151
CIPS:					
Operating leases(c)	$ -	$ -	$ -	$ -	$ -
Genco:					
Operating leases(c)	$ 38	$ 2	$ 5	$ 4	$ 27
CILCORP:					
Operating leases(c)	$ 3	$ 1	$ 2	$ -	$ -

CILCO:					
Operating leases(c)	$ 3	$ 1	$ 2	$ -	$ -
IP:					
Operating leases	$ 28	$ 7	$ 13	$ 5	$ 3

(a) Includes amounts for Ameren Registrant and non-Registrant subsidiaries and intercompany eliminations.
(b) See Note 6 – Long-term Debt and Equity Financings for further discussion.
(c) Amounts related to certain real estate leases and railroad licenses have indefinite payment periods. The amounts for these items are included in the Less than 1 Year, 1 - 3 Years and 3 - 5 Years columns. Amounts for After 5 Years are not included in the total amount due to the indefinite periods. Ameren's estimated obligation for after five years is $1 million annually for both the real estate leases and the railroad licenses.

We lease various facilities, office equipment, plant equipment, and rail cars under operating leases. We also have a capital lease relating to UE's Peno Creek CT facility. We also had a capital lease relating to nuclear fuel for UE's Callaway nuclear plant, which was terminated early in February 2004. See Note 6 – Long-term Debt and Equity Financings for further information on this nuclear fuel lease. In September 1999, IP entered into an operating lease on four gas turbines located in Tilton, Illinois and a separate land lease at the Tilton site. IP sublet the turbines to a predecessor of DMG in October 1999. In July 2004, subsequent to the expiration of a statutory notice period after a filing at the ICC, IP terminated the lease with the original lessor. DMG then executed a transfer agreement under which the original lessor sold the turbine assets to DMG for the full contract price of $81 million. Additionally, IP assigned its associated land lease on the Tilton site to DMG. The following table presents total rental expense, included in Other Operations and Maintenance expenses, as of December 31, 2004, 2003 and 2002:

	2004	2003	2002
Ameren(a)	$ 21	$ 61	$ 21
UE	25	59	24
CIPS	8	9	10
Genco	2	2	2
CILCORP(b)	5	5	5
CILCO	5	5	5
IP(c)	5	6	7

(a) Excludes amounts for IP prior to the acquisition date of September 30, 2004; excludes amounts for CILCORP and CILCO prior to the acquisition date of January 31, 2003; and includes amounts for Ameren Registrant and non-Registrant subsidiaries and intercompany eliminations.
(b) *2002 amounts represent predecessor information. January 2003 predecessor amount was less than $1 million.*
(c) 2003 and 2002 amounts represent predecessor information. January through September 2004 predecessor amount was $4 million.

Other Obligations

To supply a portion of the fuel requirements of our generating plants, we have entered into various long-term commitments for the procurement of coal, natural gas, and nuclear fuel. In addition, we have entered into various long-term commitments for the purchase of electricity and natural gas for distribution. The following table presents the total estimated fuel, power purchase, and natural gas commitments at December 31, 2004:

	Coal	Gas	Nuclear	Electric Capacity(c)	Total
Ameren:(a)					
2005	$ 702	$ 478	$ 11	$ 167	$ 1,358
2006	671	249	9	167	1,096
2007	535	100	1	23	659
2008	409	43	10	23	485
2009	223	13	9	1	246

Thereafter(b)	36	16	-	-	52
Total	$ 2,576	$ 899	$ 40	$ 381	$ 3,896
UE:					
2005	$ 361	$ 77	$ 11	$ 49	$ 498
2006	335	40	9	22	406
2007	264	15	1	22	302
2008	189	5	10	22	226
2009	83	2	9	-	94
Thereafter(b)	18	2	-	-	20
Total	$ 1,250	$ 141	$ 40	$ 115	$ 1,546
CIPS:					
2005	$ -	$ 81	$ -	$ 122	$ 203
2006	-	55	-	122	177
2007	-	22	-	-	22
2008	-	3	-	-	3
2009	-	-	-	-	-
Thereafter(b)	-	-	-	-	-
Total	$ -	$ 161	$ -	$ 244	$ 405
Genco:					
2005	$ 191	$ 18	$ -	$ -	$ 209
2006	175	14	-	-	189
2007	165	5	-	-	170
2008	143	3	-	-	146
2009	105	2	-	-	107
Thereafter(b)	10	3	-	-	13
Total	$ 789	$ 45	$ -	$ -	$ 834
CILCORP:(d)					
2005	$ 71	$ 156	$ -	$ 5	$ 232
2006	82	95	-	5	182
2007	44	51	-	5	100
2008	32	26	-	5	63
2009	14	5	-	5	24
Thereafter(b)	3	-	-	-	3

Total	$	246	$	333	$	-	$	25	$	604
CILCO:										
2005	$	71	$	156	$	-	$	5	$	232
2006		82		95		-		5		182
2007		44		51		-		5		100
2008		32		26		-		5		63
2009		14		5		-		5		24
Thereafter(b)		3		-		-		-		3
Total	$	246	$	333	$	-	$	25	$	604
IP:										
2005	$	-	$	126	$	-	$	155	$	281
2006		-		40		-		144		184
2007		-		6		-		-		6
2008		-		4		-		-		4
2009		-		4		-		-		4
Thereafter(b)		-		11		-		-		11
Total	$	-	$	191	$	-	$	299	$	490

(a) Includes amounts for Ameren Registrant and non-Registrant subsidiaries and intercompany eliminations.
(b) Commitments for coal, natural gas, nuclear fuel and the purchase of electricity are until 2010, 2012, 2009 and 2009, respectively.
(c) Beginning in 2007, CIPS, CILCO and IP are expected to purchase all electric capacity and energy through a competitive procurement process approved by the ICC.
(d) CILCORP consolidates CILCO and therefore includes CILCO in its amounts.

IP paid the $5 million in remaining decommissioning obligations associated with its former Clinton nuclear plant in December 2004. Other obligations also include decontamination and decommissioning charges associated with IP's use of a DOE facility that enriched uranium for the Clinton nuclear plant. IP was assessed an amount to be paid over 15 years that would be used by the DOE for decontamination and decommissioning of its facility. The remaining obligation is $2 million and the final payment is due in 2006.

Environmental Matters

We are subject to various environmental regulations by federal, state and local authorities. From the beginning phases of siting and development to the ongoing operation of existing or new electric generating, transmission and distribution facilities, and natural gas storage plant, transmission and distribution facilities, our activities involve compliance with diverse laws and regulations. These address noise, emissions, and impacts to air and water, protected and cultural resources (such as wetlands, endangered species, and archeological/historical resources), chemical and waste handling. Our activities often require complex and often lengthy processes as we obtain approvals, permits or licenses for new, existing or modified facilities. Additionally, the use and handling of various chemicals or hazardous materials (including wastes) requires preparation of release prevention plans and emergency response procedures. As new laws or regulations are promulgated, we assess their applicability and implement the necessary modifications to our facilities or their operations, as required. The more significant matters are discussed below.

Clean Air Act

The EPA issued a rule in October 1998 that required 22 eastern states and the District of Columbia to reduce emissions of NO_X in order to reduce ozone in the eastern United States. Among other things, the EPA's rule establishes an ozone season, which runs from May through September, and a NO_X emission budget for each state, including Illinois. The EPA rule required states to implement controls sufficient to meet their NO_X budget by May 31, 2004. In the spring of 2004, the EPA issued similar rules for Missouri. The compliance date for the Missouri rules is May 1, 2007.

As a result of these requirements, affected Ameren Companies have installed a variety of NO_X control technologies on power plant boilers over the past several years. Ameren's and UE's future estimated capital expenditures to comply with the final NO_X regulations in Missouri between 2005 and 2008 are $15 million to $20 million.

In mid-December 2003, the EPA issued proposed regulations with respect to SO_2 and NO_X emissions (the Clean Air Interstate Rule) and mercury emissions from coal-fired power plants. The new rules, if adopted, will require significant additional reductions in these emissions from UE, Genco and CILCO power plants in phases, beginning in 2010. The rules are currently under a public review and comment period; they may change before being issued as final. We do not expect regulations to be finalized until the first half of 2005. The following table presents preliminary estimated capital costs based on current available technology to comply with the Clean Air Interstate Rule and mercury rules, as proposed:

	2005	2006 - 2009	2010 - 2015	Total
	$50			$
Ameren		$510 - $	$355 -	$1,400 - $1,900
UE	20	160 - 880	1 175 - 880	840 - 1,140
Genco	10	250 - 340	1 140 - 200	400 - 550
CILCO	20	100 - 140	40 - 50	160 - 210

IP and DMG are the subject of a Notice of Violation (NOV) from the EPA and a complaint filed in 1999 by the United States in the U.S. District Court for the Southern District of Illinois (Court) alleging violations of the Clean Air Act and certain related federal and Illinois regulations. Similar notices and complaints were filed against other owners of coal-fired power plants in what we refer to as the Utility Enforcement Initiative. Both the NOV and the complaint allege that certain equipment repairs, replacements, and maintenance activities at the three Baldwin Power Station generating units, currently owned by DMG and formerly owned by IP, constituted "major modifications" under the Prevention of Significant Deterioration (PSD) regulations, the New Source Performance Standard (NSPS) regulations and the applicable Illinois regulations. It is further alleged that the defendants failed to obtain required operating permits under the applicable Illinois regulations. When activities meeting the definition of "major modifications" occur, the Clean Air Act and related regulations generally subject those activities to PSD review and permit requirements; the generating facilities where the activities occur must meet more stringent emissions standards, which may entail the installation of potentially costly pollution control equipment.

Pursuant to the terms of the stock purchase agreement covering Ameren's acquisition of IP from Dynegy, Dynegy agreed to fully indemnify Ameren and IP in the event of an adverse ruling and in any settlement arising from or out of this litigation. To secure payment of the indemnification obligations of Dynegy, Ameren, pursuant to the terms of the stock purchase agreement, has deposited $100 million of the cash portion of the purchase price into an escrow account with the funds to be released to Dynegy on the sooner of (1) December 31, 2010; (2) the date on which the senior unsecured debt of Dynegy Holdings Inc., a Dynegy subsidiary, achieves an investment grade rating from S&P or Moody's; or (3) the occurrence of specified events relating to contingent environmental liabilities associated with IP's former generating facilities, including the Baldwin Power Station.

DMG has entered into a comprehensive settlement with the EPA, the U.S. and other intervening parties that resolves this litigation. The settlement agreement is set forth in a consent decree and resolves all claims in the litigation as well as similar claims that may have been brought with respect to other generation facilities owned by DMG and formerly owned by IP. If approved by the Court, this consent decree will relieve IP of any civil liability under the Clean Air Act and related federal and Illinois regulations with respect to IP's former ownership of the Baldwin Power Station and other generation assets now owned by DMG. The consent decree, upon its approval by the Court, is also expected to satisfy the conditions for the release to Dynegy of the $100 million of the IP purchase price that is held in an escrow account as discussed above.

Multipollutant Legislation

The United States Congress has been working on legislation to consolidate the numerous air pollution regulations facing the utility industry. Continued deliberation on this "Clear Skies" legislation is expected in 2005. Our cost to comply with such legislation, if it is enacted, is expected to be covered by the modifications to our facilities required by combined mercury and Clean Air Interstate rules described above.

Global Climate

Future initiatives regarding greenhouse gas emissions and global warming are the subjects of much debate. As a result of our diverse fuel portfolio, our contribution to greenhouse gases varies. Coal-fired power plants, however, are significant sources of carbon dioxide emissions, a principal greenhouse gas. The related Kyoto Protocol was signed by the United States but has since been rejected by the president, who instead has asked for an 18% decrease in carbon intensity on a voluntary basis. In response to the administration's request, six electric power sector trade associations, including the Edison Electric Institute, of which Ameren is a member, and the Tennessee Valley Authority signed a Memorandum of Understanding (MOU) with the DOE in December 2004 calling for a 3% - 5% decrease in carbon intensity from the utility sector between 2002 and 2012 on a voluntary basis. Currently, Ameren is considering various initiatives to comply with the MOU, including enhanced generation at our nuclear and hydro power plants, increased efficiency measures at our coal-fired units, and investments in renewable energy and carbon sequestration projects.

Ameren has already taken actions to address the global climate issue. These include implementing efficiency improvements at our power plants; participating in the PowerTree Carbon Company, LLC, whose purpose is to reforest acreage in the lower Mississippi valley to sequester carbon; using coal combustion by-products as a direct replacement for cement, thereby reducing carbon emissions at cement kilns; participating in "Missouri Schools Going Solar," a project that will install photovoltaic solar arrays on school grounds; and partnering with other utilities, the Electric Power Research Institute, and the Illinois Geological Survey in the DOE Illinois Basin Initiative, which will examine methods and the feasibility of storing carbon dioxide within deep, uneconomic coal seams, mature oil fields, and saline reservoirs.

Future initiatives related to greenhouse gas emissions and global warming and the ultimate effects of the Kyoto Protocol on us are unknown. Although compliance costs are unlikely in the near future, our costs of complying with any mandated federal greenhouse gas program could have a material impact on our future results of operations, financial position, or liquidity.

Clean Water Act

In July 2004, the EPA issued rules under the Clean Water Act that require that cooling water intake structures reflect the best technology available for minimizing adverse environmental impacts. These rules pertain to existing generating facilities that currently employ a cooling water intake structure whose flow exceeds 50 million gallons per day. The rules may require us to install additional intake screens or other protective measures, and to do extensive site-specific study and monitoring. There is also the possibility that the rules may lead to the installation of cooling towers on some of our facilities. Our compliance costs associated with conducting field studies and installing fish collection systems to determine the aquatic impact of our intake structures will be in the range of a few million dollars over the next few years. These studies will determine what, if any, additional technology must be applied at nine of our existing power plants. At this time, we are unable to estimate the costs of complying with these rules. Such costs will not be incurred prior to 2008.

Remediation

We are involved in a number of remediation actions to clean up hazardous waste sites as required by federal and state law. Such statutes require that responsible parties fund remediation actions regardless of fault, legality of original disposal, or ownership of a disposal site. UE, CIPS, CILCO and IP have each been identified by the federal or state governments as a potentially responsible party at several contaminated sites. Several of these sites involve facilities that were transferred by CIPS to Genco in May 2000 and were transferred by CILCO to AERG in October 2003. As part of each transfer, the transferor (CIPS or CILCO) has contractually agreed to indemnify the transferee (Genco or AERG) for remediation costs associated with preexisting environmental contamination at the transferred sites.

UE, CIPS, CILCO, and IP own or are otherwise responsible for one, 13, four, and 25 former MGP sites, respectively, in Illinois. All of these sites are in various stages of investigation, evaluation and remediation. Under its current schedule, Ameren anticipates that remediation at these sites should be completed by 2015. The ICC permits each company to recover remediation and litigation costs associated with their former MGP sites located in Illinois from their Illinois electric and natural gas utility customers through environmental adjustment rate riders. To be recoverable, such costs must be prudently and properly incurred; costs are subject to annual reconciliation review by the ICC. The total costs deferred, net of recoveries from insurers and through environmental adjustment rate riders, at December 31, 2004, were $1 million, $25 million, $4 million, and $64 million for UE, CIPS, CILCO, and IP, respectively.

In addition, UE owns or is otherwise responsible for 10 MGP sites in Missouri and one in Iowa. Unlike Illinois, UE does not have in effect in Missouri a rate rider mechanism which permits remediation costs associated with MGP sites to be recovered from utility customers. UE does not have any retail utility operations in Iowa. Because of the unknown and unique characteristics of each site (such as amount and type of residues present, physical characteristics of the site and the environmental risk), and uncertain regulatory requirements, we are not able to determine the maximum liability for the remediation of these sites. UE has recorded a $16 million liability as of December 31, 2004, to represent its estimated minimum obligation. At this time, we are unable to determine what portion of these costs, if any, will be eligible for recovery from insurance carriers.

In June 2000, the EPA notified UE and numerous other companies that former landfills and lagoons in Sauget, Illinois, may contain soil and groundwater contamination. These sites are known as Sauget Area 1 and Sauget Area 2. From approximately 1926 until 1976, UE operated a power generating facility adjacent to Sauget Area 2; UE currently owns and operates electric transmission and distribution facilities in or near Sauget Areas 1 and 2.

In September 2000, the DOJ was granted leave by the U.S. District Court of the Southern District of Illinois to add numerous additional parties, including UE, to a pre-existing lawsuit between the government and others. The government seeks recovery of response costs under CERCLA (Superfund), incurred in connection with the remediation of Sauget Area 1. In October 2003, the government dismissed UE as a party to the lawsuit. UE considers the Sauget Area 1 litigation closed.

In September 2001, the EPA proposed in the Federal Register that Sauget Area 1 and Sauget Area 2 be listed on the National Priorities List. The inclusion of a site on this list allows the EPA to access Superfund trust monies to fund site remediations. With respect to Sauget Area 2 and under the terms of an Administrative Order and Consent, UE has joined with other potentially responsible parties to evaluate the extent of potential contamination. We are unable to predict the ultimate impact of the Sauget Area 2 site on our results of operations, financial position, or liquidity.

In October 2002, UE was included in a Unilateral Administrative Order list of potentially liable parties for groundwater contamination for a portion of the Sauget Area 2 site. The Unilateral Administrative Order encompasses the groundwater contamination releasing to the Mississippi River adjacent to Monsanto Chemical Company's (now known as Solutia) former chemical waste landfill and the resulting impact area in the Mississippi River. UE is being asked to participate in response activities that involve the installation of a barrier wall around a chemical waste site with three recovery wells to divert groundwater flow. The projected cost for this remedy method is $26 million. In November 2002, UE sent a letter to the EPA asserting its defenses to the Unilateral Administrative Order and requested its removal from the list of potentially responsible parties under the Unilateral Administrative Order. Solutia agreed to comply with the Unilateral Administrative Order. However, in December 2003, Solutia filed for bankruptcy protection; it is now seeking to discharge its environmental liabilities. In March 2004, Pharmacia Corporation, the former parent company of Solutia, confirmed its intent to comply with the EPA's Unilateral Administrative Order. As the status of future remediation at Sauget Area 2 or compliance with the Unilateral Administrative Order is uncertain, we are unable to predict the ultimate impact of the Sauget Area 2 site on our results of operations, financial position, or liquidity. In December 2004, the U.S. Supreme Court in the case Cooper Industries, Inc. vs. Availl Services Inc. limited the circumstances under which potentially responsible parties could assert cost-recovery claims against other potentially responsible parties. As a result of this ruling, UE may not be able to recover from other potentially responsible parties the costs it incurs in complying with EPA orders.

In October 2002, CILCO submitted a corrective action plan to the Illinois Environmental Protection Agency (Illinois EPA) in accordance with permit conditions to address groundwater issues associated with the recycle pond and ash ponds at the Duck Creek power plant facility. In January 2003, the Illinois EPA accepted portions of the plan but rejected other portions. Additional discussions with the Illinois EPA will be necessary to develop an acceptable plan. CILCORP and CILCO both have a liability of $5 million at December 31, 2004, included on their Consolidated Balance Sheets for the estimated cost of the remediation effort to treat and discharge the recycle system water in order to address these groundwater issues. Future CILCO capital expenditures at Duck Creek will include construction of a dry fly ash collection system, a landfill, and a new pond. CILCO estimates that future capital expenditures for the indicated activities could be approximately $15 million by 2008.

In addition, our operations or those of our predecessor companies, involve the use, disposal and, in appropriate circumstances, the cleanup of substances regulated under environmental protection laws. We are unable to determine the impact these actions may have on our results of operations, financial position, or liquidity.

Waste Disposal

On July 30, 2002, the Illinois Attorney General's Office advised us that it would be commencing an enforcement action concerning an inactive waste disposal site near Coffeen, Illinois. This is the location of a disposal facility that is permitted by the Illinois EPA to receive fly ash from Genco's Coffeen power plant The Illinois Attorney General also notified the disposal facility's current and former owners about the proposed enforcement action. The Attorney General's Office advised us that it may initiate an action under CERCLA (Superfund) to recover past costs incurred at the site ($0.3 million) and to obtain a declaratory judgment as to liability for future costs. Neither Genco, the current owner of the Coffeen power plant, nor CIPS, the prior owner of the Coffeen power plant, owned or operated the disposal facility. We do not expect that this matter will have a material adverse effect on Ameren's, CIPS' or Genco's results of operations, financial position, or liquidity.

Emission Credits

Both federal and state laws require significant reductions in SO_2 and NO_X emissions from burning fossil fuels. The Clean Air Act and NO_X Budget Trading Program created marketable commodities called allowances. Each allowance gives the owner the right to emit one ton of SO_2 or NO_X. All existing generating facilities have been allocated allowances that are based on past production and the statutory emission reduction goals. UE, Genco, CILCO and EEI have recorded these allowances at no cost. If additional allowances are needed for new generating facilities, they can be purchased from facilities having excess allowances or from allowance banks. Our generating facilities comply with the SO_2 limits through the use and purchase of allowances, the use of low-sulfur fuels, or the application of pollution control technology. The NO_X Budget Trading Program limits emissions of NO_X during the ozone season (May through September). The NO_X Budget Trading Program applies to all electric generating units in Illinois beginning in 2004 and in the eastern third of Missouri, where UE's coal-fired power plants are located, beginning in 2007. Our generating facilities are expected to comply with the NO_X limits through the use and purchase of allowances or through the application of pollution control technology, including low NO_X burners, over-fire air systems, combustion optimization, and selective catalytic reduction systems.

As of December 31 2004, UE, Genco, CILCO, and EEI held 1.6 million, 0.4 million, 0.2 million, and 0.3 million tons, respectively, of SO_2 emission allowances with vintages from 2004 to 2012. Each company possesses additional allowances for use in periods beyond 2012. As of December 31, 2004, UE, Genco, CILCO and EEI Illinois facilities held 290, 22,400, 6,300 and 8,600 tons, respectively, of NO_X emission allowances with vintages from 2004 to 2007. The Illinois EPA is still determining some NO_X emission allowance allocations for this period and 2008. UE, Genco, CILCO and EEI expect to use a substantial portion of the SO_2 and NO_X allowances for ongoing operations. Allocations of NO_X allowances for Missouri facilities are pending the finalization of rules by Missouri regulators. New environmental regulations, including the Clean Air Interstate Rule, the timing of the installation of pollution control equipment, and level of operations will have a significant impact on the amount of allowances actually required for ongoing operations.

Asbestos-Related Litigation

Ameren, UE, CIPS, Genco, CILCO and IP have been named, along with numerous other parties, in a number of lawsuits that have been filed by certain plaintiffs claiming varying degrees of injury from asbestos exposure. Most have been filed in the Circuit Court of Madison County, Illinois. The number of total defendants named in each case is significant; as many as 235 parties are named in some cases and as few as five in others. However, the average number of parties is 61 in the cases that were pending as of December 31, 2004.

The claims filed against Ameren, UE, CIPS, Genco, CILCO and IP allege injury from asbestos exposure during the plaintiffs' activities at our present or former electric generating plants. Former CIPS plants are now owned by Genco, and most former CILCO plants are now owned by AERG. Most of IP's plants were transferred to a Dynegy subsidiary prior to Ameren's acquisition of IP. As a part of the transfer of ownership of the CIPS and CILCO generating plants, the transferor (CIPS or CILCO) has contractually agreed to indemnify the transferee (Genco or AERG) for liabilities associated with asbestos-related claims arising from activities prior to the transfer. Each lawsuit seeks unspecified damages in excess of $50,000, which, if proved, typically would be shared among the named defendants.

From September 30, 2004, through December 31, 2004, 24 additional asbestos-related lawsuits were filed against UE, CIPS, CILCO and IP, mostly in the Circuit Court of Madison County, Illinois; three lawsuits were dismissed and one was settled. The following table presents the status as of December 31, 2004, of the asbestos-related lawsuits that have been filed against the Ameren Companies:

		Specifically Named as Defendant					
	Total(a)	Ameren	UE	CIPS	Genco	CILCO	IP
Filed	266	22	145	99	2	19	114
Settled	57	-	35	20	-	2	26
Dismissed	100	9	60	29	-	3	45
Pending	109	13	50	50	2	14	43

(a) Addition of the numbers in the individual columns does not equal the total column because some of the lawsuits name multiple Ameren entities as defendants.

In January 2005, UE filed suit in the Circuit Court of Madison County, Illinois, alleging that four of its historic liability insurers have failed to pay more than $2 million in fees and costs relating to the defense and investigation of more than 120 asbestos lawsuits filed against UE. The defendant insurers are American Automobile Insurance Co., Pacific Insurance Co., Royal Insurance Co. of America and Royal Indemnity Co. These insurers insured UE from the late 1940s through the early 1970s for liability arising out of the work of independent contractors working at UE's facilities. We are unable to predict the outcome of this lawsuit.

As of December 31, 2004, five asbestos-related lawsuits were pending against EEI. The general liability insurance maintained by EEI provides coverage with respect to liabilities arising from asbestos-related claims.

The Ameren Companies believe that the final disposition of these proceedings will not have a material adverse effect on their results of operations, financial position, or liquidity. See Note 3 – Rate and Regulatory Matters – IP and EEI Acquisition for information on the ICC's approval of a tariff rider through which asbestos-related litigation claims will be allowed to be recovered from IP's electric customers, subject to certain terms, commencing in 2007.

Other Matters

Enron Litigation Settlement

In May 2001, CILCO and Enron Power Marketing, Inc. (EPMI), a subsidiary of Enron Corporation (Enron), entered into a master agreement for electric purchases and sales, which covered energy transactions scheduled for deliveries during the period of 2001 to 2003. In November 2001, EPMI demanded that CILCO post $28 million in collateral based on mark-to-market exposure of open transactions. Also in November 2001, CILCO notified EPMI that events of default had occurred under the master agreement. Therefore, pursuant to the termination provisions of the master agreement it declared the master agreement terminated effective December 20, 2001. Enron and EPMI filed Chapter 11 bankruptcy petitions in December 2001 in the U.S. Bankruptcy Court for the Southern District of New York. In December 2002, EPMI filed a complaint against AES, Constellation New Energy, Inc., formerly known as AES New Energy Inc., and CILCO in the U.S. Bankruptcy Court seeking $31 million. As a result of court-ordered mediation of this matter, a settlement agreement was reached among the parties and approved by the Bankruptcy Court on September 30, 2004. This settlement agreement and court order settled the outstanding claims by requiring CILCO to pay $20.9 million to an Enron subsidiary. This settlement payment was made during October 2004. The payment also settled an unrelated dispute between CILCO and another Enron subsidiary, Enron North America Corporation (ENA), over ENA's failure to deliver natural gas to CILCO pursuant to transactions entered into in May and October 2001. AES, in conjunction with its sale of CILCORP to Ameren in 2003, agreed to indemnify Ameren against the after-tax cost of all liabilities, which includes the settlement payment, legal fees, and expenses incurred by CILCO relating to the Enron claim. Ameren assigned its indemnification rights to CILCO. The indemnification payment from AES to CILCO also took place in October 2004. As a result of the income tax treatment afforded the settlement and related indemnification, this settlement had no earnings impact on Ameren, CILCORP or CILCO.

Retiree Medical Plan Litigation

In June 2003, 20 retirees and surviving spouses of retirees of various Ameren companies (the plaintiffs) filed a complaint in the U.S. District Court, Southern District of Illinois, against Ameren, UE, CIPS, Genco and Ameren Services, and against our Retiree Medical Plan and by an amended complaint, our Group Medical Plan (the defendants). The retirees were members of various local labor unions of the IBEW and the IUOE. The complaint, referred to as Barnett et al. vs. Ameren Corporation, et al., alleged, among other things, that the defendants recent actions relating to requiring retirees to pay a portion of their own health care premiums or increasing the premiums paid by dependents or surviving spouses of retirees violate the ERISA and Labor Management Relations Act of 1947 and constitute a breach of the defendants' fiduciary duties.

In July 2004, the District Court denied the plaintiffs' motion to certify this lawsuit as a class action and in September 2004, the U.S. Seventh Circuit Court of Appeals denied the plaintiffs' application to appeal the District Court's decision. In January 2005, the District Court granted the defendants' motion for summary judgment, which dismisses the plaintiffs' complaint against the defendants with prejudice. In February 2005, the plaintiffs filed a notice of appeal of the District Court's ruling with the U.S. Seventh Circuit Court of Appeals. We do not believe the final resolution of this matter will have a material adverse effect on our results of operations, financial position, or liquidity.

IP Litigation

Kemerer vs. IP was brought against IP in the Circuit Court of Mercer County, Illinois, by the wife of a man who died in 2000 when he backed his aluminum ladder into overhead power lines and was electrocuted. In the lawsuit, the plaintiff sought to recover on allegations of wrongful death (including lost wages and pain and suffering), negligent infliction of emotional distress (to the decedent's wife), and punitive damages. The case was tried before a jury in January 2004, and the jury awarded the plaintiff $1.6 million in actual damages and $3 million in punitive damages. In January 2005, IP entered into a settlement agreement with the plaintiff resolving all outstanding matters; the terms of the settlement are confidential. This settlement will not have a material adverse effect upon IP's results of operations, financial position, or liquidity.

Another case involved plaintiffs Lucash and Johnson, who were killed in an automobile accident in February 2001 when their car struck an IP guy wire and utility pole and caught fire. The plaintiffs' families filed lawsuits against IP in the Circuit Court of Madison County, Illinois, which asserted wrongful death and survivorship causes of action alleging that IP failed to properly maintain its electrical equipment and did not have authority for the location of the pole. The lawsuit sought unspecified damages in excess of $50,000. In February 2005, IP entered into settlement agreements with the plaintiffs that resolved all outstanding matters; the terms of those settlements are confidential. Those settlements will not have a material adverse effect upon IP's results of operation, financial position, or liquidity.

Leveraged Leases

Ameren owns interests in assets that have been financed as leveraged leases. One of these leveraged leases is a $10 million investment at December 31, 2004, in an aircraft leased to Delta Air Lines. Delta Air Lines reported significant operating losses and disclosed in its Form 10-Q filing for the three months ended September 30, 2004, that these results are unsustainable and underscore the urgent need to reduce its cost structure. Ameren could lose all or a portion of its investment in the Delta Air Lines lease in the event of a bankruptcy or default by Delta Air Lines or any voluntary restructuring of the lease. As of December 31, 2004, Delta Air Lines was current on its payments on this lease.

Regulation

Regulatory changes enacted and being considered at the federal and state levels continue to change the structure of the utility industry and utility regulation, as well as to encourage increased competition. At this time, we are unable to predict the impact of these changes on our future results of operations, financial position, or liquidity. See Note 3 – Rate and Regulatory Matters for further information.

NOTE 16 – CALLAWAY NUCLEAR PLANT

Under the Nuclear Waste Policy Act of 1982, the DOE is responsible for the permanent storage and disposal of spent nuclear fuel. The DOE currently charges one mill, or $^1/_{10}$ of one cent, per nuclear-generated kilowatthour sold for future disposal of spent fuel. Pursuant to this act, UE collects one mill from its electric customers for each kilowatthour of electricity that it generates from its Callaway nuclear plant. Electric utility rates charged to customers provide for recovery of such costs. The DOE is not expected to have its permanent storage facility for spent fuel available until at least 2010. UE has sufficient storage capacity at its Callaway nuclear plant until 2020. It has the capability for additional storage capacity through the licensed life of the plant. The delayed availability of the DOE's disposal facility is not expected to adversely affect the continued operation of the Callaway nuclear plant through its currently licensed life.

Electric utility rates charged to customers provide for the recovery of the Callaway nuclear plant's decommissioning costs, which include decontamination, dismantling, and site restoration costs, over an assumed 40-year life of the plant, ending with the expiration of the plant's operating license in 2024. The Callaway nuclear plant site is assumed to be decommissioned based on immediate dismantlement method and removal from service. Ameren and UE have recorded an asset retirement obligation for the Callaway nuclear plant decommissioning costs at fair value, which represents the present value of estimated future cash outflows. See the discussion of SFAS No. 143, "Accounting for Asset Retirement Obligations" in Note 1 – Summary of Significant Accounting Policies. Decommissioning costs are charged to cost of services used to establish electric rates for UE's customers. These costs amounted to $7 million in each of the years 2004, 2003 and 2002. Every three years, the MoPSC and ICC require UE to file updated cost studies for decommissioning its Callaway nuclear plant. Electric rates may be adjusted at such times to reflect changed estimates. The latest studies were filed in 2002; updated cost studies are expected to be filed in September 2005. Costs collected from customers are deposited in an external trust fund to provide for the Callaway nuclear plant's decommissioning. If the assumed return on trust assets is not earned, we believe that it is probable that any such earnings deficiency will be recovered in rates. The fair value of the nuclear decommissioning trust fund for UE's Callaway nuclear plant is reported in Nuclear Decommissioning Trust Fund in Ameren's and UE's Consolidated Balance Sheets. This amount is legally restricted. It may be used only to fund the costs of nuclear decommissioning. Changes in the fair value of the trust fund are recorded as an increase or decrease to the nuclear decommissioning trust fund and to the regulatory asset recorded in connection with the adoption of SFAS No. 143. Upon the completion of UE's transfer of its Illinois electric and gas utility businesses to CIPS, which is subject to the receipt of regulatory approvals, the assets and liabilities related to the Illinois portion of the decommissioning trust fund will be transferred to Missouri. See Note 3 – Rate and Regulatory Matters for further information.

NOTE 17 – FAIR VALUE OF FINANCIAL INSTRUMENTS

The following methods and assumptions were used to estimate the fair value of each class of financial instruments for which it is practicable to estimate that value:

Cash, Temporary Investments and Short-term Borrowings

The carrying amounts approximate fair value because of the short-term maturity of these instruments.

Marketable Securities

The fair value is based on quoted market prices obtained from dealers or investment managers.

Nuclear Decommissioning Trust Fund

The fair-value estimate is based on quoted market prices for securities.

Preferred Stock of UE, CIPS, CILCO and IP

The fair-value estimate is based on the quoted market prices for the same or similar issues.

Long-term Debt

The fair-value estimate is based on the quoted market prices for same or similar issues or on the current rates offered to the Ameren Companies for debt of comparable maturities.

Derivative Financial Instruments

Market prices used to determine fair value are primarily based on published indices and closing exchange prices. In addition, valuations must also rely on management's estimates, which take into account time value of money and volatility factors.

The following table presents the carrying amounts and estimated fair values of our financial instruments at December 31, 2004 and 2003:

	2004		2003	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Ameren:[(a)]				
Long-term debt and capital lease obligations (including current portion)	$ 5,444	$ 5,747	$ 4,568	$ 4,903
Preferred stock	215	176	203	186
UE:				
Long-term debt and capital lease obligations (including current portion)	$ 2,062	$ 2,107	$ 2,102	$ 2,117
Preferred stock	113	95	113	110
CIPS:				
Long-term debt (including current portion)	$ 450	$ 483	$ 485	$ 539
Preferred stock	50	34	50	39
Genco:				
Long-term debt (including current portion)	$ 698	$ 836	$ 698	$ 832
CILCORP:[(b)]				
Long-term debt (including current portion)	$ 639	$ 708	$ 769	$ 827
Preferred stock	39	36	40	37
CILCO:				
Long-term debt (including current portion)	$ 138	$ 143	$ 238	$ 256
Preferred stock	39	36	40	37
IP:[(c)]				
Long-term debt (including current portion)	$ 1,134	$ 1,138	$ 1,925	$ 2,105
Preferred stock	46	37	46	44

(a) Excludes amounts for IP for 2003; and includes amounts for Ameren Registrant and non-Registrant subsidiaries and intercompany eliminations.
(b) CILCORP consolidates CILCO and therefore includes CILCO amounts in its balances.
(c) 2003 amounts represent predecessor information.

UE has investments in debt and equity securities that are held in trust funds for the purpose of funding the nuclear decommissioning of its Callaway nuclear plant. See Note 16 – Callaway Nuclear Plant for further information. We have classified these investments in debt and equity securities as available for sale and have recorded all such investments at their fair market value at December 31, 2004 and 2003. Investments by the nuclear decommissioning trust fund are allocated 60% to 70% to equity securities, with the balance invested in fixed-income securities. Fixed-income investments are limited to U.S. government or agency securities, municipal bonds, or investment-grade corporate securities. The proceeds from the sale of investments were $131 million in 2004 (2003

- $123 million; 2002 - $141 million). Using the specific identification method to determine cost, the gross realized gains on those sales were $1 million for 2004 (2003 - $1 million; 2002 - less than $1 million). Net realized and unrealized gains and losses are reflected in regulatory assets on Ameren's and UE's Consolidated Balance Sheets. This reporting is consistent with the method we use to account for the decommissioning costs recovered in rates. Gains or losses on assets in the trust fund could result in lower or higher funding requirements for decommissioning costs, which we believe would be reflected in electric rates paid by UE's customers.

The following table presents the costs and fair values of investments in debt and equity securities in the nuclear decommissioning trust fund at December 31, 2004, and 2003:

Security Type	Cost	Gross Unrealized Gain	Gross Unrealized Loss	Fair Value
2004:				
Debt securities	$ 65	$ 2	$ -	$ 67
Equity securities	99	65	7	157
Cash equivalents	11	-	-	11
Total	$ 175	$ 67	$ 7	$ 235
2003:				
Debt securities	$ 62	$ 2	$ -	$ 64
Equity securities	96	56	9	143
Cash equivalents	5	-	-	5
Total	$ 163	$ 58	$ 9	$ 212

The following table presents the costs and fair values of investments in debt securities according to their contractual maturities at December 31, 2004:

	Cost	Fair Value
Less than 5 years	$ 26	$ 26
5 years to 10 years	21	22
Due after 10 years	18	19
Total	$ 65	$ 67

NOTE 18 – SEGMENT INFORMATION

Ameren's reportable segment Utility Operations comprises its electric generation and electric and gas transmission and distribution operations. It includes the operations of UE, CIPS, Genco, CILCORP and CILCO. Ameren's reportable segment Other consists of the parent holding company, Ameren Corporation. The operations of IP are included in Ameren's Utility Operations segment from September 30, 2004.

The accounting policies for segment data are the same as those described in Note 1 – Summary of Significant Accounting Policies. Segment data include intersegment revenues, as well as a charge for allocating costs of administrative support services to each of the operating companies, which, in each case, is eliminated upon consolidation. Ameren Services allocates administrative support services based on various factors,
such as headcount, number of customers, and total assets.

The following table presents information about the reported revenues, net income, and total assets of Ameren for the years ended December 31, 2004, 2003 and 2002:

	Utility Operations	Other	Reconciling Items	Total
2004:[(a)]				
Operating revenues	$ 6,342	$ -	$ (1,182)[(c)]	$ 5,160
Net income	526	4	-	530
Total assets	16,817	617	-	17,434

	Utility Operations	Other	Reconciling Items	Total
2003:[(b)]				
Operating revenues	$ 5,707	$ -	$ (1,099) [(c)]	$ 4,608
Net income	546	(22)	-	524
Total assets	13,475	761	-	14,236
2002:[(b)]				
Operating revenues	$ 4,912	$ -	$ (1,071) [(c)]	$ 3,841
Net income	384	(2)	-	382
Total assets	11,037	1,114	-	12,151

(a) Excludes amounts for IP prior to the acquisition date of September 30, 2004.
(b) Excludes amounts for CILCORP prior to the acquisition date of January 31, 2003.
(c) Elimination of intercompany revenues.

The following table presents specified items included in Ameren's segment profit (loss) for the years ended December 31, 2004, 2003 and 2002:

	Utility Operations	Other	Reconciling Items	Total
2004:[(a)]				
Interest expense	$ 359	$ 24	$ (105)[(c)]	$ 278
Depreciation and amortization	557	-	-	557
Income tax	287	(5)	-	282
2003:[(b)]				
Interest expense	$ 344	$ 29	$ (96)[(c)]	$ 277
Depreciation and amortization	519	-	-	519
Income tax	305	(4)	-	301[(d)]
2002:[(b)]				
Interest expense	$ 279	$ 28	$ (93)[(c)]	$ 214
Depreciation and amortization	431	-	-	431
Income tax	244	(7)	-	237

(a) Excludes amounts for IP prior to the acquisition date of September 30, 2004.
(b) Excludes amounts for CILCORP prior to the acquisition date of January 31, 2003.
(c) Elimination of intercompany interest charges.
(d) Does not include income tax expense related to the cumulative effect gain recognized upon adoption of SFAS No. 143.

All construction expenditures for the years ended December 31, 2004, 2003 and 2002, were in the Utility Operations segment.

SELECTED QUARTERLY INFORMATION (Unaudited) (In millions, except per share amounts)

Ameren[(a)]	Operating	Operating	Income Before	Net	Income Before Cumulative Effect of Change in Accounting Principle per Common Share	Earnings per
March 31, 2004	**$1,216**	**$ 216**	**$ 97**	**$ 97**	**$ 0.55**	**$ 0.55**
March 31, 2003	1,108	201	83	101	0.52	0.63
June 30, 2004	**1,152**	**246**	**118**	**118**	**0.65**	**0.65**
June 30, 2003	1,088	250	110	110	0.68	0.68
September 30, 2004	**1,317**	**413**	**232**	**232**	**1.20**	**1.20**
September 30, 2003	1,353	500	275	275	1.70	1.70
December 31, 2004	**1,475**	**203**	**83**	**83**	**0.42**	**0.42**
December 31, 2003	1,059	139	38	38	0.24	0.24

(a) Includes amounts for CILCORP since the acquisition date of January 31, 2003 and for IP since the acquisition date of September 30, 2004.

UE	Operating	Operating	Net	Net Income Available to Common Stockholder
March 31, 2004	**$ 620**	**$ 113**	**$ 58**	**$ 57**
March 31, 2003	620	131	68	67
June 30, 2004	**683**	**193**	**109**	**107**
June 30, 2003	636	188	107	105
September 30, 2004	**793**	**306**	**182**	**181**
September 30, 2003	816	380	225	224
December 31, 2004	**564**	**61**	**30**	**28**
December 31, 2003	565	88	47	45

CIPS	Operating	Operating	Net	Net Income (Loss) Available to Common Stockholder
March 31, 2004	**$ 212**	**$ 17**	**$ 10**	**$ 9**
March 31, 2003	209	6	2	1
June 30, 2004	**167**	**19**	**8**	**8**
June 30, 2003	167	9	3	3
September 30, 2004	**187**	**36**	**23**	**22**

September 30, 2003	196	31	26	25
December 31, 2004	**169**	**(14)**	**(9)**	**(10)**
December 31, 2003	170	(1)	(2)	(3)

Genco Quarter Ended	Operating Revenues	Operating Income	Income Before Cumulative Effect of Change in Accounting Principle	Net Income
March 31, 2004	**$ 216**	**$ 70**	**$ 29**	**$ 29**
March 31, 2003	206	58	21	39
June 30, 2004	**208**	**49**	**17**	**17**
June 30, 2003	173	41	10	10
September 30, 2004	**233**	**70**	**29**	**29**
September 30, 2003	217	53	17	17
December 31, 2004	**219**	**76**	**32**	**32**
December 31, 2003	192	45	9	9

CILCORP(a)	Operating	Operating	Income (Loss) Before Cumulative Effect of Change in Accounting Principle	Net Income
March 31, 2004	**$ 240**	**$ 20**	**$ 4**	**$ 4**
March 31, 2003	289	28	8	12
June 30, 2004	**140**	**7**	**(4)**	**(4)**
June 30, 2003	192	10	-	-
September 30, 2004	**146**	**8**	**2**	**2**
September 30, 2003	218	33	11	11
December 31, 2004	**196**	**26**	**8**	**8**
December 31, 2003	227	14	-	-

(a) Includes predecessor information for periods prior to January 31, 2003.

CILCO	Operating	Operating	Income (Loss) Before Cumulative Effect of Change in Accounting Principle	Net Income	Net Income (Loss) Available to Common Stockholder
March 31, 2004	**$ 225**	**$ 15**	**$ 6**	**$ 6**	**$ 6**
March 31, 2003	246	24	11	35	35
June 30, 2004	**134**	**8**	**3**	**3**	**2**
June 30, 2003	172	12	5	5	4
September 30, 2004	**142**	**13**	**9**	**9**	**9**
September 30, 2003	206	29	15	15	15
December 31, 2004	**187**	**22**	**14**	**14**	**13**

December 31, 2003	215	(12)	(10)	(10)	(11)

IP(a) Quarter Ended	Operating Revenues	Operating Income	Income Before Cumulative Effect of Change in Accounting Principle	Net Income	Net Income Available to Common Stockholder
March 31, 2004	$ 457	$ 45	$ 37	$ 37	$ 36
March 31, 2003	461	50	34	32	31
June 30, 2004	324	33	24	24	24
June 30, 2003	328	33	18	18	18
September 30, 2004	379	68	51	51	50
September 30, 2003	401	57	40	40	39
December 31, 2004	379	62	28	28	27
December 31, 2003	378	38	27	27	27

(a) Includes predecessor information for periods prior to September 30, 2004.

Additional Notes Relating to the Statement of Cash Flows (pp 120-121)

Reconciliation between "Cash and Cash Equivalents at End of Year" with related amounts on the Balance Sheet:

Cash and Cash Equivalents at End of Year	$1,515,666
Related amounts on the Balance Sheet	
Line 35-Cash	$1,401,940
Line 37-Working Fund	113,726
	$1,515,666

Amount of interest paid (net of amounts capitalized) = $32,946,597

Amount of income taxes, net paid (refunded) = $26,202,000

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (f) common function.

Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)
1	Utility Plant		
2	In Service		
3	Plant in Service (Classified)	1,614,472,032	1,312,701,857
4	Property Under Capital Leases		
5	Plant Purchased or Sold		
6	Completed Construction not Classified		
7	Experimental Plant Unclassified		
8	Total (3 thru 7)	1,614,472,032	1,312,701,857
9	Leased to Others		
10	Held for Future Use	1,282,899	1,188,810
11	Construction Work in Progress	4,795,435	4,046,632
12	Acquisition Adjustments	4,785,930	4,785,930
13	Total Utility Plant (8 thru 12)	1,625,336,296	1,322,723,229
14	Accum Prov for Depr, Amort, & Depl	811,082,787	663,397,356
15	Net Utility Plant (13 less 14)	814,253,509	659,325,873
16	Detail of Accum Prov for Depr, Amort & Depl		
17	In Service:		
18	Depreciation	806,507,233	659,068,658
19	Amort & Depl of Producing Nat Gas Land/Land Right		
20	Amort of Underground Storage Land/Land Rights		
21	Amort of Other Utility Plant	745,856	500,000
22	Total In Service (18 thru 21)	807,253,089	659,568,658
23	Leased to Others		
24	Depreciation		
25	Amortization and Depletion		
26	Total Leased to Others (24 & 25)		
27	Held for Future Use		
28	Depreciation		
29	Amortization		
30	Total Held for Future Use (28 & 29)		
31	Abandonment of Leases (Natural Gas)		
32	Amort of Plant Acquisition Adj	3,828,698	3,828,698
33	Total Accum Prov (equals 14) (22,26,30,31,32)	811,081,787	663,397,356

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS
FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Gas (d)	Other (Specify) (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
301,770,175					3
					4
					5
					6
					7
301,770,175					8
					9
94,089					10
748,803					11
					12
302,613,067					13
147,685,431					14
154,927,636					15
					16
					17
147,438,575					18
					19
					20
245,856					21
147,684,431					22
					23
					24
					25
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					27
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					30
					31
					32
147,684,431					33

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106)

1. Report below the original cost of electric plant in service according to the prescribed accounts.
2. In addition to Account 101, Electric Plant in Service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified-Electric.
3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.
4. For revisions to the amount of initial asset retirement costs capitalized, included by primary plant account, increases in column (c) additions and reductions in column (e) adjustments.
5. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.
6. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
1	1. INTANGIBLE PLANT		
2	(301) Organization	51,069	
3	(302) Franchises and Consents		
4	(303) Miscellaneous Intangible Plant		
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	51,069	
6	2. PRODUCTION PLANT		
7	A. Steam Production Plant		
8	(310) Land and Land Rights		
9	(311) Structures and Improvements		
10	(312) Boiler Plant Equipment		
11	(313) Engines and Engine-Driven Generators		
12	(314) Turbogenerator Units		
13	(315) Accessory Electric Equipment		
14	(316) Misc. Power Plant Equipment		
15	(317) Asset Retirement Costs for Steam Production		
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)		
17	B. Nuclear Production Plant		
18	(320) Land and Land Rights		
19	(321) Structures and Improvements		
20	(322) Reactor Plant Equipment		
21	(323) Turbogenerator Units		
22	(324) Accessory Electric Equipment		
23	(325) Misc. Power Plant Equipment		
24	(326) Asset Retirement Costs for Nuclear Production		
25	TOTAL Nuclear Production Plant (Enter Total of lines 18 thru 24)		
26	C. Hydraulic Production Plant		
27	(330) Land and Land Rights		
28	(331) Structures and Improvements		
29	(332) Reservoirs, Dams, and Waterways		
30	(333) Water Wheels, Turbines, and Generators		
31	(334) Accessory Electric Equipment		
32	(335) Misc. Power PLant Equipment		
33	(336) Roads, Railroads, and Bridges		
34	(337) Asset Retirement Costs for Hydraulic Production		
35	TOTAL Hydraulic Production Plant (Enter Total of lines 27 thru 34)		
36	D. Other Production Plant		
37	(340) Land and Land Rights		
38	(341) Structures and Improvements		
39	(342) Fuel Holders, Products, and Accessories		
40	(343) Prime Movers		
41	(344) Generators		
42	(345) Accessory Electric Equipment		
43	(346) Misc. Power Plant Equipment		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

distributions of these tentative classifications in columns (c) and (d), including the reversals of the prior years tentative account distributions of these amounts. *Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of* respondent's plant actually in service at end of year.

7. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.

8. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirement of these pages.

9. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchase, and date of transaction. If proposed journal entries have been filed with the Commission as required by the *Uniform System of Accounts*, give also date

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					1
			51,069		2
					3
					4
			51,069		5
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					43

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
44	(347) Asset Retirement Costs for Other Production		
45	TOTAL Other Prod. Plant (Enter Total of lines 37 thru 44)		
46	TOTAL Prod. Plant (Enter Total of lines 16, 25, 35, and 45)		
47	3. TRANSMISSION PLANT		
48	(350) Land and Land Rights	17,742,956	-203,263
49	(352) Structures and Improvements	1,000,683	3,903
50	(353) Station Equipment	91,092,102	1,022,200
51	(354) Towers and Fixtures	13,638,493	
52	(355) Poles and Fixtures	44,802,136	4,463,236
53	(356) Overhead Conductors and Devices	67,986,910	1,438,301
54	(357) Underground Conduit		
55	(358) Underground Conductors and Devices		
56	(359) Roads and Trails		
57	(359.1) Asset Retirement Costs for Transmission Plant		
58	TOTAL Transmission Plant (Enter Total of lines 48 thru 57)	236,263,280	6,724,377
59	4. DISTRIBUTION PLANT		
60	(360) Land and Land Rights	8,144,678	72,573
61	(361) Structures and Improvements	2,992,535	-95,256
62	(362) Station Equipment	160,291,356	2,056,634
63	(363) Storage Battery Equipment		
64	(364) Poles, Towers, and Fixtures	199,120,517	6,311,110
65	(365) Overhead Conductors and Devices	198,120,955	6,920,573
66	(366) Underground Conduit	1,571,819	1,196,548
67	(367) Underground Conductors and Devices	106,074,519	4,845,890
68	(368) Line Transformers	124,320,989	2,409,362
69	(369) Services	47,496,118	3,044,962
70	(370) Meters	36,802,156	1,663,678
71	(371) Installations on Customer Premises		
72	(372) Leased Property on Customer Premises		
73	(373) Street Lighting and Signal Systems	28,813,628	1,507,286
74	(374) Asset Retirement Costs for Distribution Plant		
75	TOTAL Distribution Plant (Enter Total of lines 60 thru 74)	913,749,270	29,933,360
76	5. GENERAL PLANT		
77	(389) Land and Land Rights	2,245,693	
78	(390) Structures and Improvements	27,685,902	633,835
79	(391) Office Furniture and Equipment	26,715,237	124,422
80	(392) Transportation Equipment	36,296,596	2,298,573
81	(393) Stores Equipment	1,486,316	
82	(394) Tools, Shop and Garage Equipment	3,785,788	71,928
83	(395) Laboratory Equipment	4,030,719	60,970
84	(396) Power Operated Equipment	4,850,974	88,370
85	(397) Communication Equipment	30,423,164	31,078
86	(398) Miscellaneous Equipment	3,226	
87	SUBTOTAL (Enter Total of lines 77 thru 86)	137,523,615	3,309,176
88	(399) Other Tangible Property	28,891	-28,891
89	(399.1) Asset Retirement Costs for General Plant		
90	TOTAL General Plant (Enter Total of lines 87, 88 and 89)	137,552,506	3,280,285
91	TOTAL (Accounts 101 and 106)	1,287,616,125	39,938,022
92	(102) Electric Plant Purchased (See Instr. 8)		
93	(Less) (102) Electric Plant Sold (See Instr. 8)		
94	(103) Experimental Plant Unclassified		
95	TOTAL Electric Plant in Service (Enter Total of lines 91 thru 94)	1,287,616,125	39,938,022

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					44
					45
					46
					47
			17,539,693		48
-71,763			1,076,349		49
1,217,515			90,896,787		50
28,628			13,609,865		51
263,107			49,002,265		52
104,526			69,320,685		53
					54
					55
					56
					57
1,542,013			241,445,644		58
					59
8,737			8,208,514		60
9,496			2,887,783		61
521,100			161,826,890		62
					63
645,459			204,786,168		64
1,561,348			203,480,180		65
33,667			2,734,700		66
369,343			110,551,066		67
738,900			125,991,451		68
587,020			49,954,060		69
803,227			37,662,607		70
					71
					72
621,327			29,699,587		73
					74
5,899,624			937,783,006		75
					76
92,814			2,152,879		77
589,660			27,730,077		78
			26,839,659		79
5,678,986			32,916,183		80
			1,486,316		81
2,872			3,854,844		82
			4,091,689		83
217,447			4,721,897		84
828,874			29,625,368		85
			3,226		86
7,410,653			133,422,138		87
					88
					89
7,410,653			133,422,138		90
14,852,290			1,312,701,857		91
					92
					93
					94
14,852,290			1,312,701,857		95

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ELECTRIC PLANT HELD FOR FUTURE USE (Account 105)

1. Report separately each property held for future use at end of the year having an original cost of $250,000 or more. Group other items of property held for future use.
2. For property having an original cost of $250,000 or more previously used in utility operations, now held for future use, give in column (a), in addition to other required information, the date that utility use of such property was discontinued, and the date the original cost was transferred to Account 105.

Line No.	Description and Location Of Property (a)	Date Originally Included in This Account (b)	Date Expected to be used in Utility Service (c)	Balance at End of Year (d)
1	Land and Rights:			
2	45 Items of property having a value under $250,000			
3				1,188,810
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21	Other Property:			
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33				
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35				
36				
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42				
43				
44				
45				
46				
47	Total			1,188,810

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)

1. Report below descriptions and balances at end of year of projects in process of construction (107)
2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts)
3. Minor projects (5% of the Balance End of the Year for Account 107 or $100,000, whichever is less) may be grouped.

Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)
1	Beardstown High School	126,292
2	Feeder to Redco Industrial Development Park	102,789
3	Paxton E. 138KV Line Recond	304,987
4	Airflow Spoilers Y27-740 Jewett to Casey JCT	160,526
5	IDOT RT 67Estimate	165,185
6	Danville 69KV UG	233,679
7	Relocate 12KV fpr HWY 32/33 Widening	116,638
8	Rt. 45 Overpass South End 69KV Underground	657,531
9	Kansas West - Install New 345KV Sidney Terminal	271,084
10	Kansas West - 345 KV Auto Replacement	189,616
11	34-4KV Transformer - Great Rivers	151,944
12	Telecom Vehicles	163,046
13	Mobile Data Modem Replacement	266,113
14	Gilman Office Addition	121,066
15	Pawnee Tower Replacement	129,105
16	Minor Projects	887,031
17		
18		
19		
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23		
24		
25		
26		
27		
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29		
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31		
32		
33		
34		
35		
36		
37		
38	Total Electric CWIP	
39		
40		
41		
42		
43	TOTAL	4,046,632

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)

1. Explain in a footnote any important adjustments during year.
2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.
3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.
4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.

Section A. Balances and Changes During Year

Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	626,536,256	626,536,256		
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	44,812,859	44,812,859		
4	(403.1) Depreciation Expense for Asset Retirement Costs	2,669,122	2,669,122		
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing	211,217	211,217		
7	Other Clearing Accounts	1,002,098	1,002,098		
8	Other Accounts (Specify, details in footnote):				
9					
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	48,695,296	48,695,296		
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	14,173,659	14,173,659		
13	Cost of Removal	3,887,905	3,887,905		
14	Salvage (Credit)	1,790,192	1,790,192		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	16,271,372	16,271,372		
16	Other Debit or Cr. Items (Describe, details in footnote):				
17	Net Credit	108,478	108,478		
18	Book Cost or Asset Retirement Costs Retired				
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	659,068,658	659,068,658		
	Section B. Balances at End of Year According to Functional Classification				
20	Steam Production				
21	Nuclear Production				
22	Hydraulic Production-Conventional				
23	Hydraulic Production-Pumped Storage				
24	Other Production				
25	Transmission	98,823,554	98,823,554		
26	Distribution	486,638,969	486,638,969		
27	General	73,606,135	73,606,135		
28	TOTAL (Enter Total of lines 20 thru 27)	659,068,658	659,068,658		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) X An Original (2) _ A Resubmission	/ /	2004/Q4

FOOTNOTE DATA

Schedule Page: 219 Line No.: 3 Column: c

Reconciliation of depreciation expense shown on Schedule Page 115, line 6, and Page 336, line 11, with depreciation expense on Schedule Page 219, line 3

Depreciation expense per Schedule Page 219, line 3	$44,812,859
Total Electric depreciation expense Schedule Page 115, line 6 and Page 336, line 11	44,812,859

Schedule Page: 219 Line No.: 12 Column: c

Reconciliation of retirements shown on Schedule Page 207 with book costs of plant retired (Page 219)

Retirements per Schedule Page 207	$14,852,290
Less: Retirements of non-depreciable property and other retirement adjustments	678,631
Total Book Cost of Plant Retired Charged to Reserve Schedule Page 219, line 12	14,173,659

Schedule Page: 219 Line No.: 17 Column: c

Other debit (or credit) items: Damage Credits, Customer Relocation Credits, Reimbursements for Temporary Connections, and Electric Plant Transfers $108,478

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

MATERIALS AND SUPPLIES

1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.
2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.

Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)
1	Fuel Stock (Account 151)	145,829	141,095	Electric and Gas
2	Fuel Stock Expenses Undistributed (Account 152)			
3	Residuals and Extracted Products (Account 153)			
4	Plant Materials and Operating Supplies (Account 154)			
5	Assigned to - Construction (Estimated)			
6	Assigned to - Operations and Maintenance			
7	Production Plant (Estimated)			
8	Transmission Plant (Estimated)	1,524,283	1,925,606	Electirc
9	Distribution Plant (Estimated)	7,415,725	8,919,959	Electric
10	Assigned to - Other (provide details in footnote)	1,123,087	1,368,663	Gas
11	TOTAL Account 154 (Enter Total of lines 5 thru 10)	10,063,095	12,214,228	
12	Merchandise (Account 155)			
13	Other Materials and Supplies (Account 156)			
14	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)			
15	Stores Expense Undistributed (Account 163)	908,395	1,182,945	
16				
17				
18				
19				
20	TOTAL Materials and Supplies (Per Balance Sheet)	11,117,319	13,538,268	

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

OTHER REGULATORY ASSETS (Account 182.3)

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than $50,000 which ever is less), may be grouped by classes.
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets	Balance at Beginning of Current Quarter/Year	Debits	CREDITS Written off During the Quarter/Year Account Charged	CREDITS Written off During the Period Amount	Balance at end of Current Quarter/Year
	(a)	(b)	(c)	(d)	(e)	(f)
1	Regulatory Asset FAS 133		201,320	254	191,940	9,380
2						
3	Illinois Gas Rate Case Expenses	297,733				297,733
4	Amortization period for 6 years starting		3,102,347	Various	831,595	2,270,752
5	October 2003					
6						
7	FAS 109 CWIP AFUDC		507,699	282	507,699	
8						
9						
10	Illinois Gas Rate Case Expenses			928	61,600	-61,600
11	Amortization period for 5 years starting					
12	October 2003					
13						
14						
15						
16						
17						
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41						
42						
43						
44	TOTAL	297,733	3,811,366		1,592,834	2,516,265

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

MISCELLANEOUS DEFFERED DEBITS (Account 186)

1. Report below the particulars (details) called for concerning miscellaneous deferred debits.
2. For any deferred debit being amortized, show period of amortization in column (a)
3. Minor item (1% of the Balance at End of Year for Account 186 or amounts less than $50,000, whichever is less) may be grouped by classes.

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS Account Charged (d)	CREDITS Amount (e)	Balance at End of Year (f)
1	Gas Site Cleanup Cost	22,818,181	5,696,612	Various	3,800,049	24,714,744
2						
3	*Pension Adjustment*	11,333,000	227,000	253		11,560,000
4						
5	Miscelleneous		2,058,255	921	1,732,754	325,501
6						
7	Other	-178,247	569,340	Various	1,076,120	-685,027
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18	*Being Amortized over a period					
19	not exceeding 5 years					
20						
21						
22						
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42						
43						
44						
45						
46						
47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	33,972,934				35,915,218

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Central Illinois Public Service Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2004/Q4

ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Begining of Year (b)	Balance at End of Year (c)
1	Electric		
2	SFAS No. 109 Adjustments	6,700,987	5,913,779
3	SFAS No. 106 Liability	103,941	-691,210
4	Reserve and Clearing Accounts	1,816,153	-97,004
5	Miscellaneous Prepaid Items	4,691,531	
6	Property Based Timing Difference	21,072,340	
7	Other	17,646,567	14,173,281
8	TOTAL Electric (Enter Total of lines 2 thru 7)	52,031,519	19,298,846
9	Gas		
10	SFAS No. 109 Adjustments	872,183	774,067
11	SFAS No. 106 Liability	2,772,000	2,956,731
12	Miscellaneous Prepaid Items	124,000	
13	Reserve and Clearing Accounts	103,000	-293,933
14	Pension Expense	-498,269	-1,296,901
15	Other	-328,652	-2,358,137
16	TOTAL Gas (Enter Total of lines 10 thru 15	3,044,262	-218,173
17	Other (Specify)		
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	55,075,781	19,080,673

Notes

Schedule Page: 234 Line No.: 7 Column: b

Total Electric Account 190	$ 52,031,519
SFAS No,. 109 Unamortized Investment Tax Credit	6,700,987
	$ 45,330,532

Functionalization of Account 190 Excluding SFAS No. 109 End of Year:

Production	0.00%
Transmission	21.25%
Distribution	68.16%
General	10.59%

Schedule Page: 234 Line No.: 7 Column: c

2004 End of Year Balance in Other consists of the following:

Pension Expense	-7,388,423	
Vacation Pay Adjustment	1,230,887	
Deferred Compensation	1,330,279	
Environmental CleanUp Costs	751,149	
Merger Costs	4,250,318	
FAS 112 Long Term Disability	1,015,129	
Restricted Stock	157,763	
Uncollectible Accounts	329,127	
Other Taxes	3,483,887	
Legal Expense Accrued	95,104	
Injuries and Damages Reserve	3,830,261	
Regulatory Asset Illinois Rate Case	-118,200	
Other Comprehensive Income - Pensions	5,206,000	
		$ 14,173,281

Schedule Page: 234 Line No.: 8 Column: b

Schedule Page: 234 Line No.: 8 Column: c

Total Electric Account 190	$ 19,298,846	
SFAS No. 109 Unamortized Investment Tax Credit	5,913,779	
		$ 13,385,067

Functionalization of Account 190 Excluding SFAS No. 109 Beginning of Year:

Production	-0.00%
Transmission	22.50%
Distribution	70.92%
General	6.65%

Schedule Page: 234 Line No.: 15 Column: c

2004 End of Year Balance in Other consists of the following:

Environmental CleanUp Costs	-85,690		
Uncollectible Accounts	54,055		
Injuries and Damages Reserve	145,107		
Other Comprehensive Income	-1,421,996		
Other Taxes	-49,613		
		$	-2,358,137