

**OFFICIAL FILE**  
**ILLINOIS COMMERCE COMMISSION** STATE OF ILLINOIS  
 ILLINOIS COMMERCE COMMISSION

ORIGINAL

Central Illinois Public Service Company :  
 d/b/a AmerenCIPS :

In the matter authorizing Central Illinois Public :  
 Service Company d/b/a AmerenCIPS to incur an : 08-0563  
 indebtedness by undertaking the obligation to :  
 pay the principal, interest and redemption :  
 premium, if any, on up to \$47,500,000 principal :  
 amount of Senior Secured Notes for the purpose :  
 of refunding, redeeming, and/or refinancing :  
 outstanding evidences of indebtedness. :

CHIEF CLERK'S OFFICE  
 2009 MAY 11 P 2:44  
 ILLINOIS  
 COMMERCE COMMISSION

SECOND REPORT

To the Illinois Commerce Commission,

The undersigned, Central Illinois Public Service Company d/b/a AmerenCIPS (hereinafter the "Company"), in accordance with the requirements of Ordered Paragraph 8 of the Order entered by the Illinois Commerce Commission (the "Commission") on October 15, 2008 in the above entitled case (the "Order"), hereby submits its Second Report (matters through March 31, 2009) as follows:

The Order, subject to conditions set forth therein, authorized (i) the Company to issue and sell up to \$47,500,000 principal amount of Senior Secured Notes in one or more issuances, not later than March 1, 2011, such Senior Secured Notes to be secured by an underlying mirror issue of first mortgage bonds, (ii) that proceeds from the sale of the Senior Secured Notes, after deduction of commissions or discounts paid to the underwriters, placement agents or initial purchasers in connection with this offering, are to be used to repay outstanding short-term debt consisting of the Company's borrowings under one or both of two credit agreements (approved by the Commission in Docket Nos. 06-0331 and 07-0124 which authorized indebtedness thereunder up to \$135 million in the aggregate) and/or borrowings under the Ameren Corporation System Utility Money Pool Agreement, and (iii) that proceeds of up to \$15,000,000 of the Senior Secured Notes are to be used to refund at maturity the Company's 5.375% first mortgage bonds, due December 15, 2008 or to refund short-term indebtedness issued for that purpose. As of the date of this report, the Company has not issued Senior Secured Notes pursuant to the authority of the Commission granted in this docket.

Expenses incurred in connection with this docket, were as follows:

<u>Description</u>	Expenses for the quarter ended <u>March 31, 2009</u>	Total expenses through <u>March 31, 2009</u>
Illinois Commerce Commission - issuance fee	\$	\$ 114,000.00
Expert's Certificate		275.00
Company outside counsel - legal fee		<u>1,002.47</u>
Total	<u>\$ 0</u>	<u>\$ 115,277.47</u>

Dated: May 11, 2009

CENTRAL ILLINOIS PUBLIC SERVICE COMPANY  
d/b/a AmerenCIPS

By James A. Tiskos  
James A. Tiskos  
Assistant Secretary

STATE OF ILLINOIS            )  
  )    SS.  
COUNTY OF SANGAMON    )

James A. Tiskos being first duly sworn, on oath deposes and says that he is an Assistant Secretary of Central Illinois Public Service Company, that he has read the foregoing report by him subscribed and that the matters therein stated are true to the best of his knowledge and belief.

James A. Tiskos  
James A. Tiskos  
Assistant Secretary

Subscribed and sworn to before me this 11th day of May, 2009, A.D.

Cheri I. Crisp

