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November 19, 2007

VIA HAND DELIVERY

filed electronically in docket office on 11/20/07

Honorable Ron Jones, Hearing Officer
c/o Sharla Dillon, Docket & Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

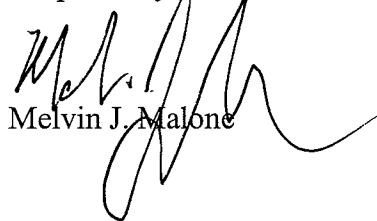
**RE: In Re: Docket to Evaluate Atmos Energy Corporation's Gas Purchases and
Related Sharing Incentives, TRA Docket No. 07-00225**

Dear Hearing Officer Jones:

Please find enclosed thirteen (13) copies and one (1) original of *Atmos Energy Marketing, LLC's Response to the Order on November 5, 2007, Pre-Hearing Conference*. An additional copy of this filing is enclosed to be "file stamped" for our records. All interested parties have been served.

If you have any questions or require additional information, please let me know.

Respectfully submitted,


Melvin J. Malone

clw

c: Parties of Record

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**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:)	
)	
DOCKET TO EVALUATE)	
ATMOS ENERGY CORPORATION'S)	
GAS PURCHASES AND RELATED)	DOCKET NO. 07-00225
SHARING INCENTIVES)	
)	
)	
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**ATMOS ENERGY MARKETING, LLC's RESPONSE TO THE ORDER ON
NOVEMBER 5, 2007, PRE-HEARING CONFERENCE**

Pursuant to the Hearing Officer's *Order on November 5, 2007, Pre-Hearing Conference* (the "*Order*"), in the above-captioned matter, Atmos Energy Marketing, LLC ("AEM"), by and through its undersigned counsel, hereby respectfully submits this Response.

Initially, AEM sought and obtained a limited intervention in TRA Docket No. 05-00258 for the limited purpose of addressing certain issues raised with respect to the intervention of the Atmos Intervention Group ("AIG").¹ Thereafter, the Hearing Officer in Docket No. 05-00258 issued the *Order Resolving Discovery and Protective Order Disputes and Requiring* (the "*Discovery Order*"), in which Atmos Energy Corporation was ordered to produce various information, including information related to and concerning AEM.² On June 26, 2006, the presiding panel in Docket 05-00258 bifurcated the docket into two (2) separate proceedings/tracks, with Phase II concerning, among other things, asset management and imputation of earnings.³

¹ See *Petition to Intervene of Atmos Energy Marketing, LLC*, TRA Docket No. 05-00258, p.2 (June 23, 2006).

² See *Petition of Atmos Energy Marketing, LLC Requesting Full Intervention*, TRA Docket No. 05-00258, pp. 1-2 (June 30, 2006).

³ *Id.* at 2.

Given the *Discovery Order* and the above-referenced action taken by the presiding panel, AEM sought and obtained full intervention in TRA Docket No. 05-00258 to protect its legal rights, duties, privileges, immunities or other legal interests as the same may have been determined in TRA Docket No. 05-00258.⁴

At the Authority's August 20, 2007, Conference, the presiding panel in TRA Docket No. 05-00258 closed Docket No. 05-00258 and opened TRA Docket No. 07-00225 for the consideration of the Phase II issues that were pending in TRA Docket No. 05-00258.⁵ Further, the panel directed that any party in TRA Docket No. 05-00258 that has an interest in the afore-referenced Phase II issues may request intervention in the new docket. Given the issues raised and the actions taken in TRA Docket No. 05-00258, AEM determined that its legal rights, duties, privileges, immunities or other legal interests may be determined in this proceeding, Docket No. 07-00225, and filed for intervention in the same.

As the foregoing demonstrates, AEM is not in the role of a complainant in this proceeding. Therefore, the submission of a statement of claims by AEM would be inappropriate. Notwithstanding the foregoing, and consistent with the *Order*, AEM reserves the right to raise any

⁴ *Order Addressing Intervention of AEM and the Procedural Schedules for Phases One and Two*, TRA Docket No. 05-00258, pp. 4 and 10 (July 13, 2006).

⁵ *Transcript of Tennessee Regulatory Authority Conference*, August 20, 2007.

relevant issues at a later time as this matter further develops.⁶

Respectfully Submitted,

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⁶ *Order on November 5, 2007, Pre-Hearing Conference*, TRA Docket No. 07-00225, p. 6 (Nov. 8, 2007). Further, as the Hearing Officer has not set a procedural schedule, and as the issues in this case remain under development, AEM will continue to evaluate and monitor the necessity for the determination of any legal/threshold issues.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been e-mailed and mailed to the following parties of interest this 19 day of November, 2007.

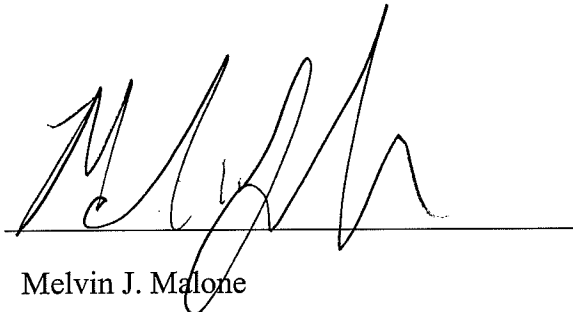
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