

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

IN RE:)	electronically filed 12/10/08
)	
PETITION OF ATMOS ENERGY)	
CORPORATION FOR APPROVAL)	
OF NEGOTIATED FRANCHISE)	Docket No. 08-00211
AGREEMENT WITH THE CITY OF)	
FRANKLIN, TENNESSEE)	

NOTICE OF FILING

Atmos Energy Corporation respectfully provides notice that it is filing the attached Receipt, by which the City of Franklin acknowledges its receipt of the Company's acceptance of the Franklin Franchise Agreement. A copy of the Receipt, along with the Acceptance itself is attached.

Respectfully submitted

NEAL & HARWELL, PLC

By: 

William T. Ramsey, #9245

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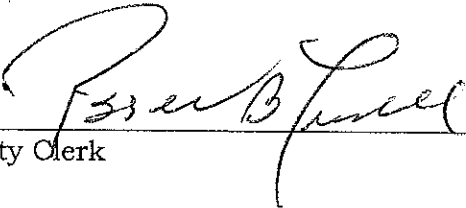
Counsel for Atmos Energy Corporation

RECEIPT

TO: ATMOS ENERGY CORPORATION

The Undersigned, City Clerk of the City of Franklin, Williamson County, Tennessee hereby acknowledges receipt of an instrument of acceptance of a certain gas franchise ordinance signed by the President of the Kentucky/Mid-States division of Atmos Energy Corporation, and that the acceptance of such franchise ordinance was delivered to the undersigned as City Clerk of said City on the 9th day of December, 2008, and is now held as part of the records of said City.

WITNESS the hand of said City Clerk and the seal of said City on this 9th day of December, 2008.



City Clerk

ACCEPTANCE OF FRANCHISE

City of Franklin, Tennessee

TO: City Recorder
Franklin, Tennessee

Atmos Energy Corporation hereby respectfully files with you its written acceptance of the franchise adopted by the Board of Mayor and Aldermen of the City of Franklin, Tennessee, dated November 25, 2008, entitled:

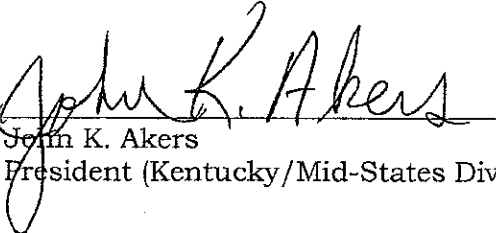
ORDINANCE NO. 2008-42

AN ORDINANCE GRANTING TO ATMOS ENERGY CORPORATION, ITS SUCCESSORS AND ASSIGNS, A FRANCHISE TO PROVIDE THE CITY OF FRANKLIN, WILLIAMSON COUNTY, TENNESSEE, WITH NATURAL GAS SERVICE, AND THE RIGHT TO CONSTRUCT, MAINTAIN, AND OPERATE A SYSTEM OF GAS MAINS AND SERVICE PIPES FOR THE PURPOSE OF TRANSMITTING AND DISTRIBUTING GAS IN, UPON, ACROSS, ALONG AND UNDER THE HIGHWAYS, STREETS, AVENUES, ROADS, ALLEYS, LANES, WAYS, UTILITY EASEMENTS, PARKWAYS AND OTHER PUBLIC GROUNDS OF THE CITY OF FRANKLIN, WILLIAMSON COUNTY, TENNESSEE.

and all the rights and privileges, terms and provisions therein contained.

IN WITNESS WHEREOF, Atmos Energy Corporation has caused this instrument to be signed by the President of its Kentucky/Mid-States Division on this 3 day of December, 2008.

ATMOS ENERGY CORPORATION

By 
John K. Akers
President (Kentucky/Mid-States Division)