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ALLIANT ENERGY CORP  
Form U-1/A  
October 23, 2001

(As filed October 23, 2001)

File No. 70-9837

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM U-1/A

Amendment No. 3  
to  
APPLICATION OR DECLARATION  
UNDER THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

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ALLIANT ENERGY CORPORATION  
222 West Washington Avenue  
Madison, Wisconsin 53703

INTERSTATE POWER COMPANY  
1000 Main Street  
P.O. Box 759  
Dubuque, Iowa 52004

IES UTILITIES INC.  
Alliant Energy Tower  
200 First Street SE  
Cedar Rapids, Iowa 52401

(Names of companies filing this statement  
and addresses of principal executive offices)

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ALLIANT ENERGY CORPORATION  
222 West Washington Avenue  
Madison, Wisconsin 53703

(Name of top registered holding company parent)

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Edward M. Gleason, Vice President-Treasurer  
and Corporate Secretary  
Alliant Energy Corporation  
222 West Washington Avenue  
Madison, Wisconsin 53703

(Name and address of agent for service)

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The Commission is requested to send copies of all notices, orders and communications in connection with this Application/Declaration to:

Barbara J. Swan, General Counsel  
Alliant Energy Corporation  
222 West Washington Avenue  
Madison, Wisconsin 53703

William T. Baker, Jr., Esq.  
Thelen Reid & Priest LLP  
40 West 57th Street  
New York, New York 10019

Kent Ragsdale, Managing Attorney  
Alliant Energy Tower  
Alliant Energy Corporate Services, Inc.  
200 First Street SE  
Cedar Rapids, Iowa 52401

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The Application/Declaration filed in this proceeding on January 22, 2001, as amended by Amendment No. 1, filed February 14, 2001, and amended and restated in its entirety by Amendment No.2, filed October 11, 2001, is hereby further amended as follows:

The second paragraph of Item 1.4 - Other Related Matters is amended and restated to read as follows:

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"IESU and IPC are also currently authorized to issue and sell long-term secured and unsecured debt securities from time to time through June 30, 2004. IESU is authorized to issue and sell in one or more transactions any combination of collateral trust bonds, senior unsecured debentures, and unsecured subordinated debentures, and to enter into agreements with respect to tax-exempt bonds, in an aggregate principal amount at any time outstanding not to exceed \$200 million. See File No. 70-9375; Holding Co. Act Release Nos. 26945 (Nov. 25, 1998) and 27306 (Dec. 15, 2000). IPC is authorized to issue and sell in one or more transactions any combination of first mortgage bonds, senior unsecured debentures, and unsecured subordinated debentures, and to enter into agreements with respect to tax-exempt bonds, in an aggregate principal amount at any time outstanding not to exceed \$80 million. See File No. 70-9377; Holding Co. Act Release Nos. 26946 (Nov. 25, 1998) and 27305 (Dec. 15, 2000). Following the Merger, it is proposed that IESU's long-term debt limitation in File No. 70-9375 be increased to \$300 million.<sup>1</sup> All other terms, conditions and limitations on IESU's authorization in File No. 70-9375 will continue to apply without change. Except in accordance with a further order of the Commission, IESU will not issue any long-term debt unless such securities are rated at the investment grade level as established by at least one nationally recognized statistical rating organization, as that term is used in paragraphs (c)(2)(vi)(E), (F) and (H) of Rule 15c3-1 under the Securities Exchange Act of 1934. It is requested that the Commission reserve jurisdiction over the issuance by IESU of any such securities that are rated below investment grade."

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1 IPC's authorization in File No. 70-9377 will expire effective upon its merger into IESU.

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SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the undersigned companies have duly caused this Application/Declaration filed herein, as amended, to be signed on their behalf by the undersigned thereunto duly authorized.

ALLIANT ENERGY CORPORATION

By: /s/ Edward M. Gleason  
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Name: Edward M. Gleason  
Title: Vice President-Treasurer and  
Corporate Secretary

INTERSTATE POWER COMPANY

By: /s/ Edward M. Gleason  
-----  
Name: Edward M. Gleason  
Title: Vice President-Treasurer and  
Corporate Secretary

IES UTILITIES INC.

By: /s/ Edward M. Gleason  
-----  
Name: Edward M. Gleason  
Title: Vice President-Treasurer and  
Corporate Secretary

Date: October 23, 2001