

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for acknowledgment of corporate reorganization and utility name change from MHC-DeAnza Financing Limited Partnership d/b/a Buccaneer Water Service, holder of Certificate No. 366-W, to BE Utility Systems, L.L.C. d/b/a Buccaneer Water Service in Lee County.

DOCKET NO. 010563-WU
ORDER NO. PSC-01-1498-FOF-WU
ISSUED: July 18, 2001

ORDER ACKNOWLEDGING CORPORATE REORGANIZATION, APPROVING
CHANGE IN NAME OF THE UTILITY, AND CLOSING DOCKET

BY THE COMMISSION:

On April 20, 2001, MHC-DeAnza Financing Limited Partnership d/b/a Buccaneer Water Service (Buccaneer or utility) filed an application with this Commission requesting approval to change its name to BE Utility Systems, L.L.C. d/b/a Buccaneer Water Service (BWS), pursuant to Rule 25-30.039, Florida Administrative Code. The application also requested acknowledgement of the corporate reorganization of the utility. The purpose of the name change and reorganization is to ensure that the utility's facilities will not be encumbered by debt which was incurred by the parent company, Manufactured Home Communities, Inc. (MHC, Inc.), and its affiliates on June 30, 2000, in order to refinance other property owned by MHC, Inc.

The effective date of the name change was June 26, 2000, which was the date of BWS's registration with the Division of Corporations, Department of State. The utility's facilities were assigned to BWS on June 30, 2000, for no consideration. According to an affidavit included in the application, the corporate reorganization and name change will not affect the ownership and control of the utility and its assets. Both before and after the reorganization and name change, the utility is 100 percent owned by MHC Operating Limited Partnership (MHC Operating) and MHC, Inc. Attachments A and B of this Order show the ownership of the utility both before and after the reorganization, respectively.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

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The application included a copy of the proposed notice to be sent to the customers of the utility informing them of the change in the utility name. Also included were proposed water tariffs reflecting the name change. According to the information provided, no money is being paid by, to or among the parties as part of the internal reorganization. The offices, management and all personnel of the utility will remain unchanged, and there will be no change in the operations or level of service of the utility.

Based on the foregoing, we find it appropriate to acknowledge MHC-DeAnza's corporate reorganization of the utility and approve the change in the utility's name on Certificate No. 366-W from MHC-DeAnza to BWS. The utility shall, upon receipt of this Order, provide notice to the customers of the change in the name of the utility. Further, the tariff, filed reflecting the new name, shall be effective for service rendered or connections made on or after the stamped approval date on the tariff sheets. The utility shall continue to charge the rates and charges approved in its tariff until authorized to change by this Commission in a subsequent proceeding.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the corporate reorganization of MHC-DeAnza Financing Limited Partnership d/b/a Buccaneer Water Service, c/o Manufactured Home Communities, Inc., 2 North Riverside Plaza, Suite 800, Chicago, Illinois 60606-2682, is hereby acknowledged. Attachments A and B of this Order, which by reference are incorporated herein, show the organization and ownership of the utility both before and after the reorganization. It is further

ORDERED that MHC-DeAnza Financing Limited Partnership d/b/a Buccaneer Water Service's request to change its name to BE Utility Systems, L.L.C. d/b/a Buccaneer Water Service, is hereby approved. Upon receipt of this Order, BE Utility Systems, L.L.C. d/b/a Buccaneer Water Service shall provide notice to its customers informing them of the change in the name of the utility. It is further

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ORDERED that the tariff, filed reflecting the new name, shall be effective for service rendered or connections made on or after the stamped approval date on the tariff sheets. It is further

ORDERED that the BE Utility Systems, L.L.C. d/b/a Buccaneer Water Service shall continue to charge the rates and charges approved in its tariff until authorized to change by this Commission in a subsequent proceeding. It is further

ORDERED that this docket is hereby closed.

By ORDER of the Florida Public Service Commission this 18th day of July, 2001.

BLANCA S. BAYÓ, Director
Division of the Commission Clerk
and Administrative Services

By: Kay Flynn
Kay Flynn, Chief
Bureau of Records and Hearing
Services

(S E A L)

ALC

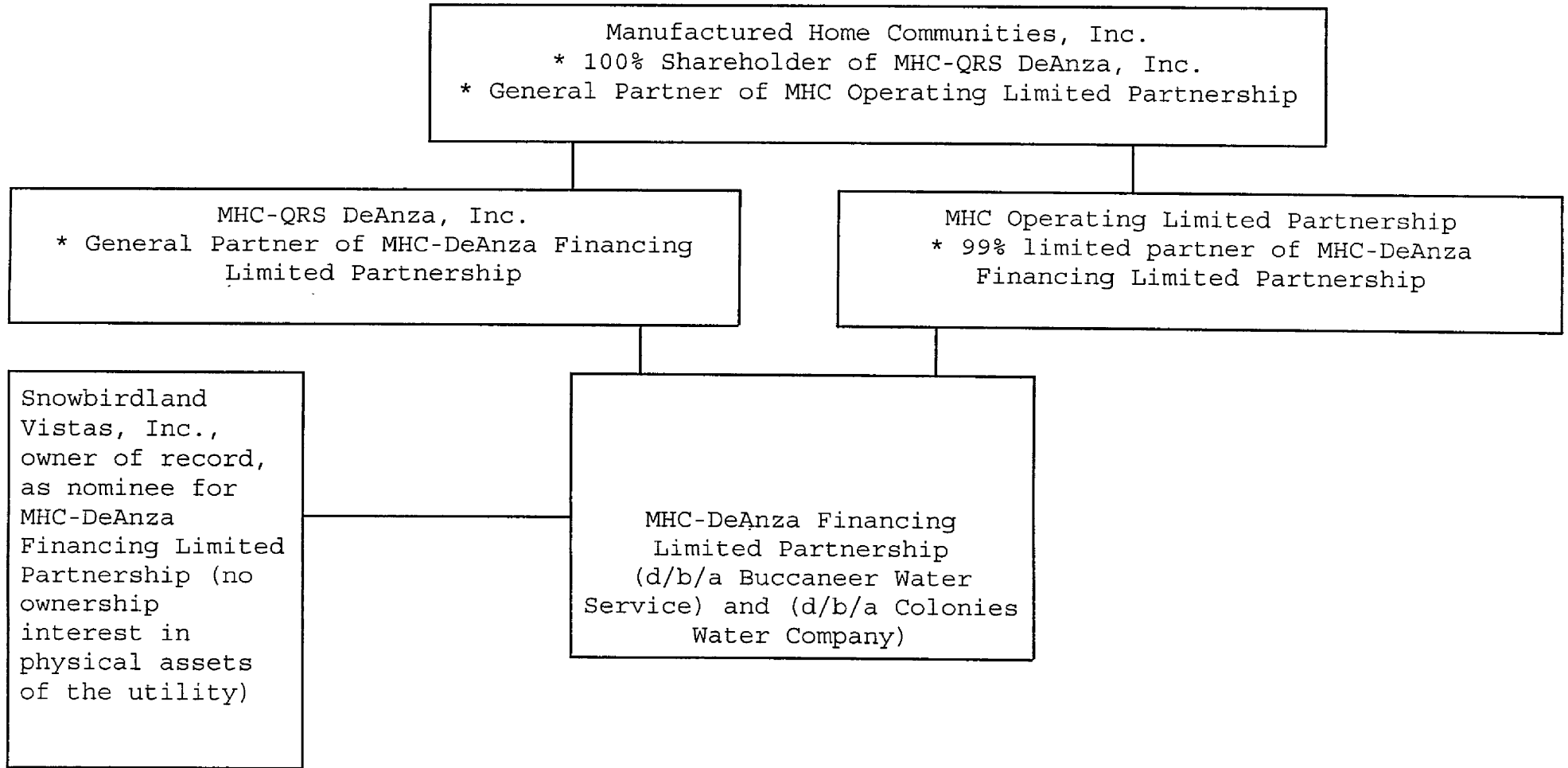
NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

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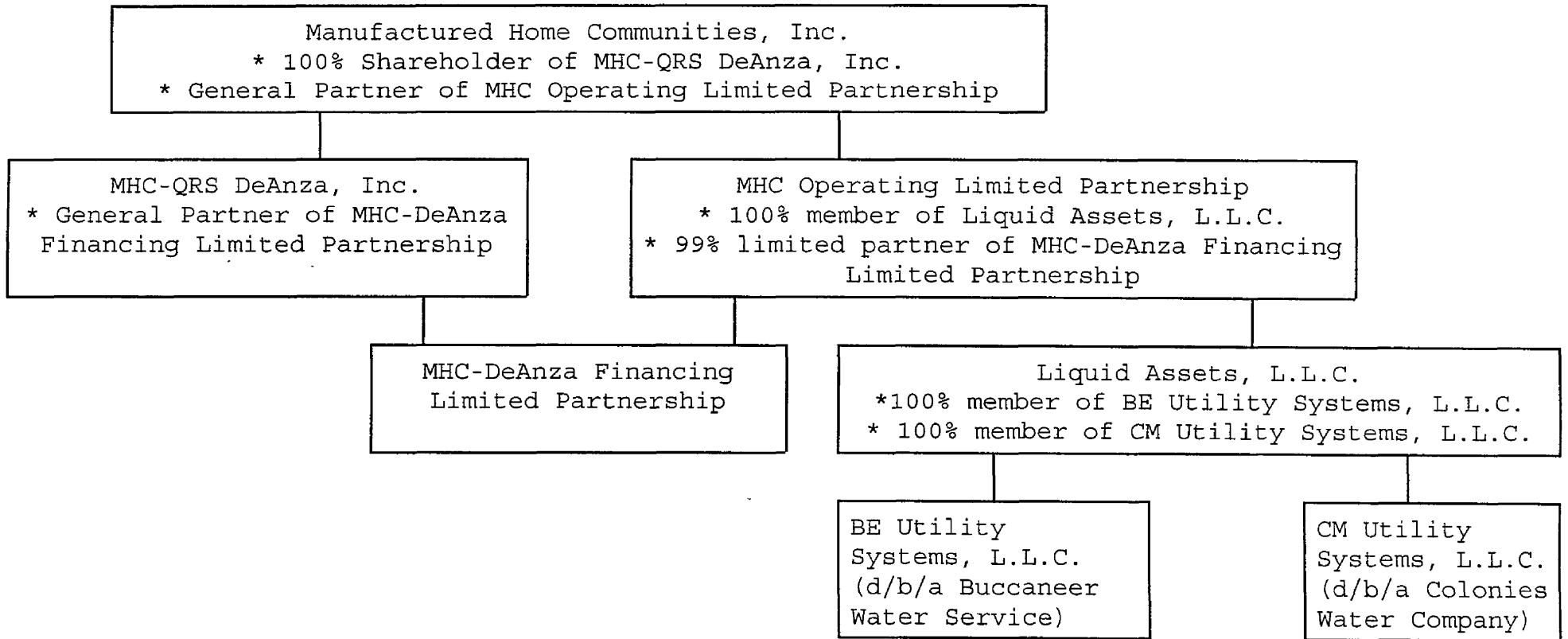
Any party adversely affected by the Commission's final action in this matter may request: 1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or 2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water and/or wastewater utility by filing a notice of appeal with the Director, Division of the Commission Clerk and Administrative Services and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.

"Before"



Note: Snowbird Vistas and MHC-DeAnza Financing Limited Partnership jointly by Bills of Sale and Assignment dated June 30, 2000, conveyed the Buccaneer Water Service utility facilities to BE Utility Systems, L.L.C., and the Colonies Water Company utility facilities to CM Utility Systems, L.L.C.

"After"



Summary MHC, Inc. and MHC Operating Limited Partnership ultimately owned/owns 100% of the ownership interest in each utility both before and after the transaction.