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JOHN R. JENKINS, P.A.
STEVEN T. MINDLIN, P.A.
DAREN L. SHIPPY
WILLIAM E. SUNDBSTROM, P.A.
DIANE D. TREMOR, P.A.
JOHN L. WHARTON

ROBERT M. C. ROSE, OF COUNSEL
WAYNE L. SCHIEFELBEIN, OF COUNSEL

CENTRAL FLORIDA OFFICE
650 S. NORTH LAKE BLVD., SUITE 420
ALTAMONTE SPRINGS, FLORIDA 32701
(407) 830-6331
FAX (407) 830-8522

REPLY TO ALTAMONTE SPRINGS

October 10, 2002

HAND DELIVERY

ORIGINAL

Ms. Blanca Bayo
Commission Clerk and Administrative Services Director
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399

Re: Docket No. 021036-WS Application of North Sumter Utility Company, LLC, for
Amendment to Certificate of Authorization
Our File No.: 34078.02

Dear Ms. Bayo:

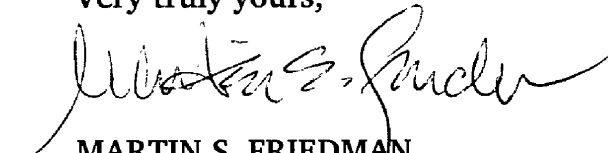
Enclosed for filing are the original and fifteen (15) copies of the Application of North Sumter Utility Company, LLC,, for Amendment of its Service Area in Sumter County, Florida. Also enclosed is our check in the amount of \$4,500 representing the appropriate filing fee.

Should you have any questions regarding this filing, please do not hesitate to give me a call.

Very truly yours,

RECEIVED & FILED

10/10
FPSC-BUREAU OF RECORDS


MARTIN S. FRIEDMAN
For the Firm

MSF:dmp
Enclosures

cc: Mr. John Wise (w/enclosure)

ASO\North Sumter Utility\2002 Territory Ext\PSC Clerk 01.ltr

DOCUMENT NUMBER-DATE

11021 OCT 10 08

FPSC-COMMISSION CLERK

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application of)
NORTH SUMTER UTILITY COMPANY,)
LLC, for extension of water)
and wastewater service in Sumter)
County, Florida.)
_____)

Docket No. 021036-WS

APPLICATION FOR AMENDMENT TO
CERTIFICATE OF AUTHORIZATION

NORTH SUMTER UTILITY COMPANY, LLC, ("NSU"), by and through its undersigned attorneys, and pursuant to Section 367.045(2), Florida Statutes, and Rule 25-30.036, Florida Administrative Code, files this Application for Amendment of Certificates 532-S and 618-W to extend its water and wastewater service area, and in support thereof states:

1. The exact name of the Company and the address of its principal business office is:

NORTH SUMTER UTILITY COMPANY, LLC
1100 Main Street
The Villages, Florida 32159
PHONE: (352)753-2270

2. The name and address of the person authorized to receive notices and communications in respect to this application is:

Martin S. Friedman, Esquire
Rose, Sundstrom & Bentley, LLP
650 S. North Lake Boulevard, Suite 420
Altamonte Springs, FL 32701
(407)830-6331
(407)830-8522 fax
mfriedman@rsbattorneys.com

3. To the best of Applicant's knowledge, the provision of water and wastewater service to this property by NSU is consistent with the Sumter County Comprehensive Plan at the time the application is filed, as approved by the Department of Community Affairs.

4. Attached as Composite Exhibit "A" are copies of the instruments confirming NSU's right to use the property upon which its water and wastewater plants are located.

5. A description of the territory proposed to be served, using township, range and section references is attached hereto as Exhibit "B".

6. NSU will serve this property with the water and wastewater treatment plants it is constructing to serve the original territory. The capacities of lines and treatment facilities is set forth on Exhibit "C" attached hereto.

7. A detailed map showing township, range and section with the proposed territory plotted thereon are attached as Exhibit "D".

8. A detailed map showing existing lines and facilities is attached hereto as Exhibit "E".

9. Attached as Exhibit "F" is a schedule of the water and wastewater permits issued to NSU.

10. NSU has both the financial and technical ability to render reasonably sufficient, adequate and efficient service. Attached as Exhibit "G" are copies of the most recent Financial Statements of its affiliate, The Villages of Lake-Sumter, Inc.

which is also the real estate developer which will develop the property served by NSU and which is the subject of this Docket.

With response to its technical ability, NSU has an operations agreement with Operations Management International to operate, maintain and manage the utility facilities and equipment. There are no outstanding Consent Orders or Notices of Violation from DEP. Its regulatory accountants are Cronin, Jackson, Nixon & Wilson, CPAs, and its attorneys are the law firm of Rose, Sundstrom & Bentley, LLP, both of the whom are the preeminent firms in their respective disciplines in the regulation of water and wastewater utilities in Florida.

11. The construction of the collection system will be financed by debt financing, service availability charges, and if necessary, loans from its affiliate, the Villages of Lake-Sumter, Inc. See Exhibit "H" attached hereto.

12. The territory to be served will consist of both residential and commercial development. The commercial development will consist of offices, retail stores, and restaurants, in addition to hotels, theater, performing arts center, educational facilities, medical facilities, and recreational facilities. The Residential development will consist of single-family attached and detached homes, which will be part of The Villages development.

13. There will be no material impact as NSU's monthly rates or service availability charges in the short term. The addition of

these new customers will allow additional economies of scale which will allow NSU to continue to operate under its existing rate structure.

14. Attached as Exhibit "I" to the original Application are the original and two copies of the revised tariff sheets reflecting the additional service area. A copy of the revised tariff sheets is attached to each copy of the Application.

15. Attached as Exhibit "J" is an affidavit that the notice of actual application was given in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, by regular mail to the following:

- (1) the governing body of the municipality, county or counties in which the system or territory proposed to be served is located;
- (2) the privately owned water utility that holds a certificate granted by the Public Service Commission and that is located within the county in which the utility or the territory proposed to be served is located;
- (3) if any portion of the proposed territory is within one mile of a county boundary, the utility shall notice the privately owned utilities located in the bordering counties and holding a certificate granted by the Commission;

- (4) the regional planning council;
- (5) the Office of Public Counsel;
- (6) the Public Service Commission's Director of Records and Reporting;
- (7) the appropriate regional office of the Department of Environmental Protection; and
- (8) the appropriate water management district;

Copies of the Notice and a list of entities noticed shall accompany the affidavit.

16. Late Filed Exhibit "K" will be the notice of actual application was given in accordance with Rule 25-30.030, Florida Administrative Code, by regular mail or personal delivery to each property owner in the proposed territory.

17. Late Filed Exhibit "L" will be an affidavit that the notice of application was published once a week in a newspaper of general circulation in the territory in accordance with Rule 25-30.030, Florida Administrative Code. A copy of the proof of publication will accompany the affidavit.

18. In response to Section 367.045(2)(c), Florida Statutes, NSU was not certificated in 2001, thus no annual report is due, and attached hereto as Exhibit "M" is an Affidavit that NSU has on file with the PSC a tariff.

19. NSU's rates and service availability charges were set in connection with obtaining its original certificates in Docket No. 010859-WS and Order No. PSC-02-0554-PAA-WS.

20. Original Certificates 532-S and 618-W are attached hereto.

21. The extension will serve more than 4,000 water ERCs and more than 4,000 wastewater ERCs so the appropriate filing fee is \$4,500, which is attached.

Respectfully submitted on this
10th day of October, 2002, by:

ROSE, SUNDSTROM & BENTLEY, LLP
650 S. North Lake Boulevard
Suite 420
Altamonte Springs, Florida 32701
(407) 830-6331
(407) 830-8522 Fax

By: 

MARTIN S. FRIEDMAN

FLORIDA PUBLIC SERVICE COMMISSION

Certificate Number

532 - S

Upon consideration of the record it is hereby ORDERED that authority be and is hereby granted to:

North Sumter Utility Company, L.L.C.

Whose principal address is:

1100 Main Street
The Villages, FL 32159-7719 (Sumter County)

to provide wastewater service in accordance with the provision of Chapter 367, Florida Statutes, the Rules, Regulations and Orders of this Commission in the territory described by the Orders of this Commission.

This Certificate shall remain in force and effect until suspended, cancelled or revoked by Orders of this Commission.

ORDER	PSC-02-0179-FOF-WS	DOCKET	010859-WS
ORDER		DOCKET	
ORDER		DOCKET	
ORDER		DOCKET	
ORDER		DOCKET	

BY ORDER OF THE
FLORIDA PUBLIC SERVICE COMMISSION

Blanca S. Bayis

Commission Clerk and Administrative Services Director



FLORIDA PUBLIC SERVICE COMMISSION

Certificate Number

618 - W

Upon consideration of the record it is hereby ORDERED that authority be and is hereby granted to:

North Sumter Utility Company, L.L.C.

Whose principal address is:

1100 Main Street
The Villages, FL 32159-7719 (Sumter County)

to provide water service in accordance with the provision of Chapter 367, Florida Statutes, the Rules, Regulations and Orders of this Commission in the territory described by the Orders of this Commission.

This Certificate shall remain in force and effect until suspended, cancelled or revoked by Orders of this Commission.

ORDER	PSC-02-0179-FOF-WS	DOCKET	010859-WS
ORDER		DOCKET	
ORDER		DOCKET	
ORDER		DOCKET	
ORDER		DOCKET	

BY ORDER OF THE
FLORIDA PUBLIC SERVICE COMMISSION

Blanca S. Bayo

Commission Clerk and Administrative Services Director



1.50
15.40
8.90

f

Documentary Stamps 15 40
Transferable Tax
Paid 30.00 Day of JAN 20 02
GLORIA R. HAYWARD, CLERK
CIRCUIT COURT SUMTER COUNTY FL
BY WALTER R. JOHNSON D.C.

THIS INSTRUMENT PREPARED BY/RETURN TO:
Steven M Roy/may
McLin, Burnsed, Morrison, Johnson,
Newman & Roy, P A
Post Office Box 1299
Leesburg, Florida 32150-1299 Lady Lake, FL

Parcel Identification No D15003

WARRANTY DEED

THIS INDENTURE made this 8th day of January, 2002, between H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest; H. Gary Morse and R. Dewey Burnsed as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest, and H. Gary Morse and R. Dewey Burnsed, as Trustee of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest, as tenants in common, whose address is 1100 Main Street, The Villages, Florida 32159, and The Villages of Lake-Sumter, Inc; whose address is 1100 Main Street, The Villages, Florida 32159 (the "Grantor"), and North Sumter Utility Company, L.L.C., whose address is 1100 Main Street, The Villages, Florida 32159, ("Grantee")

WITNESSETH, that said Grantor, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00), and other good and valuable considerations to said Grantor in hand paid by Grantee, the receipt whereof is hereby acknowledged, has granted, bargained and sold to the said Grantee, and Grantee's heirs and assigns forever, the following described land, situate and being in Sumter County, Florida, to-wit:

See attached Exhibit A

Subject to restrictions, reservations, easements and limitations of record, if any, provided that this shall not serve to reimpose same, zoning ordinances, and taxes for the current year and subsequent years. Said Grantor does hereby fully warrant the title to said land, and will defend that same against the lawful claims of all persons whomsoever.

"Grantor" and "Grantee" are used for singular or plural, as context requires

IN WITNESS WHEREOF, the Grantor has hereunto set Grantor's hand and seal the day and year first above written

WITNESSES TO ALL:

[Signature]
Print Name Janie A. Perdig

Rebecca Billings
Print Name Rebecca Billings

[Signatures]

H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986; and as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, and as Trustees of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986

THE VILLAGES OF LAKE-SUMTER, INC.

By: [Signature]
John Parker, Vice President

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 8th day of January, 2002, by John Parker, the Vice President of and on behalf of The Villages of Lake-Sumter, Inc.; and by H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986, and as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, and as Trustees of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986.

Rebecca Billings
NOTARY PUBLIC - STATE OF FLORIDA
(Signature of Notary Public)

Rebecca Billings
(Print Name of Notary Public)

My Commission Expires: 12-10-2002

Serial/Commission Number CC 766125

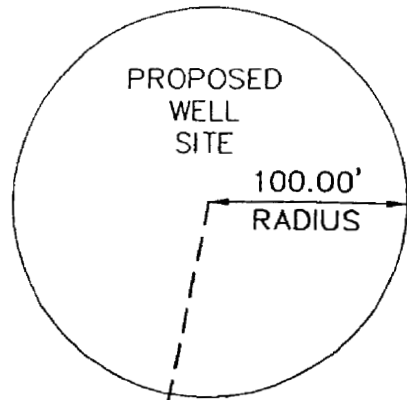
Personally Known or Produced Identification
Type of Identification Produced: _____

(Notary Seal)



SKETCH FOR DESCRIPTION (NOT A FIELD SURVEY)

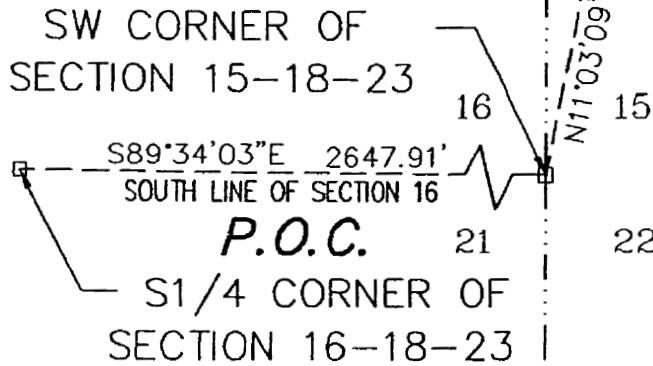
SHOWING PROPOSED WELL SITE



GRAPHIC SCALE



(IN FEET)
1 inch = 100 ft.



DESCRIPTION

A PARCEL OF LAND LYING IN THE SOUTHWEST 1/4 OF SECTION 15, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, SAID PARCEL BEING A CIRCLE AND HAVING A RADIUS OF 100.00 FEET, ITS RADIUS POINT BEING LOCATED AS FOLLOWS:

COMMENCE AT THE SOUTH 1/4 CORNER OF SECTION 16, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S89°34'03"E ALONG THE SOUTH LINE OF SAID SECTION 16, A DISTANCE OF 2647.91 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 15; THENCE N11°03'09"E, 2087.85 FEET TO SAID RADIUS POINT.

GENERAL NOTES

1. REPRODUCTIONS OF THIS SKETCH ARE NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
2. THIS SKETCH PREPARED FOR DESCRIPTION PURPOSES ONLY AND DOES NOT REPRESENT A FIELD SURVEY.

1/17/02

WILLARD R. BOWSKY, R., PROFESSIONAL SURVEYOR & MAPPER
FLORIDA REGISTRATION NO. 5756

THIS INSTRUMENT PREPARED BY/RETURN TO:
Steven M. Roy/ahs
McLin, Burnsed, Morrison, Johnson,
Newman & Roy, P.A.
Post Office Box 1299
Leesburg, Florida 32153-1299

Parcel Identification No

WARRANTY DEED

THIS INDENTURE made this 16th day of October, 2001, between H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest; H. Gary Morse and R. Dewey Burnsed as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest, and H. Gary Morse and R. Dewey Burnsed, as Trustee of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986, a one-third undivided interest, as tenants in common, whose address is 1100 Main Street, The Villages, Florida 32159, and The Villages of Lake-Sumter, Inc; whose address is 1100 Main Street, The Villages, Florida 32159 Grantors, and North Sumter Utility Company, L.L.C., whose address is 1100 Main Street, The Villages, Florida 32159, Grantee.

WITNESSETH, that said Grantor, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00), and other good and valuable considerations to said Grantor in hand paid by Grantee, the receipt whereof is hereby acknowledged, has granted, bargained and sold to the said Grantee, and Grantee's heirs and assigns forever, the following described land, situate and being in Sumter County, Florida, to-wit:

See attached Exhibit A

Subject to restrictions, reservations, easements and limitations of record, if any, provided that this shall not serve to reimpose same, zoning ordinances, and taxes for the current year and subsequent years. Said Grantor does hereby fully warrant the title to said land, and will defend that same against the lawful claims of all persons whomsoever

"Grantor" and "Grantee" are used for singular or plural, as context requires

IN WITNESS WHEREOF, the Grantor has hereunto set Grantor's hand and seal the day and year first above written

WITNESSES TO ALL:

[Signature]
Steven M. Roy
Printed Name

[Signature]
H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986; and as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, and as Trustees of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986

[Signature]
Doris A Pardo
Printed Name

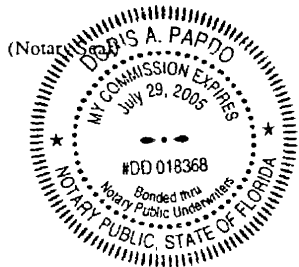
THE VILLAGES OF LAKE-SUMTER, INC.
By: [Signature]
John Parker, Vice President

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 16th day of October, 2001, by John Parker, the Vice President of and on behalf of The Villages of Lake-Sumter, Inc.; and by H. Gary Morse and R. Dewey Burnsed as Trustees of the Jennifer Boone Irrevocable Trust, under Agreement dated the 12th day of December, 1986; and as Trustees of the Mark G. Morse Irrevocable Trust, under Agreement dated the 12th day of December, 1986, and as Trustees of the Tracy Mathews Irrevocable Trust, under Agreement dated the 12th day of December, 1986

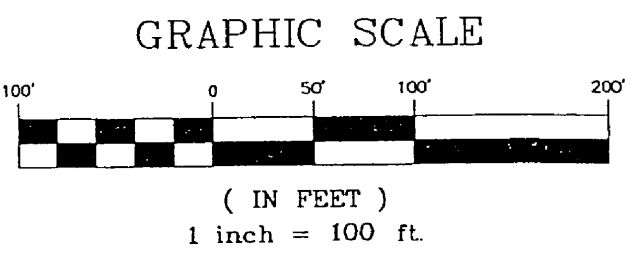
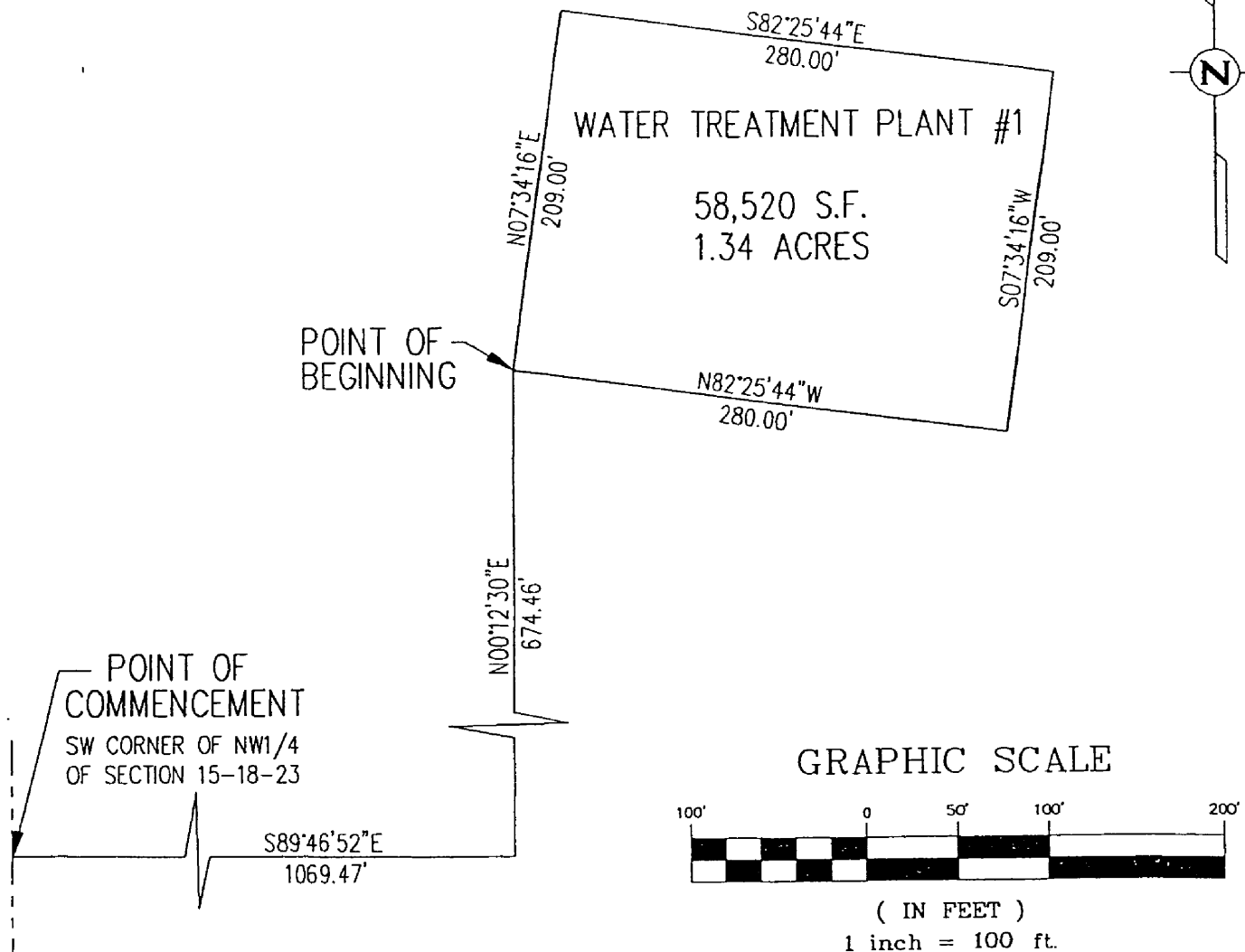
[Signature]
NOTARY PUBLIC - STATE OF FLORIDA
(Signature of Notary Public)
Doris A. Pardo
(Print Name of Notary Public)
My Commission Expires: 7/29/05

Serial/Commission Number # 00018368
Personally Known or Produced Identification
Type of Identification Produced: _____



SKETCH FOR DESCRIPTION

(NOT A FIELD SURVEY)



LEGAL DESCRIPTION
NORTH SUMTER UTILITIES
WATER TREATMENT PLANT #1

THAT PORTION OF THE NORTHWEST 1/4 OF SECTION 15, TOWNSHIP 18 SOUTH, RANGE 23 EAST, DESCRIBED AS FOLLOWS:

FROM THE SOUTHWEST CORNER OF THE SAID NORTHWEST 1/4; RUN S89°46'52"E ALONG THE SOUTH LINE THEREOF A DISTANCE OF 1069.47 FEET; THENCE N00°12'30"E, 674.46 FEET TO THE POINT OF BEGINNING; THENCE N07°34'16"E, 209.00 FEET; THENCE S82°25'44"E, 280.00 FEET; THENCE S07°34'16"W, 209.00 FEET; THENCE N82°25'44"W, 280.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 1.34 ACRES, MORE OR LESS.

10/12/01
DATE

William S. Barley
WILLIAM S. BARLEY, PROFESSIONAL SURVEYOR & MAPPER
FLORIDA REGISTRATION NO. 3815

GENERAL NOTES

1. REPRODUCTIONS OF THIS SKETCH ARE NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
2. THIS SKETCH PREPARED FOR DESCRIPTION PURPOSES ONLY AND DOES NOT REPRESENT A FIELD SURVEY.
3. LANDS SHOWN HEREON WERE NOT ABSTRACTED FOR OWNERSHIP. DESCRIPTION IS BASED UPON INFORMATION SHOWN ON TAX PARCEL CARD.

**FARNER
BARLEY**
AND ASSOCIATES, INC.

▲ ENGINEERS
▲ SURVEYORS
▲ PLANNERS
LB 4709

350 NORTH SINGLARI AVENUE • TAVARES, FL 32778 • (352) 343-8481

THIS INSTRUMENT PREPARED BY/RETURN TO:
Steven M. Roy/ahs
McLin, Burnsed, Morrison, Johnson,
Newman & Roy, P.A.
Post Office Box 1299
Leesburg, Florida 32158-1299

Parcel Identification No

WARRANTY DEED

THIS INDENTURE made this 16th day of October, 2001, between **PM3, Ltd. a Florida limited partnership**, whose address is 1100 Main Street, The Villages, Florida 32159, Grantor, and **North Sumter Utility Company, L.L.C.**, whose address is 1100 Main Street, The Villages, Florida 32159, Grantee,

WITNESSETH, that said Grantor, for and in consideration of the sum of **TEN AND NO/100 DOLLARS (\$10 00)**, and other good and valuable considerations to said Grantor in hand paid by Grantee, the receipt whereof is hereby acknowledged, has granted, bargained and sold to the said Grantee, and Grantee's heirs and assigns forever, the following described land, situate and being in Sumter County, Florida, to-wit:

See attached Exhibit A

Subject to restrictions, reservations, easements and limitations of record, if any, provided that this shall not serve to reimpose same, zoning ordinances, and taxes for the current year and subsequent years. Said Grantor does hereby fully warrant the title to said land, and will defend that same against the lawful claims of all persons whomsoever.

"Grantor" and "Grantee" are used for singular or plural, as context requires

IN WITNESS WHEREOF, the Grantor has hereunto set Grantor's hand and seal the day and year first above written.

Signed, sealed and delivered in our presence:

Rebecca Billings

Rebecca Billings

Printed Name Doris A. Pardo

Doris A. Pardo

Printed Name

PM3, Ltd., a Florida limited partnership,

By PM3, Inc, a Florida corporation, its General Partner

By: John Parker
John Parker, Vice President

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 16th day of October, 2001, by John Parker, the Vice President of PM3, Inc., a Florida corporation, on behalf of PM3, Ltd. a Florida limited partnership, its General Partner

Rebecca Billings

NOTARY PUBLIC - STATE OF FLORIDA

(Signature of Notary Public)

Rebecca Billings

(Print Name of Notary Public)

My Commission Expires: 12-10-2002

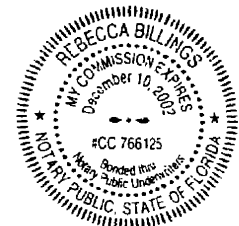
CC 766125

Serial/Commission Number

Personally Known or Produced Identification

Type of Identification Produced: _____

(Notary Seal)

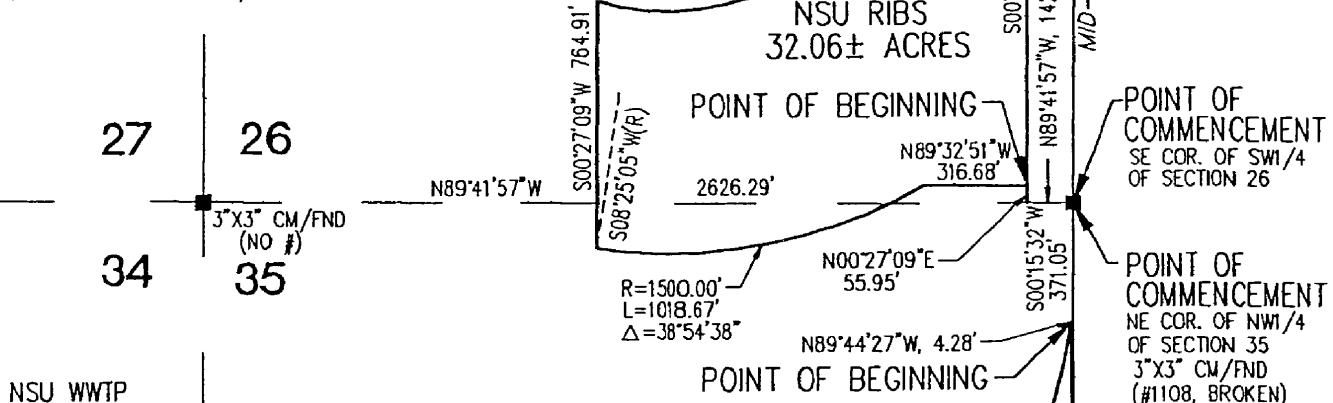


SKETCH FOR DESCRIPTION (NOT A FIELD SURVEY)

NSU RIBS

THAT PART OF THE SOUTHWEST 1/4 OF SECTION 26 AND THAT PART OF THE NORTHWEST 1/4 OF SECTION 35, ALL IN TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:

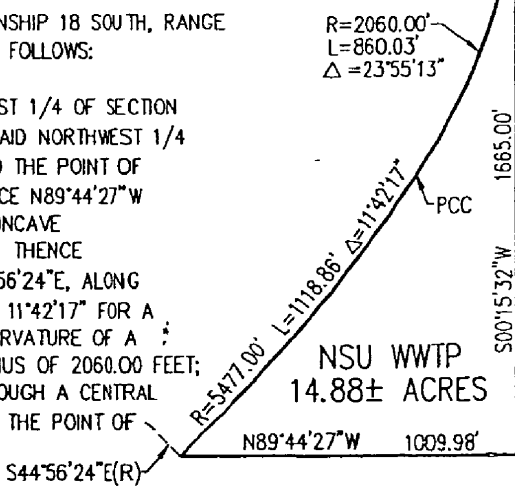
COMMENCE AT THE SOUTHEAST CORNER OF THE SOUTHWEST 1/4 OF SECTION 26;
 THENCE N89°41'57"W ALONG THE SOUTHERLY LINE OF SAID SOUTHWEST 1/4 FOR 142.76 FEET;
 THENCE N00°27'09"E FOR 55.95 FEET TO THE POINT OF BEGINNING;
 THENCE CONTINUE N00°27'09"E FOR 1729.26 FEET;
 THENCE N89°32'51"W FOR 482.64 FEET TO A POINT ON A CIRCULAR CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 750.00 FEET;
 THENCE SOUTHERLY, SOUTHWESTERLY AND WESTERLY, FROM A RADIAL LINE WHICH BEARS N54°16'13"E, ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 142°16'23" FOR A DISTANCE OF 1862.35 FEET;
 THENCE S00°27'09"W FOR 764.91 FEET TO A POINT ON A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 1500.00 FEET;
 THENCE EASTERLY, FROM A RADIAL LINE WHICH BEARS S08°25'05"W, ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 38°54'38" FOR A DISTANCE OF 1018.67 FEET;
 THENCE S89°32'51"E FOR 316.68 FEET TO THE POINT OF BEGINNING.
 CONTAINING 32.06 ACRES, MORE OR LESS.



NSU WWTP

THAT PART OF THE NORTHWEST 1/4 OF SECTION 35, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHEAST CORNER OF THE NORTHWEST 1/4 OF SECTION 35;
 THENCE S00°15'32"W ALONG THE EASTERLY LINE OF SAID NORTHWEST 1/4 FOR 371.05 FEET;
 THENCE N89°44'27"W FOR 4.28 FEET TO THE POINT OF BEGINNING;
 THENCE S00°15'33"W FOR 1665.00 FEET;
 THENCE N89°44'27"W FOR 1009.98 FEET TO A POINT ON A CIRCULAR CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 5477.00 FEET;
 THENCE NORTHEASTERLY, FROM A RADIAL LINE WHICH BEARS S44°56'24"E, ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 11°42'17" FOR A DISTANCE OF 1118.86 FEET TO A POINT OF COMPOUND CURVATURE OF A CIRCULAR CURVE CONCAVE WESTERLY AND HAVING A RADIUS OF 2060.00 FEET;
 THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 23°55'13" FOR A DISTANCE OF 860.03 FEET TO THE POINT OF BEGINNING.
 CONTAINING 14.88 ACRES, MORE OR LESS.



- LEGEND**
- PCC - POINT OF COMPOUND CURVE
 - NSU - NORTH SUMTER UTILITIES, INC.
 - WWTP - WASTE WATER TREATMENT PLANT
 - RIBS - RAPID INFILTRATION BASINS



GENERAL NOTES

1. REPRODUCTIONS OF THIS SKETCH ARE NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
2. THIS SKETCH PREPARED FOR DESCRIPTION PURPOSES ONLY AND DOES NOT REPRESENT A FIELD SURVEY.
3. LANDS SHOWN HEREON WERE NOT ABSTRACTED FOR OWNERSHIP. DESCRIPTION IS BASED UPON INFORMATION SHOWN ON TAX PARCEL CARD.

10/12/01
DATE

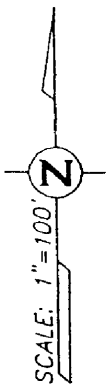
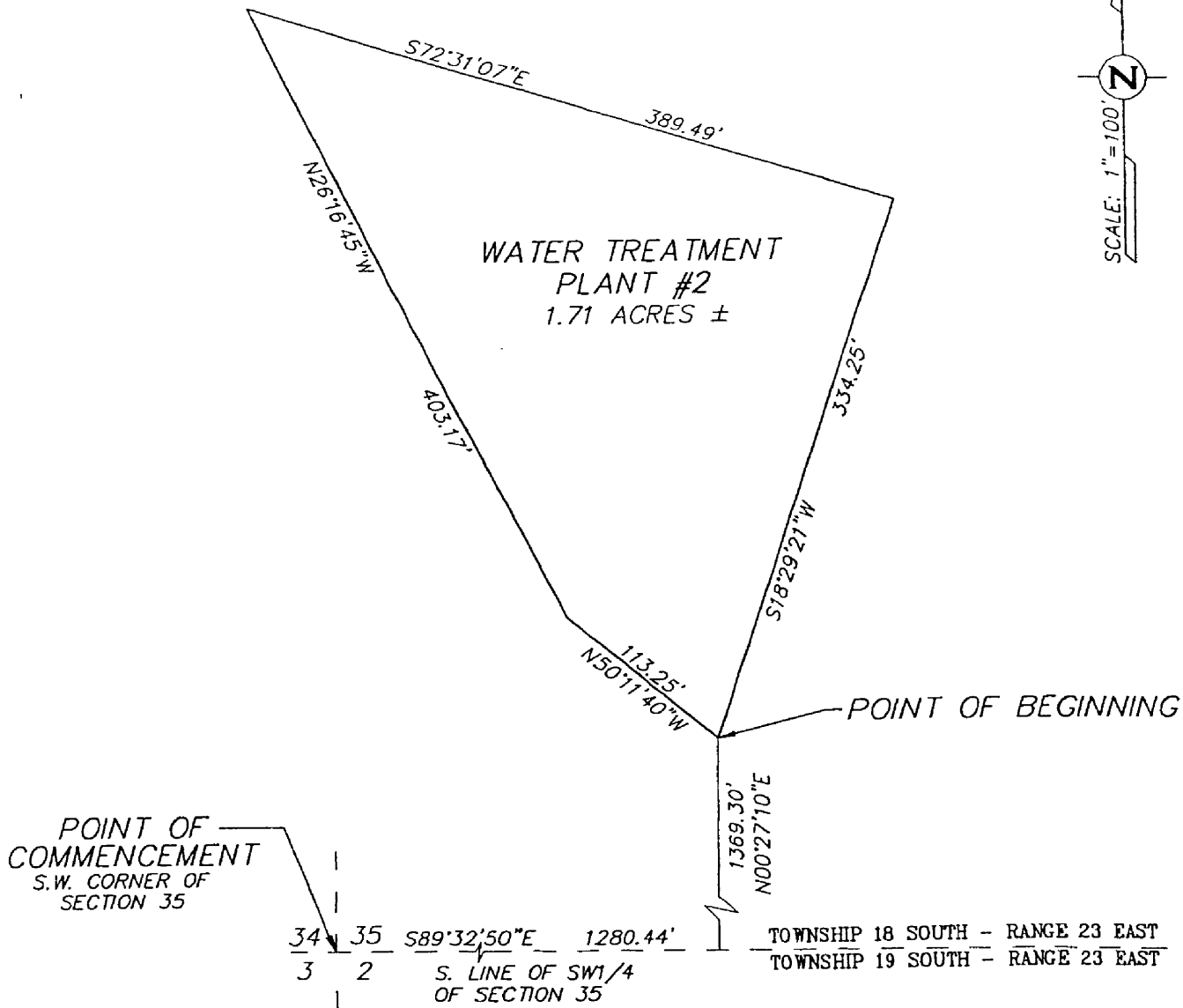
William S. Barley
 WILLIAM S. BARLEY, PROFESSIONAL SURVEYOR & MAPPER
 FLORIDA REGISTRATION NO. 3815

**FARNER
BARLEY
AND ASSOCIATES, INC.**

350 NORTH SHILGAR AVENUE • TAVARES, FL 32778 • (352) 343-8481

- ▲ ENGINEERS
- ▲ SURVEYORS
- ▲ PLANNERS
- LB 4709

SKETCH FOR DESCRIPTION (NOT A FIELD SURVEY)



NORTH SUMTER UTILITY CO.
WATER TREATMENT PLANT NO. 2

A PARCEL OF LAND LYING WITHIN SECTION 35, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:
 COMMENCE AT THE SOUTHWEST CORNER OF SECTION 35; THENCE ALONG THE SOUTH LINE OF THE SW1/4 OF SECTION 35 RUN S89°32'50"E, 1280.44 FEET; THENCE N00°27'10"E, 1369.30 FEET TO THE POINT OF BEGINNING; THENCE N50°11'40"W, 113.25 FEET; THENCE N26°16'45"W, 403.17 FEET; THENCE S72°31'07"E, 389.49 FEET; THENCE S18°29'21"W, 334.25 FEET TO THE POINT OF BEGINNING.
 (CONTAINING 1.71 ACRES, MORE OR LESS)

GENERAL NOTES

1. REPRODUCTIONS OF THIS SKETCH ARE NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
2. THIS SKETCH PREPARED FOR DESCRIPTION PURPOSES ONLY AND DOES NOT REPRESENT A FIELD SURVEY.
3. LANDS SHOWN HEREON WERE NOT ABSTRACTED FOR OWNERSHIP. DESCRIPTION IS BASED UPON INFORMATION SHOWN ON TAX PARCEL CARD.

10/12/01
DATE

William S. Barley
 WILLIAM S. BARLEY, PROFESSIONAL SURVEYOR & MAPPER
 FLORIDA REGISTRATION NO. 3815

**FARNER
BARLEY
AND ASSOCIATES, INC.**
 350 NORTH SINCLAIR AVENUE • TAVARES, FL 32778 • (352) 343-8481

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- ▲ PLANNERS
- LB 4709

A-2

PSC DESCRIPTION FOR AREA TO BE ADDED TO N.S.U. TERRITORY BOUNDARY

THOSE PORTIONS OF SECTIONS 24, 25, 26, 35 AND 36 OF TOWNSHIP 18 SOUTH, RANGE 23 EAST AND THOSE PORTIONS OF SECTIONS 1 AND 2 OF TOWNSHIP 19 SOUTH, RANGE 23 EAST, ALL IN SUMTER COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SAID SECTION 1, RUN THENCE SOUTH ALONG THE EAST LINE THEREOF TO THE NORTH RIGHT-OF-WAY OF C.R. 466 (FORMERLY STATE ROAD 466); THENCE WESTERLY ALONG SAID RIGHT-OF-WAY TO THE EAST LINE OF THE EAST 3/4 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 2; THENCE NORTH TO THE NORTHEAST CORNER OF THE SAID EAST 3/4 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4; THENCE WEST TO THE NORTHWEST CORNER THEREOF; THENCE SOUTH ALONG THE WEST LINE THEREOF TO THE SAID NORTH RIGHT-OF-WAY; THENCE WEST TO THE NORTH-SOUTH MID-SECTION LINE OF SAID SECTION 2; THENCE NORTH TO THE SOUTH 1/4 SECTION CORNER OF SAID SECTION 35; THENCE NORTH ALONG THE MID-SECTION LINES OF SECTIONS 35 AND 26 TO THE NORTH 1/4 SECTION CORNER OF SAID SECTION 26; THENCE EAST ALONG THE NORTH LINE OF SECTION 26 TO THE SOUTHWEST CORNER OF SAID SECTION 24; THENCE EAST ALONG THE SOUTH LINE THEREOF TO THE SOUTHWEST CORNER OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4; THENCE NORTH ALONG THE WEST LINE THEREOF, 941.57 FEET TO THE SOUTH LINE OF A DIRT ROAD; THENCE NORTHEAST ALONG SAID ROAD THE FOLLOWING 5 COURSES: N74°18'03"E, 217.73 FEET; N74°41'34"E, 68.15 FEET; N72°09'04"E, 181.74 FEET; N69°47'34"E, 133.55 FEET; THENCE N67°32'39"E, 96.46 FEET TO THE WEST LINE OF THE SOUTHWEST 1/4 OF THE SOUTHEAST 1/4 OF SAID 24; THENCE NORTH TO THE NORTHWEST CORNER OF SOUTHWEST 1/4 OF THE SOUTHEAST 1/4; THENCE EAST TO THE NORTHEAST CORNER THEREOF; THENCE SOUTH TO THE NORTHWEST CORNER OF THE SOUTH 3/4 OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 24; THENCE SOUTH ALONG THE EAST LINES OF AFORESAID SECTIONS 24, 25 AND 36 OF TOWNSHIP 18 SOUTH, RANGE 23 EAST TO THE POINT OF BEGINNING.

LESS THE FOLLOWING DESCRIBED PARCEL: THE SOUTH 296.00 FEET OF THE EAST 296.00 FEET OF THE SOUTHWEST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 24.

ALSO, LESS THE NORTH 540 FEET OF THE EAST 965 FEET OF THE SOUTHEAST 1/4 OF SAID SECTION 25;

ALSO, LESS THE NORTH 1/2 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 36; ALSO LESS THE FOLLOWING DESCRIBED TRACT OF LAND: BEGIN 16.95 FEET SOUTH OF THE NORTHEAST CORNER OF SAID SECTION 36, RUN THENCE SOUTH 89°35'30" WEST 1464 FEET; THENCE SOUTH 00°52'00" WEST 643.25 FEET; THENCE SOUTH 00°54'40" EAST 665.55 FEET TO THE SOUTH LINE OF THE NORTH 1/2 OF THE NORTHEAST 1/4; THENCE EAST ALONG SAID SOUTH LINE TO THE EAST LINE OF THE SECTION; THENCE NORTH ALONG SAID EAST LINE TO THE POINT OF BEGINNING.

ADDITIONAL AREA TO BE ADDED TO NSU TERRITORY BOUNDARY

THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 20, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA.

AND

THE NORTH 1/2 OF SECTION 21, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA.

LESS: THE EAST 1/8 OF THE SOUTHEAST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 21.

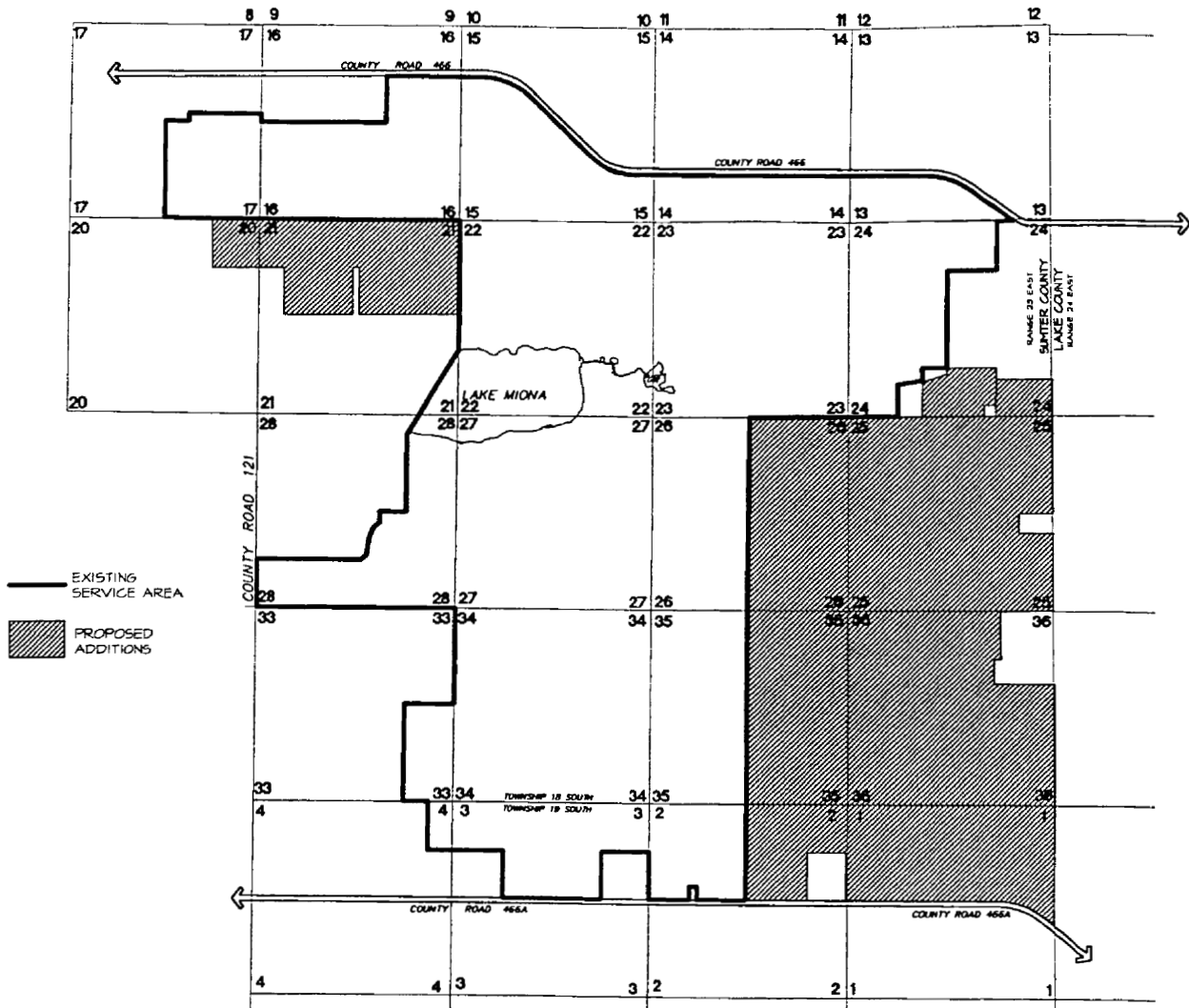
ALSO LESS: THE WEST 1/2 OF THE SOUTHWEST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 21.

EXHIBIT "B"

North Sumter Utility Company Water System			
Phase I	Phase II	Phase III	Total
2.60 MGD	3.50 MGD	3.50 MGD	9.60 MGD

North Sumter Utility Company Wastewater System		
Phase I	Phase II	Total
1.50 MGD	2.00 MGD	3.50 MGD

N
 NORTH OF
 1" = 5000'



NORTH SUMTER UTILITY COMPANY FLORIDA PUBLIC SERVICE COMMISSION SERVICE AREA

EXHIBIT "D"

GRANT & DZURO Engineers, Surveyors, Planners
 1100 Main Street The Villages, FL 32154
 Tel No (352)755-6260 Fax No (352)755-6264
 EB 7450 LB 6704



SCALE: 1" = 3200'

NSU
W.T.F. #1
WATER TOWER

NSU
W.T.F. #1
WELLS #1 and #2

COUNTY ROAD NO 466

COUNTY ROAD NO 472

LAKE
MIONA
PRESERVE

LAKE
SUMTER

LAKE
SUMTER

LAKE
MIONA

C.R. NO. 121

SUMTER COUNTY
LAKE COUNTY

CHERRY LAKE ROAD

LAKE
ELLA
ROAD

COUNTY ROAD NO 462

NSU
W.T.F. #2
WELLS #3 & 4

NSU
W.T.F. #3
WELLS #5 & 6

466A

COUNTY ROAD 466A

WATER TREATMENT FACILITY LOCATION AND DISTRIBUTION SYSTEM MAP



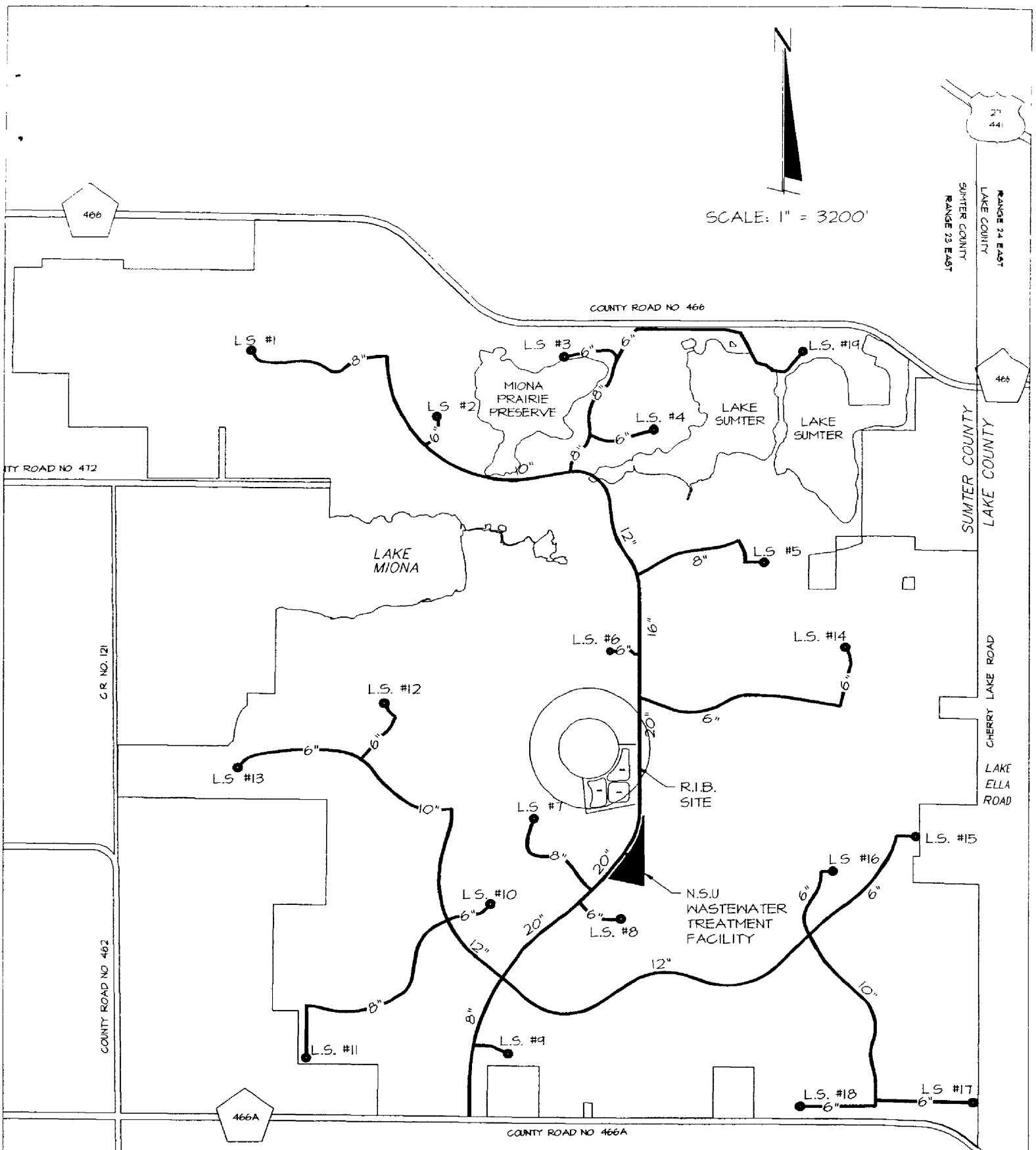
**FARNER
BARLEY**
AND ASSOCIATES, INC.

- ▲ ENGINEERS
- ▲ SURVEYORS
- ▲ PLANNERS

1507 Buenos Aires Blvd. O The Villages, FL 32159 O (352) 753-3114



SCALE: 1" = 3200'



WASTEWATER TREATMENT FACILITY LOCATION AND TRANSMISSION SYSTEM MAP

FARNER BARLEY AND ASSOCIATES INC.

- ▲ ENGINEERS
- ▲ SURVEYORS
- ▲ PLANNERS

1507 Buenos Aires Blvd. O The Villages FL 32159 O (352) 753-3114

SCHEDULE OF WATER AND WASTEWATER PERMITS ISSUED
TO NORTH SUMTER UTILITY COMPANY, LLC

1. DEP Domestic Wastewater Facility Permit: FLA 281581
2. DEP Construction Permit for Elevated Storage Tank: 192674-001-DS/C

[Application is pending for construction of the Water Plant]

The Villages™

September 11, 2002

Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Reference: North Sumter Utility Company, L.L.C.

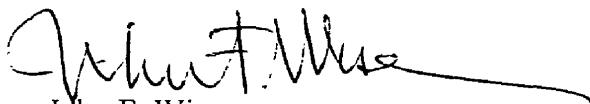
Dear Sir,

North Sumter Utility Company, L.L.C. ("NSU") has filed and received its original water and wastewater utility certificates. NSU is an affiliate of The Villages of Lake-Sumter, Inc. ("The Villages") through common ownership. The Villages is a real estate developer that will develop the property upon which NSU is proposing to provide water and sewer utilities.

The purpose of this letter is to inform you that The Villages will make the financial and operating commitment necessary for NSU to be successful in providing water and wastewater facilities to the residents of The Villages development within the NSU service territory. I have enclosed a copy of the December 31, 2001 financial statement for The Villages. The Villages has the ability to provide the financial support and operating support necessary for NSU to be successful.

Please contact me should you have any questions.

Very truly yours,



John F. Wise
Vice President Finance

JFW/lct
L0167

EXHIBIT "G"

THE VILLAGES OF LAKE-SUMTER, INC.

Consolidated Financial Statements

December 31, 2001 and 2000

(With Independent Accountants' Review Report Thereon)



111 North Orange Avenue, Suite 1600
PO Box 3031
Orlando, FL 32802

Independent Accountants' Review Report

The Board of Directors
The Villages of Lake-Sumter, Inc.:

We have reviewed the accompanying consolidated balance sheets of The Villages of Lake-Sumter, Inc. as of December 31, 2001 and 2000 and the related consolidated statements of operations, shareholders' equity and cash flows for the years then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these consolidated financial statements is the representation of the management of The Villages of Lake-Sumter, Inc.

A review consists principally of inquiries of Company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying consolidated financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

KPMG LLP

February 1, 2002



THE VILLAGES OF LAKE-SUMTER, INC.
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

<u>ASSETS</u>	<u>2001</u>	<u>2000</u>
Current Assets:		
Cash	\$ 4,729,007	5,710,977
Restricted cash	2,121,432	3,567,972
Accounts and notes receivable, less allowance for doubtful accounts of \$744,000 in 2001 and \$568,000 in 2000	8,724,225	5,230,697
Inventories (Notes 2 and 6)	62,801,268	49,154,980
Prepaid expenses	293,771	496,811
Total current assets	<u>78,669,703</u>	<u>64,161,437</u>
Property, plant and equipment, net of accumulated depreciation (Notes 3, 7 and 8)	188,518,932	146,077,218
Land held for future development and sale	14,508,942	5,994,480
Due from affiliates (Note 5)	1,177,935	9,644,781
Investment in life insurance contract	298,474	277,645
Other assets	14,112,157	12,979,759
	<u>\$297,286,143</u>	<u>239,135,320</u>
 <u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
Current Liabilities:		
Customer deposits	18,274,679	17,330,307
Accounts payable	16,357,904	3,981,791
Accrued expenses	5,890,550	3,452,850
Unearned revenues	2,748,241	2,150,512
Current installments of long-term debt (Note 7)	7,169,210	5,260,000
Total current liabilities	<u>50,440,584</u>	<u>32,175,460</u>
Long-term debt less current installments (Note 7)	74,436,417	69,749,423
Minority interest in consolidated partnership	464,597	529,242
Shareholders' Equity:		
Common stock:		
Voting - \$100 par value, 100 shares authorized, 50.84 shares issued	5,084	5,084
Non-Voting - \$100 par value, 5,000 shares authorized issued and outstanding	500,000	500,000
Retained earnings	178,266,794	143,003,444
Less 29.68 shares of treasury stock, at cost	(6,827,333)	(6,827,333)
Total shareholders' equity	<u>171,944,545</u>	<u>136,681,195</u>
	<u>\$297,286,143</u>	<u>239,135,320</u>
Commitments and contingencies (Notes 4 and 8)		

See accompanying notes to consolidated financial statements.

THE VILLAGES OF LAKE-SUMTER, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

	<u>2001</u>	<u>2000</u>
Revenues:		
Developed lots and homes	\$335,664,731	279,729,740
Food and beverage services	16,048,306	14,114,143
Homeowner amenity fees (Note 4)	1,896,443	2,315,094
Retail store operations	15,927,656	11,565,179
Other	31,970,547	26,522,280
	<hr/>	<hr/>
Total revenues	401,507,683	334,246,436
	<hr/>	<hr/>
Cost of Sales:		
Developed lots and homes	183,801,157	155,056,901
Other	25,755,911	20,406,828
	<hr/>	<hr/>
Total cost of sales	209,557,068	175,463,729
	<hr/>	<hr/>
Gross profit	191,950,615	158,782,707
Selling, operating and general and administrative expenses, including advertising expense of \$5,488,000 in 2001 and \$5,685,000 in 2000.	126,234,117	103,921,279
	<hr/>	<hr/>
Operating profit	65,716,498	54,861,428
Other income (expenses):		
Gain on sale of amenity assets and assignment of amenity fees (Note 4)	22,132,185	-
Charter School asset write-down (Note 9)	(12,350,000)	-
Other income	1,224,472	353,415
Minority partners' share of income of consolidated partnership	(185,355)	(209,360)
Interest income	484,633	691,160
Interest expense	(5,420,786)	(5,673,970)
	<hr/>	<hr/>
Total other income (expense), net	5,885,149	(4,838,755)
	<hr/>	<hr/>
Net income	\$ 71,601,647	50,022,673
	<hr/> <hr/>	<hr/> <hr/>

See accompanying notes to consolidated financial statements.

THE VILLAGES OF LAKE-SUMTER, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

	<u>2001</u>	<u>2000</u>
Cash flows from operating activities:		
Net income	\$ 71,601,647	50,022,673
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	9,295,009	7,470,494
Minority partners' share of income of consolidated partnership	185,355	209,360
Charter School asset write-down	12,350,000	-
(Gain) Loss on disposition of property and equipment including amenity assets and assignment of amenity fees	(22,132,185)	392,432
Cash provided by (used for) changes in:		
Restricted cash	1,446,540	(2,437,188)
Accounts and notes receivable	(3,493,528)	(1,636,268)
Inventories and land held for future sale	(22,341,662)	(1,916,907)
Due from affiliates	8,466,846	(7,508,618)
Prepaid expenses	203,040	308,486
Other assets	(1,132,398)	(2,486,351)
Customer deposits	944,372	3,811,351
Accounts payable	12,376,113	(3,328,239)
Accrued expenses	2,437,700	(97,401)
Unearned revenues	597,729	(392,840)
Net cash provided by operating activities	<u>70,804,578</u>	<u>42,410,984</u>
Cash flows from investing activities:		
Purchase of property and equipment	(75,794,744)	(34,202,026)
Proceeds from sale of property and equipment, and including in 2001 amenity assets and assignment of amenity fees	34,021,118	2,558,991
Investment in life insurance contract	(20,829)	(21,076)
Net cash used for investing activities	<u>(41,794,455)</u>	<u>(31,664,111)</u>
Cash flows from financing activities:		
Proceeds from issuance of long-term debt	18,319,373	9,707,867
Repayment of long-term	(11,723,169)	(2,661,995)
Dividends paid	(36,338,297)	(18,851,929)
Distributions paid to minority partners' of consolidated partnership	(250,000)	(125,000)
Net cash used for financing activities	<u>(29,992,093)</u>	<u>(11,931,057)</u>
Net decrease in cash	(981,970)	(1,184,184)
Cash, beginning of year	5,710,977	6,895,161
Cash, end of year	<u>\$ 4,729,007</u>	<u>5,710,977</u>
Supplemental disclosure of cash flow information:		
Cash paid for interest	<u>\$ 5,420,786</u>	<u>5,723,970</u>

See accompanying notes to consolidated financial statements.

THE VILLAGES OF LAKE-SUMTER, INC.
CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY
YEARS ENDED DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

	<u>Common Stock</u>					<u>Retained Earnings</u>	<u>Treasury Stock</u>	
	<u>Total</u>	<u>Voting</u>		<u>Non-Voting</u>			<u>Shares</u>	<u>Amount</u>
		<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances - December 31, 1999	\$105,510,451	50.84	5,084	5,000	500,000	111,832,700	29.68	(6,827,333)
Net income	50,022,673	-	-	-	-	50,022,673	-	-
Dividends	<u>(18,851,929)</u>	-	-	-	-	<u>(18,851,929)</u>	-	-
Balances - December 31, 2000	136,681,195	50.84	5,084	5,000	500,000	143,003,444	29.68	(6,827,333)
Net income	71,601,647	-	-	-	-	71,601,647	-	-
Dividends	<u>(36,338,297)</u>	-	-	-	-	<u>(36,338,297)</u>	-	-
Balances - December 31, 2001	<u>\$171,944,545</u>	<u>50.84</u>	<u>5,084</u>	<u>5,000</u>	<u>500,000</u>	<u>178,266,794</u>	<u>29.68</u>	<u>(6,827,333)</u>

See accompanying notes to consolidated financial statements.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

1. Organization and Summary of Significant Accounting Policies

Operations

The Villages of Lake-Sumter, Inc. ("The Villages") has developed a retirement community known as The Villages located in The Villages, Florida. The Villages constructs and sells single-family site built homes, including the related land. Sales are recorded at closing. Funds collected prior to closing are recorded as customer deposits, and are shown as a liability in the accompanying consolidated balance sheets.

The Villages also owns and operates recreational facilities, restaurants, retail stores, a TV station , radio station and a newspaper within the community.

Principles of Consolidation

The consolidated financial statements include the accounts of The Villages, and the following entities.

<u>Name</u>	<u>Percent Owned</u>
The Villages Medical Services, L.L.C.	100%
Senior Broadcasting, Inc.	100%
Senior Cablevision, Inc.	75%
Clearlink Communications L.L.C.	50%

The Villages Medical Services L.L.C. is developing and operating medical office buildings, doctor's offices and a medical laboratory. Senior Broadcasting, Inc. is operating an AM radio station. Clearlink Communications L.L.C. is operating a cable television network in newer areas of The Villages and Senior Cablevision, Inc. collects a fee from an unrelated cable television provider for each new home cable television hook-up in previously developed areas of The Villages. The Villages estimates that Senior Cablevision, Inc. will collect substantially all its remaining hook-up fees in 2002. All significant intercompany balances have been eliminated in consolidation

Inventories

Inventories are stated at cost, which is not in excess of estimated net realizable value. Costs incurred to develop lots and construct homes are capitalized and charged to cost of sales when the lots and homes are sold. Cost of other inventories, consisting primarily of food and beverages and retail merchandise is determined principally using the first-in, first-out method.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

1. Organization and Summary of Significant Accounting Policies,
Continued

Property, Plant and Equipment

Property, plant and equipment are stated at cost. Normal maintenance and repair costs are expensed as incurred. Depreciation is provided for property, plant and equipment by use of the straight-line method over the estimated useful lives of the assets, as follows:

	<u>YEARS</u>
Buildings and improvements	15 - 31.5
Machinery and equipment	3 - 10
Furniture and fixtures	3 - 10
Vehicles	3 - 5

Unearned Revenues

Unearned revenues primarily relate to annual golf membership and greens fee agreements collected in advance related to The Villages' golf course operations. These fees are recognized as earned revenue evenly over the term of the agreements.

Income Taxes

The Villages and its stockholders have elected under Subchapter S of the Internal Revenue Code to have The Villages' taxable income or loss reported by its shareholders. Because of this election, Federal and state income taxes have not been provided for in the accompanying consolidated financial statements. The Villages provides the funds, in the form of cash dividends, for its shareholders to pay income taxes on their portion of The Villages taxable income.

Advertising

The Villages expenses advertising costs as incurred.

Use of Estimates

Management of the Company has made a number of estimates and assumptions relating to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare these financial statements in conformity with accounting principles generally accepted in the United States of America. Actual results could differ from those estimates.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

1. Organization and Summary of Significant Accounting Policies,
Continued

Financial Instruments Fair Value

The carrying amounts reported in the accompanying consolidated balance sheets for cash, accounts receivable, notes payable to bank and accounts payable approximate fair value due to the short term nature of these financial accounts. The carrying value of variable rate long-term debt approximates fair value due to required repricing. The fair value of fixed rate long-term debt is estimated using discounted cash flows based upon the incremental borrowing rates currently available to The Villages for loans with similar security, terms and maturities. The fair value of fixed rate long-term debt included in the accompanying consolidated balance sheet is estimated to be approximately equal to its carrying value.

2. Inventories

Inventories at December 31, 2001 and 2000 consisted of the following:

	<u>2001</u>	<u>2000</u>
Developed lots and lots under construction	\$28,769,927	25,262,528
Homes under construction	30,061,002	20,847,996
Other	3,970,339	3,044,456
	<u>\$62,801,268</u>	<u>49,154,980</u>

The inventory includes developed lots and land actively held for sale as a component of inventory. Land held for future development and sale is excluded from inventory, as it will not be available for sale during The Villages' upcoming fiscal year.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

3. Property, Plant and Equipment

Property, plant and equipment at December 31, 2001 and 2000 consisted of the following:

	<u>2001</u>	<u>2000</u>
Retail facilities	\$ 23,527,348	17,013,659
Recreational facilities, restaurants and common areas	84,385,705	73,857,653
Construction and related equipment	2,217,867	1,695,172
Sales, administrative and other offices and equipment	104,449,936	67,985,751
Construction in progress	8,731,697	11,558,591
	<u>223,312,553</u>	<u>172,110,826</u>
Less accumulated depreciation	(34,793,621)	(26,033,608)
	<u>\$188,518,932</u>	<u>146,077,218</u>

4. Village Community Development Districts

In 1992, 1996 1998 and 2000, The Villages, as landowner, formed Village Community Development District No.1 ("District 1"), Village Community Development District No. 2 ("District 2"), Village Community Development District No. 3 ("District 3"), and Village Community Development District No. 4 ("District 4"), respectively. The community development districts plan, finance, and construct infrastructure improvements, including roads and drainage necessary for The Villages to construct and sell homes on its Sumter County and Marion County Florida Property. The Districts are only constructing and financing major infrastructure improvements and The Villages is financing and constructing individual lot improvements. Little Sumter Utility Company, an affiliated party, is providing the water and sewer utility service to lot owners.

The Villages is required to pay annual assessments for maintenance and debt service related to the infrastructure improvements. These assessments for maintenance and debt service are billed to the lot owners by the County and are included on the property owners' annual property tax bill. The Counties remit the assessments collected, net of a collection fee, to the Districts. This obligation for maintenance and debt service becomes the obligation of the purchaser when a home and lot are sold. The Villages' payments to the Counties are expensed during the year incurred.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

4. Village Community Development Districts, continued

A summary of the Districts' obligations related to developed and undeveloped lots owned by The Villages at December 31, 2001 is as follows:

	<u>Total Lots</u>	<u>Unsold Lots</u>	<u>Original Bond Amount</u>	<u>Bond Amount Outstanding</u>
District 1				
Phase I	1,700	2	\$16,400,000	\$ 5,069
Phase II	<u>1,720</u>	<u>4</u>	<u>10,175,000</u>	<u>8,968</u>
	<u>3,420</u>	<u>6</u>	<u>26,575,000</u>	<u>14,037</u>
District 2				
Phase I	2,191	15	6,155,000	30,509
Phase II	<u>1,477</u>	<u>39</u>	<u>6,670,000</u>	<u>323,443</u>
	<u>3,668</u>	<u>54</u>	<u>12,825,000</u>	<u>353,952</u>
District 3	2,679	512	12,625,000	2,630,076
District 4	<u>2,800</u>	<u>2,391</u>	<u>14,600,000</u>	<u>12,952,965</u>
	<u>12,567</u>	<u>2,963</u>	<u>\$66,625,000</u>	<u>\$15,951,030</u>

All of the unsold lots in District 1, District 2 and District 3 are fully developed and available for sale. On January 15, 2002, District 4 issued its Phase II Bonds in the amount of \$12,740,000 to develop the remaining 2,206 lots in District 4.

During March 2001, The Villages sold assets in its amenity division, which had been constructed since the previous sale to Village Center Community Development District ("Center District"), and assigned its right to collect a monthly amenity fee from 3,068 households to the Center District. The Villages received net proceeds of approximately \$34,021,000 and has recognized a gain related to this transaction of approximately \$22,132,000 in 2001. The Villages intends to sell its amenity division assets to the Center District in the future.

5. Transactions with Affiliates

The Villages routinely borrows from and advances funds to companies related through common ownership and to certain shareholders. Certain administrative costs are shared by The Villages and its affiliates, which are allocated between the companies, based on the benefits received.

The Lazy B Cattle Venture, Ltd. ("Lazy B") was formed in 1991 as a retirement program for members of The Villages' management team. During 2001 and 2000, the Villages paid approximately \$359,000 and \$337,000, respectively, to the Lazy B for rent of retail space in three shopping centers owned by the Lazy B. The leases are on a month to month basis.

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

6. Notes Payable to Banks

At December 31, 2001 and 2000 The Villages had a \$12,000,000 bank line of credit bearing interest at prime, collateralized by developed lots and undeveloped land within the boundaries of District 2, District 3 and District 4. The Villages was not indebted on this line of credit at December 31, 2001 or 2000.

7. Long-Term Debt

Long-term debt at December 31, 2001 and 2000 consisted of the following:

	<u>2001</u>	<u>2000</u>
Unsecured notes payable to former owner of The Villages, interest payable at 6.61% payable in monthly installments, including interest, ranging from \$8,094 to \$24,697 through 2023.	\$ 1,454,299	\$ 1,454,299
Unsecured notes payable to shareholders of The Villages, interest payable monthly at 6.5%, due on demand.	2,633,550	1,150,000
Mortgage notes payable to Banks, interest Payable at various rates ranging from 3.37% to 8.9%, payable in varying monthly installments currently aggregating \$710,667 including interest, with various balloon payments through 2019.	76,873,021	71,566,430
Equipment note payable to Bank, interest at 8.80%, payable in monthly installments of \$14,463 including interest, maturing in 2002.	80,838	226,788
Present value of eight \$100,000 unsecured annual payments discounted to 8.5% payable through 2009.	563,919	611,906
Total long-term debt	81,605,627	75,009,423
Less current installments	(7,169,210)	(5,260,000)
Long-term debt less current installments	<u>\$74,436,417</u>	<u>69,749,423</u>

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

7. Long-Term Debt, continued

Maturities of long-term debt for the years ended December 31, 2002 through 2006 and thereafter are as follows:

2002	\$ 7,169,210
2003	9,374,000
2004	5,024,000
2005	15,426,000
2006	15,516,000
Thereafter	29,096,417
	<hr/>
	\$81,605,627
	<hr/> <hr/>

The net book value of property, plant and equipment pledged as collateral for long-term debt was \$113,716,000 at December 31, 2001.

8. Commitments and Contingencies

The Villages is contingently liable for bank indebtedness of Lazy B Cattle Venture, Ltd. in the amount of \$5,775,829. The Villages is also contingently liable for bank indebtedness of a church building at the Villages owned by Abundant Life Ministries, Inc. in the amount of \$2,670,593.

Little Sumter Utility Company is required to maintain cash in escrow accounts, managed by a Trustee, in amounts sufficient to pay the next installment of principal and interest on its Industrial Development Revenue Bonds. The Villages has guaranteed the payments required to be made to the Trustee and The Villages has guaranteed to fund the operating deficits of Little Sumter Utility Company. As of December 31, 2001, the balance outstanding on the Little Sumter Utility Company Industrial Development Revenue Bonds was \$22,510,000.

During 1999 and 2001 The Villages entered into non-cancelable operating leases for equipment that expire in 2009 and 2011, respectively. Rental expense recorded for these leases in 2001 and 2000 was \$1,042,037 and \$1,011,741, respectively. Future minimum lease payments related to these non-cancelable operating leases for the year ended December 31, 2002 through 2006 and thereafter are as follows:

2002	\$ 1,375,288
2003	1,375,288
2004	1,375,288
2005	1,375,288
2006	1,375,288
Thereafter	<u>11,978,103</u>
	<u>\$18,854,543</u>

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

8. Commitments and Contingencies, continued

During 2001, The Villages entered into a land purchase option to acquire 2,426 acres of land for future development. The Villages paid \$3,562,875 related to this agreement in 2001 and acquired 476 acres. The payments required to exercise this option for the years ended December 31, 2002 through 2005 are as follows.

	Option <u>Amount</u>	Acres to be <u>Acquired</u>
2002	2,912,260	448
2003	2,612,775	475
2004	1,597,725	355
2005	1,988,489	672
	<u>9,111,249</u>	<u>1,950</u>

The Villages is not required to make scheduled option payments. However, if a scheduled option payment is not made, the option terminates and The Villages forfeits its right to acquire additional property in the future pursuant to the options.

The Villages shareholders have formed a company called PM3, Ltd. ("PM3"). PM3 has capitalized into land the acquisition costs of 4,557 acres and the option deposits on 4,286 acres. The Villages intends to acquire this property for future development. A summary of the PM3 balance sheet at December 31, 2001 is as follows:

	<u>Assets</u>		<u>Liabilities & Equity</u>
Cash	\$ 4,000	Long-term debt	\$ 7,036,000
Land	14,512,000	Equity	7,480,000
	<u>\$14,516,000</u>		<u>\$14,516,000</u>

In order to meet its development schedule, The Villages will acquire certain property owned by PM3 in 2002. Simultaneous to the acquisition, The Villages intends to dividend approximately \$3.0 million to its shareholders in order to satisfy an existing PM3 mortgage. The Villages shareholders intend to make a capital contribution to The Villages equal to their original cost of the land when the land is transferred to The Villages. The Villages does not guarantee any PM3 indebtedness.

9. Villages Charter School

The Villages has committed to develop a charter school system for use by children of its employees and children of individuals who work within The Villages development. The Villages Charter School, Inc. ("VCS, Inc.") is a Florida not for profit corporation, and has received charters from the local county to operate an elementary, middle and high school. The Villages has constructed an elementary and middle school, which are leased to VCS, Inc. The elementary school is currently being expanded and The Villages will begin construction of the high school in the near future. The elementary school expansion is expected to be

THE VILLAGES OF LAKE-SUMTER, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2001 AND 2000
(See accompanying review report of KPMG LLP)

9. Villages Charter School, continued

completed by August 2002 and the high school is expected to be completed by August 2003. The Villages leases the charter school buildings to VCS, Inc. for the exact amount of money received by VCS, Inc. from the local county for capital outlay funding.

The Villages intends to sell the existing charter school buildings during 2002. The Villages has estimated the sales price to be approximately \$6,160,000 based upon the stream of rental payments to be paid by VCS, Inc. The Villages has costs of approximately \$18,510,000 related to the construction of the charter schools buildings and has recorded an asset write-down of \$12,350,000 in its December 31, 2001 financial statements related to this anticipated sale.

North Sumter Utility, L.L. C.
1100 Main Street
The Villages, FL 32159

September 12, 2002

Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Reference: North Sumter Utility Company, L.L.C. ("NSU")

Dear Sir,

NSU intends to finance the construction of its potable water and wastewater utility system with funds from the following three sources.

1. Debit financing – NSU has received an allocation of \$13,904,931 for the issuance of tax exempt bond financing. NSU intends to issue bonds in the amount of \$13,904,931 prior to the end of the 2002 calendar year. The interest rate on this bond financing is currently estimated to be approximately seven percent.
2. CIAC collections – NSU will collect main extension charges for residential water in the amount of \$839 per hookup and for residential sewer in the amount of \$1,461 per hookup. These collections of CIAC will become substantial, as it is anticipated that NSU will hookup approximately 2,400 residential homes per year several years after its initial hookup.
3. Loans from its affiliate – The Villages of Lake-Sumter, Inc. has agreed to provide financial assistance to NSU in order for NSU to be able to expand and meet its financial obligations.

Please contact me should you need further information.

Very truly yours,



John F. Wise
Treasurer

JFW/lct
L0168

EXHIBIT "H"

EXHIBIT "I"

TARIFFS ARE LOCATED IN THE ORIGINAL APPLICATION

AFFIDAVIT OF MAILING

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared MICHELE PARKS, who, after being duly sworn on oath, did depose on oath and say that she is the secretary of Martin S. Friedman, attorney for North Sumter Utility Company, L.L.C., and that on October 9, 2002, she did send by regular U.S. mail, a copy of the notice attached hereto to each of the utilities, governmental bodies, agencies, or municipalities, in accordance with the list provided by the Florida Public Service Commission, which is also attached hereto.

FURTHER AFFIANT SAYETH NAUGHT


MICHELE PARKS

Sworn to and subscribed before me this 9th day of October, 2002, by Michele Parks, who is personally known to me.



Martin S. Friedman
MY COMMISSION # CC928326 EXPIRES
August 16, 2004
BONDED THRU TROY FAIN INSURANCE, INC

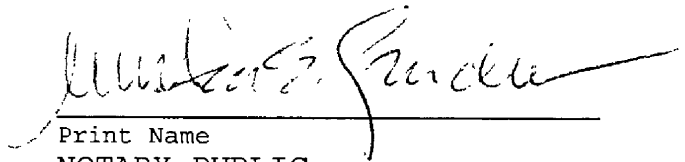

Print Name
NOTARY PUBLIC
My Commission Expires:

EXHIBIT "J"

**NOTICE OF APPLICATION FOR AN EXTENSION
OF WATER AND WASTEWATER SERVICE AREA**

Notice is hereby given on this 9th day of October, 2002, pursuant to Section 367.045(2), Florida Statutes, of the application of North Sumter Utility Company, LLC, of its intent to apply to the Florida Public Service Commission for an extension of its service area to provide water and wastewater service to the property in Sumter County, Florida, more particularly described as follows:

THOSE PORTIONS OF SECTIONS 24, 25, 26, 35 AND 36 OF TOWNSHIP 18 SOUTH, RANGE 23 EAST AND THOSE PORTIONS OF SECTIONS 1 AND 2 OF TOWNSHIP 19 SOUTH, RANGE 23 EAST, ALL IN SUMTER COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SAID SECTION 1, RUN THENCE SOUTH ALONG THE EAST LINE THEREOF TO THE NORTH RIGHT-OF-WAY OF C.R. 466 (FORMERLY STATE ROAD 466); THENCE WESTERLY ALONG SAID RIGHT-OF-WAY TO THE EAST LINE OF THE EAST 3/4 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 2; THENCE NORTH TO THE NORTHEAST CORNER OF THE SAID EAST 3/4 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4; THENCE WEST TO THE NORTHWEST CORNER THEREOF; THENCE SOUTH ALONG THE WEST LINE THEREOF TO THE SAID NORTH RIGHT-OF-WAY; THENCE WEST TO THE NORTH-SOUTH MID-SECTION LINE OF SAID SECTION 2; THENCE NORTH TO THE SOUTH 1/4 SECTION CORNER OF SAID SECTION 35; THENCE NORTH ALONG THE MID-SECTION LINES OF SECTIONS 35 AND 26 TO THE NORTH 1/4 SECTION CORNER OF SAID SECTION 26; THENCE EAST ALONG THE NORTH LINE OF SECTION 26 TO THE SOUTHWEST CORNER OF SAID SECTION 24; THENCE EAST ALONG THE SOUTH LINE THEREOF TO THE SOUTHWEST CORNER OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4; THENCE NORTH ALONG THE WEST LINE THEREOF, 941.57 FEET TO THE SOUTH LINE OF A DIRT ROAD; THENCE NORTHEAST ALONG SAID ROAD THE FOLLOWING 5 COURSES: N74°18'03"E, 217.73 FEET; N74°41'34"E, 68.15 FEET; N72°09'04"E, 181.74 FEET; N69°47'34"E, 133.55 FEET; THENCE N67°32'39"E, 96.46 FEET TO THE WEST LINE OF THE SOUTHWEST 1/4 OF THE SOUTHEAST 1/4 OF SAID 24; THENCE NORTH TO THE NORTHWEST CORNER OF SOUTHWEST 1/4 OF THE SOUTHEAST 1/4; THENCE EAST TO THE NORTHEAST CORNER THEREOF; THENCE SOUTH TO THE NORTHWEST CORNER OF THE SOUTH 3/4 OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 24; THENCE SOUTH ALONG THE EAST LINES OF AFORESAID SECTIONS 24, 25 AND 36 OF TOWNSHIP 18 SOUTH, RANGE 23 EAST TO THE POINT OF BEGINNING.

LESS THE FOLLOWING DESCRIBED PARCEL: THE SOUTH 296.00 FEET OF THE EAST 296.00 FEET OF THE SOUTHWEST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 24.

ALSO, LESS THE NORTH 540 FEET OF THE EAST 965 FEET OF THE SOUTHEAST 1/4 OF SAID SECTION 25;

ALSO, LESS THE NORTH 1/2 OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 36; ALSO LESS THE FOLLOWING DESCRIBED TRACT OF LAND: BEGIN 16.95 FEET SOUTH OF THE NORTHEAST CORNER OF SAID SECTION 36, RUN THENCE SOUTH 89°35'30" WEST 1464 FEET; THENCE SOUTH 00°52'00" WEST 643.25 FEET; THENCE SOUTH 00°54'40" EAST 665.55 FEET TO THE SOUTH LINE OF THE NORTH 1/2 OF THE NORTHEAST 1/4; THENCE EAST ALONG SAID SOUTH LINE TO THE EAST LINE OF THE SECTION; THENCE NORTH ALONG SAID EAST LINE TO THE POINT OF BEGINNING.

**ADDITIONAL AREA TO BE ADDED
TO NSU TERRITORY BOUNDARY**

THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 20, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA.

AND

THE NORTH 1/2 OF SECTION 21, TOWNSHIP 18 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA.

LESS: THE EAST 1/8 OF THE SOUTHEAST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 21.

ALSO LESS: THE WEST 1/2 OF THE SOUTHWEST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 21.

Any objections to the Application must be made in writing and filed with the Director, Division of Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, with a copy to Martin S. Friedman, Esquire, Rose, Sundstrom & Bentley, LLP, 650 South North Lake Boulevard, Suite 420, Altamonte Springs, Florida 32701, within 30 days from the date of this Notice. The objection must state the grounds for the objection with particularity.

LIST OF WATER AND WASTEWATER UTILITIES IN SUMTER COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

SUMTER COUNTY

CONTINENTAL UTILITY, INC. (WS606)
50 CONTINENTAL BLVD.
WILDWOOD, FL 34785-8147

BOB HUNT
(352) 748-0100

CRYSTAL RIVER UTILITIES, INC. (WS768)
% AQUASOURCE, INC.
411 SEVENTH AVENUE, MD. 14-3
PITTSBURGH, PA 15219-1919

WILLIAM V. PFROMMER
(412) 393-3623

FLORIDA WATER SERVICES CORPORATION (WS487)
P. O. BOX 609520
ORLANDO, FL 32860-9520

CARLYN KOWALSKY
(407) 598-4297

LITTLE SUMTER UTILITY COMPANY (WS762)
1100 MAIN STREET
THE VILLAGES, FL 32159-7719

H. GARY MORSE
(352) 752-2270

NORTH SUMTER UTILITY COMPANY, L.L.C. (WS846)
1100 MAIN STREET
THE VILLAGES, FL 32159-7719

GARY MORSE
(352) 753-2270

LIST OF WATER AND WASTEWATER UTILITIES IN SUMTER COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

GOVERNMENTAL AGENCIES

CLERK, BOARD OF COUNTY COMMISSIONERS, SUMTER COUNTY
SUMTER COUNTY COURTHOUSE
209 NORTH FLORIDA STREET
BUSHNELL, FL 33513-6127

DEP SOUTHWEST DISTRICT
3804 COCONUT PALM DRIVE
TAMPA, FL 33618-8318

MAYOR, CITY OF BUSHNELL
P. O. BOX 115
BUSHNELL, FL 33513-0115

MAYOR, CITY OF CENTER HILL
P. O. BOX 649
CENTER HILL, FL 33514-0649

MAYOR, CITY OF COLEMAN
WEST CENTRAL AVENUE
P. O. BOX 456
COLEMAN, FL 33521-0456

MAYOR, CITY OF WEBSTER
P. O. BOX 28
WEBSTER, FL 33597-0028

MAYOR, CITY OF WILDWOOD
100 NORTH MAIN STREET
WILDWOOD, FL 34785-4047

S.W. FLORIDA WATER MANAGEMENT DISTRICT
2379 BROAD STREET
BROOKSVILLE, FL 34609-6899

LIST OF WATER AND WASTEWATER UTILITIES IN SUMTER COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

WITHLACOCHEE PLANNING COUNCIL
1241 S.W. 10TH STREET
OCALA, FL 34474-2798

STATE OFFICIALS

STATE OF FLORIDA PUBLIC COUNSEL
C/O THE HOUSE OF REPRESENTATIVES
THE CAPITOL
TALLAHASSEE, FL 32399-1300

DIVISION OF THE COMMISSION CLERK AND ADMINISTRATIVE SERVICES
FLORIDA PUBLIC SERVICE COMMISSION
2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FL 32399-0850

LIST OF WATER AND WASTEWATER UTILITIES IN LAKE COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

LAKE COUNTY

<p>AQUASOURCE UTILITY, INC. (WS822) % AQUASOURCE, INC. 411 SEVENTH AVENUE, MD. 14-3 PITTSBURGH, PA 15219-1919</p>	<p>WILLIAM V. PFROMMER (412) 393-3623</p>
<p>BRENDENWOOD WATER SYSTEM (WU020) P. O. BOX 350294 GRAND ISLAND, FL 32735-0294</p>	<p>PAUL E. DAY (352) 357-9466</p>
<p>CENTURY ESTATES UTILITIES, INC. (WU725) P. O. BOX 1234 APOPKA, FL 32704-1234</p>	<p>JOSEPH LINARTAS (352) 787-0732</p>
<p>CRYSTAL RIVER UTILITIES, INC. (WU766) % AQUASOURCE, INC. 411 SEVENTH AVENUE, MD. 14-3 PITTSBURGH, PA 15219-1919</p>	<p>WILLIAM V. PFROMMER (412) 393-3623</p>
<p>CWS COMMUNITIES LP (WU839) 14 CORAL STREET EUSTIS, FL 32726-6710</p>	<p>SANDRA DANFORTH (352) 589-1190</p>
<p>FLORIDA WATER SERVICES CORPORATION (WS227) P. O. BOX 609520 ORLANDO, FL 32860-9520</p>	<p>CARLYN KOWALSKY (407) 598-4297</p>
<p>HARBOR HILLS UTILITIES, L.P. (WU727) 6538 LAKE GRIFFIN ROAD LADY LAKE, FL 32159-2900</p>	<p>M. HUEY (352) 753-7000</p>
<p>LAKE GROVES UTILITIES, INC. (WS641) 2335 SANDERS ROAD NORTHBROOK, IL 60062-6196</p>	<p>CARL WENZ (847) 498-6440</p>
<p>LAKE UTILITY COMPANY (WS619) 25201 U.S. HIGHWAY 27 LEESBURG, FL 34748-9099</p>	<p>EARL THIELE (352) 326-4170</p>
<p>LAKE UTILITY SERVICES, INC. (WU553) 200 WEATHERSFIELD AVENUE ALTAMONTE SPRINGS, FL 32714-4027</p>	<p>DONALD RASMUSSEN (407) 869-1919</p>

LIST OF WATER AND WASTEWATER UTILITIES IN LAKE COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

LAKE COUNTY (continued)

LAKE YALE TREATMENT ASSOCIATES, INC. (WS823)
38141 MAYWOOD BAY DRIVE
LEESBURG, FL 34788-8134

LINDSEY THOMPSON
(352) 483-1377

PENNBROOKE UTILITIES, INC. (WS677)
146 HORIZON COURT
LAKELAND, FL 33813-1742

FRANK H. HAAS
(863) 646-2904

PINE HARBOUR WATER UTILITIES (WU635)
P. O. BOX 447
FRUITLAND PARK, FL 34731-0477

JIM C. BRANHAM
(352) 787-2944

RAINTREE UTILITIES, INC. (WU663)
2100 LAKE EUSTIS DRIVE
TAVARES, FL 32778-2064

KEITH J. SHAMROCK
(352) 343-6677

SHANGRI-LA BY THE LAKE UTILITIES, INC. (WS728)
1214 WEST ROUTE 72
LEAF RIVER, IL 61047

MERTIS L. WERNER
(616) 887-8888

SOUTHLAKE UTILITIES, INC. (WS638)
2215 RIVER BLVD.
JACKSONVILLE, FL 32204-4662

WILLIAM J. DEAS
(904) 387-9292

SUN COMMUNITIES FINANCE, LLC D/B/A WATER OAK UTILITY (WS755)
31700 MIDDLEBELT ROAD, SUITE 145
FARMINGTON HILLS, MI 48334-2321

LORI RUMER
(941) 466-7062

W.B.B. UTILITIES, INC. (WU639)
4116 BAIR AVENUE
FRUITLAND PARK, FL 34731-5616

RICHARD E. BAIR
(352) 787-4347

LIST OF WATER AND WASTEWATER UTILITIES IN LAKE COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

GOVERNMENTAL AGENCIES

ADMINISTRATOR, CITY OF UMATILLA
P. O. BOX 2286
UMATILLA, FL 32784-2286

CLERK, BOARD OF COUNTY COMMISSIONERS, LAKE COUNTY
P. O. BOX 7800
TAVARES, FL 32778-7800

DEP CENTRAL DISTRICT
3319 MAGUIRE BLVD., SUITE 232
ORLANDO, FL 32803-3767

DEP SOUTHWEST DISTRICT
3804 COCONUT PALM DRIVE
TAMPA, FL 33618-8318

EAST CENTRAL FLORIDA PLANNING COUNCIL
1011 WYMORE ROAD, SUITE 105
WINTER PARK, FL 32789

MAYOR, CITY OF CLERMONT
P. O. BOX 120219
CLERMONT, FL 32712-0219

MAYOR, CITY OF EUSTIS
P. O. DRAWER 68
EUSTIS, FL 32727-0068

MAYOR, CITY OF FRUITLAND PARK
506 WEST BERCKMAN STREET
FRUITLAND PARK, FL 34731-3200

MAYOR, CITY OF GROVELAND
156 SOUTH LAKE AVENUE
GROVELAND, FL 34736-2597

LIST OF WATER AND WASTEWATER UTILITIES IN LAKE COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

MAYOR, CITY OF LEESBURG
P. O. BOX 490630
LEESBURG, FL 32749-0630

MAYOR, CITY OF MASCOTTE
P. O. BOX 56
MASCOTTE, FL 34753-0056

MAYOR, CITY OF MINNEOLA
P. O. BOX 678
MINNEOLA, FL 34755-0678

MAYOR, CITY OF MOUNT DORA
P. O. BOX 176
MOUNT DORA, FL 32756-0176

MAYOR, CITY OF TAVARES
P. O. BOX 1068
TAVARES, FL 32778-1068

MAYOR, TOWN OF ASTATULA
P. O. BOX 609
ASTATULA, FL 34705-0609

MAYOR, TOWN OF HOWEY-IN-THE-HILLS
P. O. BOX 67
HOWEY-IN-THE-HILLS, FL 34737-0067

MAYOR, TOWN OF LADY LAKE
409 FENNELL BLVD.
LADY LAKE, FL 32159-3159

MAYOR, TOWN OF MONTVERDE
P. O. BOX 560008
MONTVERDE, FL 34729-0008

LIST OF WATER AND WASTEWATER UTILITIES IN LAKE COUNTY

(VALID FOR 60 DAYS)
09/06/2002-11/04/2002

UTILITY NAME

MANAGER

ST. JOHNS RIVER WTR MANAGEMENT DISTRICT
P.O. BOX 1429
PALATKA, FL 32178-1429

STATE OFFICIALS

STATE OF FLORIDA PUBLIC COUNSEL
C/O THE HOUSE OF REPRESENTATIVES
THE CAPITOL
TALLAHASSEE, FL 32399-1300

DIVISION OF THE COMMISSION CLERK AND ADMINISTRATIVE SERVICES
FLORIDA PUBLIC SERVICE COMMISSION
2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FL 32399-0850

EXHIBIT "K"

WILL BE LATE FILED

(Affidavit of Property Owners Notice)

EXHIBIT "L"

WILL BE LATE FILED

(Affidavit of Newspaper Publication)

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared MICHELE PARKS, who, after being duly sworn on oath, did depose on oath and say that she is the secretary of Martin S. Friedman, attorney for North Sumter Utility Company, L.L.C., and that as of September 30, 2002, North Sumter Utility Company, L.L.C., has a tariff on file with the Public Service Commission.

FURTHER AFFIANT SAYETH NAUGHT.

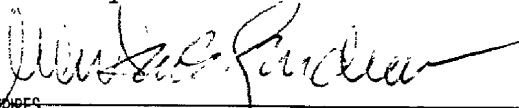


MICHELE PARKS

Sworn to and subscribed before me this 1st day of October, 2002, by Michele Parks, who is personally known to me.



Martin S. Friedman
MY COMMISSION # CC928326 EXPIRES
August 16, 2004
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC
My Commission Expires:

EXHIBIT "M"