

Thomas A. Cloud, Esquire

October 31, 2003

WRITER'S DIRECT DIAL

407-244-5624

E-MAIL ADDRESS

tcloud@grayharris.com

VIA HAND DELIVERY

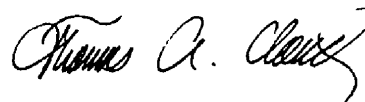
Blanca S. Bayo, Director
Division of Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

Re: Docket Nos. 010492-WS and 030682-WS
October Status Report Regarding Zellwood Station Cooperative
Transfer to Orange County

Dear Ms. Bayo:

Please find enclosed the original and seven (7) copies of a letter Status Report in the above-referenced docket to Tricia W. Merchant per her request for filing on October 31, 2003.

Sincerely yours,



Thomas A. Cloud, Esquire

GRAY, HARRIS & ROBINSON, P.A.

Attorneys for Zellwood Station
Cooperative, Inc.

TAC/jg
Enclosure



Thomas A. Cloud, Esquire

October 31, 2003

VIA FACSIMILE 850-413-6919 & U.S. MAIL

Tricia W. Merchant, Bureau of Rate Filings
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

Re: Docket Nos. 010492-WS and 030682-WS
October Status Report Regarding Zellwood Station Cooperative
Transfer to Orange County

Dear Ms. Merchant:

Pursuant to our prior commitment, I am providing to you and all other parties in this proceeding our seventh status report of activities concerning the transfer of the water and sewer plants from Zellwood Station Cooperative to Orange County for the month of October:

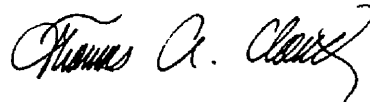
- (1) Orange County has requested that the closing be moved back to the date set for in the contract, that is, January 15, 2004. This is based on two issues. First, a preliminary Level I Environmental Assessment Report found a potential contamination site. Apparently, some type of underground tank was previously installed on a portion of the property being conveyed (our best information is that the tank was removed in 1990 prior to the Co-Op's ownership). This matter is currently being addressed pursuant to the contract by means of a Level II Environmental Assessment. The second issue relates to discussions with the St. Johns River Water Management District. A copy of the latest communication with a punch list of final items for the closing of this transaction is enclosed as Exhibit "A".
- (2) Zellwood has filed its application to transfer the various system assets to Orange County and the Zellwood Community Association with the Florida Public Service Commission. The application was filed in July, 2003 and supplemental information has been sent to the PSC staff immediately when requested.

Tricia W. Merchant
October 31 2003
Page 2

- (3) Orange County and the St. Johns River Water Management District met on October 8, 2003, to resolve all outstanding issues. With one exception, all issues have been resolved with the Water Management District related to issuance of the necessary Consumptive Use Permit to consummate the transaction. This issue relates to the projections of need for groundwater withdrawals, and is a topic currently being discussed between the District, Zellwood, and Orange County. Resolution of this issue is expected to occur in November.

If you or anyone else have any questions, comments or concerns whatsoever regarding this or any other issue related to this transaction, please don't hesitate to contact us.

Very truly yours,



Thomas A. Cloud, Esquire

GRAY, HARRIS & ROBINSON, P.A.
Attorneys for Zellwood Station
Cooperative, Inc.

TAC/jg
Enclosure


Tricia W. Merchant
October 31 2003
Page 3

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and exact copy of the above and foregoing has been furnished by Hand Delivery to Blanca S. Bayo, Director, Division of Clerk and Administrative Services, Florida Public Service Commission and by facsimile and U.S. Mail to the following parties of record this 31st day of October, 2003.

Jennifer Brubaker, Esquire
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

Stephen C. Burgess
Office of Public Counsel
c/o The Florida Legislature
111 West Madison Street, Room 812
Tallahassee, Florida 32399-1400



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W. Christopher Browder, Esquire
Gray, Harris & Robinson, P.A.
301 East Pine Street, Suite 1400
Orlando, Florida 32802-3068
Ph. (407) 843-8880
Fax: (407) 244-5690
Attorneys for Zellwood Station Co-Op, Inc.



COUNTY ATTORNEY'S OFFICE
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201 South Rosalind Avenue - 3rd Floor
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Orlando, Florida 32802-1393
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www.orange-countyfl.net

October 28, 2003

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Sr. Paralegal

John P. Dougherty

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Katherine M. Lockett

VIA FACSIMILE (407) 244-5690

Thomas Cloud, Esq.
Gray, Harris & Robinson, P.A.
P.O. Box 3068
Orlando, Florida 32802

Re: Zellwood Station Co-Op Inc. Water &
Wastewater System Acquisition

Dear Tom:

County staff had in an internal staff meeting today since this acquisition is scheduled to close by January 15, 2004. In addition, Mike Chandler and Bill Ferrera have scheduled a meeting for this week.

Attached please find a copy of our "punch list" of the required closing documents. Let's discuss the allocation of document preparation. For instance, it is suggested that our office provide the proposed drafts of all easements since our Real Estate Division will insist on using their forms. We will rely on your client or consultants for the legal descriptions to be attached to the easements.

With the closing date quickly approaching, please forward your draft closing documents to me as soon as possible so that we may have an opportunity for technical review and changes as necessary.

I thank you for your anticipated cooperation in bringing this matter to a much anticipated close.

Sincerely,

Robert D. Guthrie
Assistant County Attorney

RDG/ksc
enclosure

Kimberly Cundiff:Zellwood In 2.wpd



cc: Michael Chandler, Director, Utilities
Teresa Remudo-Fries, Deputy Director, Utilities
Daniel Allen, P.E., Deputy Director, Utilities
Andres Salcedo, P.E., Chief Engineer, Utilities
Kimberly Cundiff, Paralegal

Kcundiff/MBG/Zellweger 2 wpd

ZELLWOOD STATION CO-OP WATER AND WASTE WATER TREATMENT FACILITIES TRANSFER

SECTION	ITEMS:	Obtain From:	Due Date:	Date Received	Date Completed:
1.	5.3 Legal Descriptions (signed & sealed sketches of description)/survey a. Water Treatment plant b. Wastewater Treatment plant c. Well Site #1 d. Well Site #2 e. Ingress/egress easements from dedicated rights-of-way to each location within park	Zellwood	ASAP		
2.	5 & 5.2 Title Insurance Commitment (have 14 day to review from receipt + 5 days to provide written objections to title defects, if any.)	Zellwood	ASAP		
3.	12.1 ESA Level I and Level II obtained & approved by Risk Management.	County	ASAP		
4.	3.2 & 14.1 Preliminary closing documents a. Warranty Deed(s) ✓ b. Easements ✓ c. General Assignment and Assumptions e. Bill of Sale f. Closing Statement g. No-Lien Affidavit ✓ h. FIRPTA - Non-Foreign Affidavit ✓ i. Public Disclosure Affidavit 5.3 ✓ j. Mechanics lien affidavit & "GAP" affidavit to allow for deletion of standard exceptions. k. Any subordinations required.	Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood Zellwood	ASAP at closing at closing at closing at closing at closing at closing at closing at closing at closing at closing at closing		

AUG-13-2003 10:43
 REAL ESTATE MGMT
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 956
 8885 588 200

ZELLWOOD STATION CO-OP WATER AND WASTE WATER TREATMENT FACILITIES TRANSFER

SECTION	ITEMS:	Obtain From:	Due Date:	Date Received	Date Completed:
<i>enclosed statement</i> 10.11 14.1.k. 14.1.j 7.2	l. Documentary Stamp Tax collected	Zellwood	at closing		
	m. Evidence of insurance and original executed certification and warranty to the County as contemplated by 6.2, 6.12, 6.20 & 6.21.	Zellwood	at closing		
	n. Corporate officer certificate confirming that Co-Ops warranties hereunder are true and correct as of closing date.	Zellwood	at closing		
	o. Executed form of an assumption of the agreements, permits or governmental approvals required to operate the Purchased Assets, etc...	County	at closing		
	p. Delivery of certified copy of Resolution authorizing purchase and closing to Zellwood (within 30 days of BCC approval or at closing, if delivery has not yet occurred).	County	7/3/03		
5.	Res., 4, 10.12 & 14.2 County Warrant (\$690,000.00 & recording fees for deed(s), easements, etc. that are the responsibility of the County).	County	at closing		
6.	8.12 Certifications, permits and approvals by governmental agencies to transfer and assume obligations	Zellwood	10/17/03		
7.	3.5.c Written assurance to County that Consumptive Use permit No 2-095 0231NRM2 shall be modified to transfer groundwater allocations (SJRWMD).	Zellwood			
8.	3.5.d FDEP Wastewater Treatment Facility Permit for operation of existing WWTP for a minimum of 4 years.	Zellwood			
9.	16 FPSC approval	Zellwood			

ZELLWOOD STATION CO-OP WATER AND WASTEWATER TREATMENT FACILITIES TRANSFER

SECTION	ITEMS:	Obtain From:	Due Date:	Date Received	Date Completed
10.	6.13 No Violation by Virtue of Election	Zellwood			
11.	✓ 6.14 No CERCLA Violations	Zellwood			
12.	✓ 6.15 No Clean Water Act (CWA) Violations	Zellwood			
13.	6.3 SURVIVAL PROVISIONS a. Any claims for 3 years that would dispossess the County from the use of the facilities conveyed.	Zellwood			
14.	13 GENERAL NOTES: Tentative Closing Date of 10/31/03, but no later than 1/15/04	all parties			

TOTAL P.04

001-20-2003 10E 04:41 PM ORANGE COUNTY HILKNEY S FAX NO. 407 836 5888 P. 06/06

9:56
 REAL ESTATE MGMT
 8985 928 LOT
 0002-82-100
 16:31
 407 836 5888
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 P. 06/06