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REPLY TO ALTAMONTE SPRINGS

MARTIN S. FRIEDMAN, P.A.
VALERIE L. LORD, OF COUNSEL
(LICENSED IN TEXAS ONLY)

February 5, 2003

HAND DELIVERY

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Ms. Blanca Bayo
Commission Clerk and Administrative Services Director
Florida Public Service Commission
2540 Shumard Oak Boulevard
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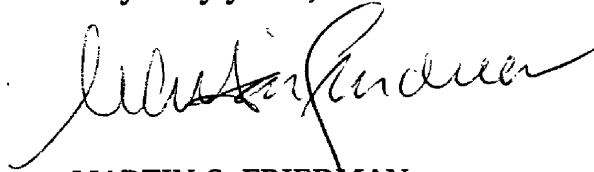
Re: Docket No. 03-0123-WS; Application for Transfer of Majority Organizational Control to Grenelefe Resorts, LLC, and Name Change
Our File No.: 37058.01

Dear Ms. Bayo:

Enclosed for filing is the Notice of the filing of a copy of the Bill of Sale of Utility System By Grenelefe Resort, LLC To Grenelefe Resort Utility, Inc. in the above-referenced docket.

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

Very truly yours,



MARTIN S. FRIEDMAN
For the Firm

AUS _____
CAF _____
CMP _____
COM _____
CTR _____
ECR _____ MSF:tlc
GCL _____ Enclosure
OPC _____
MMS _____
SEC I
OTH _____

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE:

Application for Authority to Transfer
Majority Organizational Control of
SPORTS SHINKO UTILITY, INC., and
name change to GRENELEFE RESORT
UTILITY, INC., in Polk County, Florida
to GRENELEFE RESORT, L.L.C.

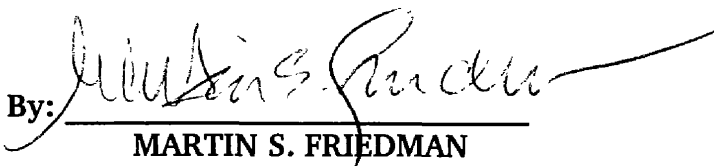
DOCKET NO.: 03-0123-WS

NOTICE OF FILING

GRENELEFE RESORT, L.L.C., by and through its undersigned attorneys, hereby
notices the filing of the Bill of Sale of Utility System By Grenelefe Resort, LLC To
Grenelefe Resort Utility, Inc. filed in the above-referenced docket.

Respectfully submitted on this 4th day
of February, 2003, by:

ROSE, SUNDSTROM & BENTLEY, LLP
600 S. North Lake Boulevard
Suite 160
Altamonte Springs, FL 32701
PHONE: (407) 830-6331
FAX: (407) 830-8522

By: 
MARTIN S. FRIEDMAN

**BILL OF SALE OF UTILITY SYSTEM
BY GRENELEFE RESORT, LLC
TO GRENELEFE RESORT UTILITY, INC.**

KNOW ALL MEN BY THESE PRESENTS that GRENELEFE RESORT, LLC (hereinafter "Seller") for the sum of TEN DOLLARS (\$10.00) and other good and valuable considerations paid by GRENELEFE RESORT UTILITY, INC. (hereinafter "Purchaser"), the receipt of which is hereby acknowledged, has granted, bargained, sold, transferred, set over and delivered, and by these presents does grant, bargain, sell, transfer, set over and deliver, unto the Purchaser, its successors and assigns, each and every portion of personalty including, but not limited to, the water systems and wastewater systems (hereinafter "Utility System") owned by Seller, both tangible and intangible, and such rights and obligations, whether contractual or not (collectively, the "Purchased Assets"), and the following personalty:

1. All licenses, prescriptive rights, rights-of-way and rights to use public and private roads, highways, streets and other areas owned or used by Seller for the construction, operation and maintenance of the Utility System.

2. All water treatment plants, water supply and distribution facilities, wastewater collection, treatment and disposal facilities of every kind and description whatsoever, including but not limited to pumps, plants, tanks, lift stations, transmission mains, distribution mains, supply pipes, collection pipes or facilities, irrigation quality water and effluent disposal facilities, valves, meters, meter boxes, service connections and all other physical facilities, equipment and property installations owned by Seller and used primarily in connection with the Utility System.

3. All equipment, tools, parts, laboratory equipment, unset or reserved meters, and other personal property located on or used in connection with the Utility System.

4. All certificates, immunities, privileges, permits, license rights, consents, grants, ordinances, leaseholds, and all rights to construct, maintain and operate the Utility System and its plants and systems for the procuring, treatment, storage and distribution of potable water and the collection and disposal of wastewater and every right of every character whatever in connection therewith, and the obligations thereof; all agencies for the supply of water to the Utility System or others; all water rights, flowage rights and riparian rights and all renewals, extensions, additions or modifications of any of the foregoing; together with all rights granted to Seller under the Certificates to the extent that Seller's rights to the foregoing are transferable.

5. All items of inventory owned by Seller on the Closing Date.

6. All supplier lists, customer records, prints, plans, engineering reports, surveys, specifications, shop drawings, equipment manuals, maps, books, and other information reasonably required by Purchaser to operate the Utility System in Seller's possession.

7. All sets of record drawings, including as-built drawings, showing all facilities of the Utility System, including all original tracings, sepias or other reproducible materials in Seller's possession.


8. All other personal property owned by Seller except as may be specifically excluded.

Seller represents and warrants that it has exclusive ownership, possession, control, and marketable title to the above-referenced property, subject to the Financing Statement in favor of Textron Financial Corporation filed July 17, 2002.

IN WITNESS WHEREOF the parties have caused their names to be hereunto subscribed this 3 day of October, 2003.

GRENELEFE RESORT, LLC

BY: Central Florida Investments, Inc., its
Manager



By: David A. Siegel
Its: President