

LAW OFFICES

ROSE, SUNDSTROM & BENTLEY, LLP

2548 Blairstone Pines Drive Tallahassee, Florida 32301

FREDERICK L. ASCHAUER, JR.
CHRIS H. BENTLEY, P.A.
ROBERT C. BRANNAN
DAWD F. CHESTER
F. MARSHALL DETERDING
JOHN R. JENKINS, P.A.
STEVEN T. MINDLIN, P.A.
DAREN L. SHIPPY
WILLIAM E. SUNDSTROM, P.A.
JOHN L. WHARTON
ROBERT M. C. ROSE, OF COUNSEL
WAYNE L. SCHIEFELBEIN, OF COUNSEL

(850) 877-6555 Fax (850) 656-4029 www.rsbattorneys.com CENTRAL FLORIDA OFFICE
600 S. NORTH LAKE BLVD., SUITE 160
ALTAMONTE SPRINGS, FLORIDA 32701
(407) 830-6331
FAX (407) 830-8522

REPLY TO ALTAMONTE SPRINGS

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

February 18, 2004

HAND DELIVERY

Ms. Blanca Bayo Commission Clerk Florida Public Service Commission 2540 Shumard Oak Boulevard Tallahassee, FL 32399 COMMISSION

2540 Shumard Oak Boulevard Tallahassee, FL 32399 Re: Docket No.: 030102-WS: A

Docket No.: 030102-WS; Application for Authority to Sell, Assign or Transfer Utility Facilities of The Woodlands of Lake Placid, L.P., in Highland County, Florida to Camp Florida Property Owners Association, Inc., and Application to Transfer Majority Organizational Control of L.P. Utilities, Inc., to Camp Florida Property Owners Association, Inc.

Our File No.: 37074.03

Dear Ms. Bayo:

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This letter is in response to the Staff's January 14, 2004, correspondence in the above-referenced docket setting forth its perceived deficiencies in the above-referenced Application.

Deficiencies - Wastewater

1. All information required by the referenced Rule is included in the Agreement for Purchase and Sale and the Application itself. Specifically, there are no supplemental or auxiliary agreements among the parties. As set forth in paragraph 11 of the Application, Camp Florida will acquire all of the wastewater system assets as described in the most recent SARC Order for this system. As set forth in paragraph 1.3 of the Agreement, the wastewater system will be conveyed free and clear of all liens and encumbrances, which means that no liabilities will be assumed by the Buyer. Obviously, any debt existing on the Utility will be satisfied at closing. As set forth in paragraph 1.2 of the Agreement 100% of the purchase price is being financed at 6.99% per annum over a period of ten (10) years, with quarterly principal and interest payments.

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Ms. Blanca Bayo
Commission Clerk
February 18, 2004
Page 2

The Buyer is not relying on any entities to provide the funding for this purchase. Enclosed are Financial Statements of the Buyer as of December 31, 2003.

- 2. The transfer of the wastewater system to the Property Owners' Association is in the public interest in that the users of the utility service have direct control over the entity providing wastewater service. Further, it is believed that the wastewater system will be able to be operated more efficiently in that its rates will no longer be subject to regulatory assessment fees nor the other expenses of regulation. In ten years, the system will be debt-free. It is believed that the elimination of regulation will allow the rates to remain steady and possibly decrease. The Buyer will retain the current experienced and knowledgeable staff to operate the wastewater systems in accordance with industry standards. Thus, there is no difference in experience of the Buyer than that which currently exists. The Buyer will fulfill the commitments, obligations and representations of the Seller with regard to utility matters.
- 3. There are no outstanding refunds owed in connection with the wastewater system.

Deficiencies - Water

- 1. The \$100,000.00 purchase price for the water system is to be funded through special assessments of \$261.78 on each of the 382 lots. No entities are relied upon for the funding. The special assessments will fund 100% of the purchase price.
- 2. This transfer is in the public interest in that it will give ownership of the water utility to the Property Owners' Association which is by in large the primary customer of the Utility. The POA will also benefit from the net income which it will retain instead of paying it to an investor owned utility. Due to the Seller's regulatory issues, it is no longer interested in owning and operating the water utility. This transfer will also allow the Utility to make the refunds required by Commission Order No. PSC-03-1051-FOF-WS. Enclosed is a copy of the Buyer's Financial Statements as of December 31, 2003.

Ms. Blanca Bayo Commission Clerk February 18, 2004 Page 3

Other Clarification

All notices were given in accordance with Public Service Commission Rules, however, as requested by the Staff notice has been re-mailed to the Commission.

Very truly yours,

MARTIN S. FRIEDMAN

For the Firm

MSF/mp Enclosures

cc: Mr. John Lovelette (w/o enclosures)

Katherine E. Fleming, Esquire (w/enclosures) Stephen C. Burgess, Esquire (w/enclosures)

M:\1 ALTAMONTE\LP UTILITIES\(03) Sale to POA\PSC Clerk 04 (deficiency reponse).ltr.wpd

Camp Florida Resort POA Inc. 1525 US 27 South Lake Placid, FL 33852

I have prepared the accompanying statement of assets and liabilities of Camp Florida Resort POA Inc. as of December 31, 2003 and the related statement of income for the month and the year to date on the basis of tax accounting.

The financial statement is the representation of management. Management has elected to omit substantially all of the information ordinarily included in financial statements. If the omitted disclosures were included in this financial statement, they might influence the user's conclusions about the company's financial status. Therefore, this financial statement is not designed for those who are not informed about such matters.

Colley Financial Services, Inc

Frances a Calley

209 US 27 South Lake Placid 33852

January 12, 2004

Camp Florida Resort POA Inc. Balance Sheet December 31, 2003

Assets

Current assets Checking	
Bank of America checking	116,888.96
Road Reserve account	9,925.00
Utility deposit	2,910.00
Loan receivable	4,000.00
Total Current assets	\$ 133,723.96
Property plant and equipment Automobiles & trucks Equipment Recreation facilities Total Property plant and equipment Total Assets	3,922.00 1,557.55 16,619.32 22,098.87 \$ 155,822.83
Liabilities and Net Assets	
Net Assets Net Assets	155,822.83
Total Liabilities and Net Assets	\$ <u>155,822.83</u>

Camp Florida Resort POA Inc. Statement of Income (Loss) and Retained Earnings For the period ending December 31, 2003

	Current	YTD
	Gunent	110
Operating revenue		
Assessment income	43,890.38	151,840.55
Commission income	449.25	5,238.99
Recreation income	(8,365.62	2) (34,370.96)
Total Operating revenue	\$ 35,974.0	1 \$ 122,708.58
Operating expenses		
Other taxes	.00.	4,306.00
Repairs and maintenance	9,350.00	•
Supplies	685.12	- ·
Garbage	1,153.26	•
Electric expense	2,508.07	•
Lawn expense	8,331.00	•
Water & sewer expense	1,372.15	
Total Operating expenses	23,399.60	75,745.91
General and administrative		
Insurance	.00	•, •= • •= •
Office expenses	48.42	
Licenses and permits	110.00	
Corporate fees	.00.	
Accounting fees	980.00	-,
Legal fees	.00.	
Clubhouse, docks, storage rent	7,500.00	•
Insurance-vehicle	00.	
Total General and administrative	8,638.42	
Income/(loss) from operations	3,935.99	9,266.20
Other income		
Interest income	.00.	169.82
Water assessment	13,089.00	
Total Other income	13,089.00	
Other expenses		
Recreation division expense	10,085.00	10,085.00
Income/(loss) before Provision for income taxes	6,939.99	·
mooned (1000) pelote t todision for income raves	0,939.98	12,440.02
Provision for income taxes		
Provision for federal income tax	.00.	16,570.00
Net income/(loss)	\$ 6,939.99	(4,129.98)
		= · · · · · · · · · · · · · · · · · · ·

Camp Florida Resort POA Inc. Statement of Income (Loss) and Retained Earnings For the period ending December 31, 2003

	Current	YTD
Net Assets, beginning		159,952.81
Net Assets, ending		\$ 155,822.83

Detail General Ledger

For the period 10/01/2003 to 12/31/2003

Date	Source	Ref#	Description	Balance Forward	Current Period	Ending Balance
01000.105	Bar	nk of Ame	erica checking			
			Balance Forward	130,607.09		
12/31/2003	CD1	Total			(68,665.51)	
12/31/2003	GJE	35	To record deposits		57,428.63	÷
12/31/2003	GJE	36	To record road reserve		(2,481.25)	
			Net Change	_	(13,718.13)	
			Ending Balance			116,888.96
01000.110	Roa	ad Reserv	/e account			<u> </u>
			Balance Forward	7,443.75		
12/31/2003	GJE	36	To record road reserve		2.481.25	
			Net Change	_	2,481.25 2,481.25	
			Ending Balance			9,925.00
01000.114	l na	n receival	ble			
			Balance Forward	4,000.00		
			Net Change		0.00	4 000 00
			Ending Balance			4,000.00
01000.120	Utili	ty deposit	t			
			Balance Forward	2,910.00		
			Net Change	_	0.00	
			Ending Balance			2,910.00
02000.256	Veh	iala				,
02000.236	ven	licie	Balance Forward	3,922.00		
				3,522.03		
			Net Change		0.00	
			Ending Balance			3,922.00
02000.258	Fau	ipment				
	_4	pom	Balance Forward	0.00		
11/12/2003	CD1	2586	Mid State Fire Equipment		1,198.37	
12/23/2003	CD1	2604	Joanne Shilling - freezer		359.18	
			Net Change		1,557.55	
			Ending Balance		·	1,557.55
02000.260	Ren	reation fa	cilities			
	1100	. 544011 14	Balance Forward	0.00		
12/30/2003	CD1	2607	The NIDY Co.		9,347.45	
12/30/2003	CD1	2607	The NIDY Co.		7,271.87	
			Net Change		16,619.32	
			Ending Balance			16,619.32

Detail General Ledger

For the period 10/01/2003 to 12/31/2003

Date	Source	Ref#	Description	Balance Forward	Current Period	Ending Balance
05996.000	Fu	nd Balanc	e .			
			Balance Forward	(159,952.81)		
			Net Change		0.00	-
			Ending Balance			(159,952.81)
06000.601	Ass	sessment	income			
			Balance Forward	(107,950.17)		
12/31/2003	GJE	35	To record deposits		(43,890.38)	
			Net Change	_	(43,890.38)	
			Ending Balance			(151,840.55)
06000.602	Co	mmission	income			
			Balance Forward	(4,789.74)		
12/31/2003	GJE	35	To record deposits		(449.25)	
			Net Change		(449.25)	
			Ending Balance			(5,238.99)
06000.603	Red	creation in	come			
			Balance Forward	26,005.34		
10/7/2003	CD1	2567	CFR Common Recreation Associat		1,636.60	
10/13/2003	CD1	2571	CFR Common Recreation Associat		1,610.43	
10/16/2003	CD1	2573	CFR Common Recreation Associat		891.09	
10/20/2003	CD1	2574	CFR Common Recreation Associat		366.43	
10/28/2003	CD1	2580	CFR Common Recreation Associat		210.93	
11/4/2003	CD1	2582	CFR Common Recreation Associat		296.12	
11/12/2003	CD1	2589	CFR Common Recreation Associat		264.12	
11/25/2003	CD1	2593	CFR Common Recreation Associat		85.19	
12/15/2003	CD1	2597	CFR Common Recreation Associat		1,711.47	
12/23/2003	CD1	2603	CFR Common Recreation Associat		1,293.24	
			Net Change		8,365.62	
			Ending Balance	· · · · · · · · · · · · · · · · · · ·		34,370.96
06000.605	Wa	ter assess	ement			
			Balance Forward	0.00		
12/31/2003	GJE	35	To record deposits		(13,089.00)	
			Net Change	_	(13,089.00)	
			Ending Balance			(13,089.00)
08000.883	Elec	ctric expen	se		_	
			Balance Forward	7,775.77		
10/22/2003	CD1	2578	Progress Energy		251.93	
10/22/2003	CD1	2579	Progress Energy		508.55	
11/21/2003	CD1	2592	Progress Energy		785.16	
12/16/2003	CD1	2602	Progress Energy		962.43	
			Net Change		2,508.07	
			Ending Balance			10,283.84

Detail General Ledger

For the period 10/01/2003 to 12/31/2003

Date	Source	Ref#	Description	1	Balance Forward	Current Period	Ending Balance
08000.888	Sa	nitation ex	pense				
				Balance Forward	6,092.63	== ==	
11/12/2003	CD1	2587	Florida Red	cycling Svcs. Net Change	_	1,153.26 1,153.26	-
				Ending Balance		1,100.20	7,245.89
08000.904	Ins	urance					
				Balance Forward	1,426.26		
				Net Change		0.00	
				Ending Balance			1,426.26
08000.905	Ins	urance-ve	hicle				
				Balance Forward	1,049.35		
				Net Change	_	0.00	
				Ending Balance			1,049.35
08000.908	Lav	vn expens	e				
				Balance Forward	25,205.00		
10/22/2003 11/6/2003	CD1 CD1	2577 2585	Hoffner's L Hoffner's L			2,777.00 2,777.00	
12/16/2003	CD1	2598	Hoffner's L			2,777.00	
				Net Change		8,331.00	
				Ending Balance			33,536.00
08000.910	Co	rporate fee	es				
				Balance Forward	107.95		
				Net Change	_	0.00	
				Ending Balance			107.95
08000.913	Leg	jal					
				Balance Forward	500.00		
				Net Change		0.00	
				Ending Balance			500.00
08000.915	Lic	enses & p	ermits				
				Balance Forward	617.76		
11/12/2003	CD1	2586	Mid State F	Fire Equipment	_	110.00	
				Net Change Ending Balance		110.00	727.76

Detail General Ledger

For the period 10/01/2003 to 12/31/2003

Date	Source	Ref#	Description	Balance Forward	Current Period	Ending Balance
08000.918	Off	ice suppl	ies & postage		······································	
			Balance Forward	291.73		
			Net Change	_	0.00	-
			Ending Balance			291.73
08000.926	Pro	fessional	fees			
			Balance Forward	2,565.00		
10/1/2003	CD1	2566	Colley Financial Services Inc.		260.00	
11/3/2003	CD1	2581	Colley Financial Services Inc.		360.00	
12/1/2003	CD1	2595	Colley Financial Services Inc.		360.00	
12/2/2003	CD1	2596	Colley Financial Services Inc.		48.42	
			Net Change		1,028.42	
···			Ending Balance			3,593.42
08000.928	Clu	bhouse, d	docks, storage rent			
			Balance Forward	22,500.00		
11/12/2003	CD1	2588	Highvest Corporation		7,500.00	
			Net Change		7,500.00	
			Ending Balance		·	30,000.00
08000.929	Rec	reation e	xpense			
			Balance Forward	0.00		
12/1/2003	CD1	2594	CFR Common Recreation Associat		4,500.00	
12/16/2003	CD1	2600	CFR Common Recreation Associat		5,585.00	
			Net Change		10,085.00	
			Ending Balance			10,085.00
08000.930	Rep	airs & ma	aintenance			
			Balance Forward	3,003.87		
10/8/2003	CD1	2568	Highvest Corporation		7,068.60	
10/8/2003	CD1	2569	Home Depot		91.55	
10/22/2003	CD1	2575	Highvest Corporation		2,012.50	
11/6/2003	CD1	2583	Scotty's		24.74	
11/6/2003	CD1	2584	Interlake True Value		47.44	
11/21/2003	CD1	2591	Scotty's		45.58	
12/30/2003	CD1	2606	Scotty's		59.59	
			Net Change		9,350.00	
			Ending Balance			12,353.87
08000.938	Sup	plies				-
			Balance Forward	1,902.97		
10/13/2003	CD1	2572	Andrew Luedde		219.76	
12/16/2003	CD1	2599	Andrew Luedde		306.31	
	CD1	2601	Interlake True Value		111.23	
12/16/2003						
	CD1	2608	Andrew Luedde		47.82	
12/16/2003 12/30/2003		2608	Andrew Luedde Net Change		47.82 685.12	

Detail General Ledger

For the period 10/01/2003 to 12/31/2003

Date	Source	Ref#	Descriptior	1	Balance Forward	Current Period	Ending Balance
08000.940	Tax	(es					
				Balance Forward	4,306.00	_	
				Net Change		0.00	-
				Ending Balance			4,306.00
08000.946	Wa	ter & sew	er expense				
				Balance Forward	4,060.07		
10/22/2003	CD1	2576	LP Utilities			371.22	
11/21/2003	CD1	2590	LP Utilities	i e		507.98	
12/30/2003	CD1	2605	LP Utilities		_	492.95	
				Net Change		1,372.15	=
				Ending Balance			5,432.22
09000.957	Inte	rest incor	ne				
				Balance Forward	(169.82)		
				Net Change	_	0.00	
				Ending Balance			(169.82)
09000.960	Fed	leral Incor	ne tax				
				Balance Forward	16,570.00		
				Net Change		0.00	
				Ending Balance			16,570.00

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