

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application by Town and Country Utilities Company for acknowledgement of corporate reorganization, conversion to a limited liability corporation, and name change on Certificate Nos. 613-W and 543-S, in Charlotte and Lee Counties, to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility.

DOCKET NO. 080242-WS  
ORDER NO. PSC-08-0481-FOF-WS  
ISSUED: July 23, 2008

ORDER ACKNOWLEDGING CORPORATE REORGANIZATION  
AND NAME CHANGE FROM TOWN AND COUNTRY UTILITIES COMPANY  
TO MSKP TOWN AND COUNTRY UTILITY, LLC  
D/B/A TOWN & COUNTRY UTILITY

BY THE COMMISSION:

On April 29, 2008, an application was filed on behalf of Town and Country Utilities Company (utility) for acknowledgement of the corporate reorganization and name change of the utility. The utility received its water certificate in 1999.<sup>1</sup> The wastewater certificate was issued in 2007.<sup>2</sup> The application was filed pursuant to Rule 25-30.039, Florida Administrative Code, which provides for changes in name only, with no change in the ownership or control of the utility or its assets.

Babcock Florida Company was the original owner of the utility. In 2006, the Commission approved the transfer of majority organizational control of Babcock Florida Company to MSKP III, Inc., and the merger of the two entities with Babcock Florida Company being the surviving entity.<sup>3</sup> Babcock Florida Company was wholly-owned by MSKP Southwest Florida Investment Partners, Inc., which was wholly-owned by MSKP Babcock Holdings, LLC. The reason given for the reorganization is to simplify the corporate structure, resulting in the utility being directly owned by MSKP Babcock Holdings, LLC., and to convert the utility to a limited liability company. The reason given for the name change is to reflect the change in direct ownership and to meet the requirement that a limited liability company include the designation "LLC" in its name. The utility's name has been changed to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility.

<sup>1</sup> Order No. PSC-99-2198-PAA-WU, issued November 8, 1999, in Docket No. 981288-WU, In re: Application for certificate to operate a water utility in Charlotte and Lee Counties, by Town and Country Utilities Company.

<sup>2</sup> Order No. PSC-07-0076-PAA-SU, issued January 29, 2007, in Docket No. 060602-SU, In re: Application for certificate to provide wastewater service in Lee and Charlotte Counties by Town and Country Utilities Company.

<sup>3</sup> Order No. PSC-06-0809-FOF-WU, issued October 2, 2006, in Docket No. 060520-WU, In re: Application for transfer of majority organizational control of Town and Country Utilities Company, holder of Certificate No. 613-W in Charlotte and Lee Counties, from Babcock Florida Company to MSKP III, Inc.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

A statement is provided in the application by the president of MSKP Babcock Holdings, LLC., attesting that the reorganization and name change will not change the utility's ownership, control, or service provided to customers. The application includes documentation from the Florida Department of State, Division of Corporations, that the proposed limited liability company is registered in Florida as a foreign limited liability company effective May 19, 2008, and the registration of the fictitious name of Town & Country Utility is effective May 20, 2008. The application contains a copy of the proposed notice to be sent to customers informing them of the name change and the revised tariffs reflecting the name change. This order will serve as the utility's amended water and wastewater certificates and the order shall be retained by the utility.

Section 2.07(C)(2)(a) of the Administrative Procedures Manual grants the Director of the Division of Commission Clerk and Administrative Services, in coordination with the appropriate industry division and the Office of the General Counsel, authority to approve change of names and corporate reorganizations of regulated utilities, where no change of ownership or control or transfer of assets is involved.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the corporate reorganization and name change are in compliance with Rule 25-30.039, Florida Administrative Code, and hereby acknowledged and effective the date of this order. It is further

ORDERED that the name change on Certificate Nos. 613-W and 543-S from Town and Country Utilities Company to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility is hereby acknowledged and approved. It is further

ORDERED that this Order will serve as the utility's amended water and wastewater certificates and this Order shall be retained by the utility. It is further

ORDERED that MSKP Town and Country Utility, LLC d/b/a Town & Country Utility's revised tariffs will be effective for services rendered on or after the stamped approval date.

ORDERED that MSKP Town and Country Utility, LLC d/b/a Town & Country Utility should send to all existing customers with the next the next billing cycle notice of its change of name. It is further

ORDERED that this Docket is hereby closed.

By ORDER of the Florida Public Service Commission this 23rd day of July, 2008.



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ANN COLE  
Commission Clerk

(SEAL)

ELS

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

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

Any party adversely affected by the Commission's final action in this matter may request:

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

**FLORIDA PUBLIC SERVICE COMMISSION**

authorizes

**MSKP Town and Country Utility, LLC d/b/a Town & Country Utility**  
pursuant to  
**Certificate Number 613-W**

to provide water service in Charlotte and Lee Counties in accordance with the provisions of Chapter 367, Florida Statutes, and the Rules, Regulations, and Orders of this Commission in the territory described by the Orders of this Commission. This authorization shall remain in force and effect until superseded, suspended, cancelled or revoked by Order of this Commission.

Order Number	Date Issued	Docket Number	Filing Type
PSC-99-2198-PAA-WU	11/08/99	981288-WU	Original Certificate
PSC-06-0809-FOF-WU	10/02/06	060520-WU	Transfer of Majority Organizational Control
PSC-06-0808-FOF-WU	10/02/06	060536-WU	Transfer to Government
PSC-08-0481-FOF-WS	07/23/08	080242-WS	Name Change

**FLORIDA PUBLIC SERVICE COMMISSION**

authorizes

**MSKP Town and Country Utility, LLC d/b/a Town & Country Utility**  
pursuant to  
**Certificate Number 543-S**

to provide wastewater service in Charlotte and Lee Counties in accordance with the provisions of Chapter 367, Florida Statutes, and the Rules, Regulations, and Orders of this Commission in the territory described by the Orders of this Commission. This authorization shall remain in force and effect until superseded, suspended, cancelled or revoked by Order of this Commission.

<u>Order Number</u>	<u>Date Issued</u>	<u>Docket Number</u>	<u>Filing Type</u>
PSC-07-0076-PAA- SU	01-29-2007	060602-SU	Original Certificate
PSC-08-0481-FOF-WS	07/23/08	080242-WS	Name Change