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STATE OF FLORIDA



DIVISION OF ENGINEERING
TOM BALLINGER
DIRECTOR
(850) 413-6910

Public Service Commission

October 26, 2023

Mr. Martin S. Friedman
Dean, Mead & Dunbar
420 S. Orange Ave., Ste. 700
Orlando, FL 32801
mfriedman@deanmead.com

VIA EMAIL

Mr. F. Marshall Deterding
Sundstrom & Mindlin, LLPLaw Firm
2548 Blairstone Pines Dr.
Tallahassee, FL 32301
mdeterding@sfflaw.com

Re: Docket No. 20220142–WS - Joint application of Grenelefe Resort Utility, Inc., NC Real Estate Projects, LLC, and Grenelefe Resort Utilities Development, LLC, for authority to transfer assets and Certificate Nos. 589-W and 507-S, in Polk County, from Grenelefe Resort Utility, Inc. to NC Real Estate Projects, LLC.

Dear Messrs Friedman and Deterding:

Staff has reviewed the application to transfer Certificate Nos. 589-W and 507-S from Grenelefe Resort Utility, Inc. (Seller) to NC Real Estate Projects, LLC d/b/a Grenelefe Utility (Buyer) filed on October 10, 2023, and found it to be deficient. The specific deficiencies are identified as:

1. **Notice of Application.** Rule 25-30.030(6), Florida Administrative Code (F.A.C.), states that all applications requiring noticing shall be deemed deficient until affidavits of noticing required by Sections 367.045(1)(e) and (2)(t), Florida Statutes, along with a copy of the notice, are filed with the Office of Commission Clerk. After staff has reviewed and approved the notice of application, and the notices have been distributed in accordance with Rule 25-30.030(5), F.A.C., please provide affidavits of noticing.
2. **Buyer Information.** Rule 25-30.037(2)(d), F.A.C., states that the applicant shall provide the specified contact and identification information about the buyer, including Federal Employer Identification Number of the buyer. Please provide the Federal Employer Identification Number of the Buyer.

3. **Nature of the Buyer's Business Organization.** Rule 25-30.037(2)(f), F.A.C., states that the applicant shall provide documentation from the Florida Department of State, Division of Corporations, showing the utility's/buyer's business name and related documentation. Please provide documentation from the Florida Department of State, Division of Corporations showing the Buyer's business name and registration/document number for the business.
4. **Contract of Sale.** Rule 25-30.037(2)(i), F.A.C., states that the applicant shall provide a copy of the contract for sale and all auxiliary or supplemental agreements, including, if applicable, a provision stating that the contract is contingent upon Commission approval. Staff recognizes that the sale agreement between Grenelefe Resort Utility, Inc. and SHD Properties, LLC is included in the revised application, however there is no record in the application of the transfer between SHD Properties, LLC and NC Real Estate Projects, LLC. Please provide a copy of the contract for sale, transfer or other documentation related to the final acquisition by NC Real Estate Projects, LLC.
5. **Legal Description.** Rule 25-30.037(2)(n), F.A.C., requires a legal description of the proposed service area in compliance with Rule 25-30.029(2)(b)2., F.A.C., which requires that all points of beginning must be in reference to a section corner or a subsection corner. The legal description provided includes a portion of the service area described as starting from the center of a section. Please provide a revised legal description of the service area with all points of beginning in compliance with this rule.
6. **Federal Income Tax Return Statement.** Rule 25-30.037(2)(p), F.A.C., states that the applicant shall provide a statement from the buyer that it has obtained or will obtain copies of all of the federal income tax returns of the seller from the date the utility was first established or the rate base was last established by the Commission, whichever is later. If the tax returns have not been obtained, provide a description of the steps taken to obtain the tax returns. Please provide a statement from the Buyer, NC Real Estate Projects, LLC d/b/a Grenelefe Utility, which fulfils this rule requirement

Your application will not be deemed filed until the deficiencies identified in this letter have been corrected. These corrections should be submitted no later than **Monday, November 27, 2023**, to the following address:

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

In addition to the above deficiencies, staff also notes that Rule 25-30.020(2)(c)2, and 25-30.020(2)(c)4, F.A.C., requires a filing fee of \$3,000 for water service and \$1,500 for wastewater service, for a total of \$4,500 be submitted for a transfer application for utilities based on the capacity of the systems. The filing fee for this application has previously been submitted and has been accepted by the Commission.

Mr. Martin S. Friedman
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Page 3
October 26, 2023

Should you have any questions concerning the information in this letter, please feel free to contact Orlando Wooten by phone at (850) 413-6686 or email at OWooten@psc.state.fl.us for technical questions, or Austin Watrous by phone at (850) 413-6904 or email at AWatrous@psc.state.fl.us for legal questions. Please include the docket number on all submissions to the Commission Clerk.

Sincerely,

s/Orlando Wooten

Orlando Wooten
Engineering Specialist
Division of Engineering

OW:pz

cc: Office of Commission Clerk (Docket No. 20220142-WS)