CLASS "C"

WATER and/or WASTEWATER UTILITIES

(Gross Revenue of Less Than \$200,000 Each)

ANNUAL REPORT

WS857-12-AR

Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities EXACT LEGAL NAME OF RESPONDENT

431-W / 364-S

Certificate Number(s)

Submitted To The

STATE OF FLORIDA



PUBLIC SERVICE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 2012



James L. Carlstedt, CPA Anthony Q. De Santis, CPA Thomas K Ford, CPA Katherine U. Jackson, CPA Robert H. Jackson, CPA Jeffrey K. Jones, CPA Robert C. Nixon, CPA Benjamin T Simmons, CPA Jeanette Sung, CPA James L. Wilson, CPA

ACCOUNTANTS' COMPILATION REPORT

Officers and Directors Sun Communities Acquisitions, LLC d/b/a Buttonwood Bay Utility Southfield, MI 48034

We have compiled the balance sheet of, Sun Communities Acquisitions, LLC as of December 31, 2012 and 2011, and the related statements of income and retaining earnings for the year ended December 31, 2012 included in the accompanying prescribed form. We have not audited or reviewed the financial statements in the accompanying prescribed form and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with the form prescribed by the Florida Public Service Commission.

Management is responsible for the preparation and fair presentation of the financial statements included in the form prescribed by the Florida Public Service Commission and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

These financial statements included in the accompanying prescribed form are presented in accordance with the requirements of the Florida Public Service Commission and are not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

The report is intended solely for information and use of the Florida Public Service Commission and is not intended to be and should not be used by anyone other than this specified party.

We are not independent with respect to Sun Communities Acquisitions, LLC.

CJN&W CPAs April 25, 2013

1 14W CPAS

GENERAL INSTRUCTIONS

- Prepare this report in conformity with the 1996 National Association of Regulatory
 Utility Commissioners (NARUC) Uniform System of Accounts for Water and Wastewater
 Utilities as adopted by Rule 25-30.115 (1), Florida Administrative Code.
- Interpret all accounting words and phrases in accordance with the Uniform System of Accounts (USOA). Commission Rules and the definitions on next page.
- Complete each question fully and accurately, even if it has been answered in a
 previous annual report. Enter the word "None" where it truly and completely states
 the fact.
- For any question, section, or page which is not applicable to the respondent enter the words "Not Applicable." Do not omit any pages.
- 5. Where dates are called for, the month and day should be stated as well as the year.
- All schedules requiring dollar entries should be rounded to the nearest dollar.
- 7. Complete this report by means which result in a permanent record. You may use permanent ink or a typewriter. Do not use a pencil.
- 8. If there is not enough room on any schedule, an additional page or pages may be added provided the format of the added schedule matches the format of the schedule in the report. Additional pages should reference the appropriate schedules, state the name of the utility, and state the year of the report.
- 9. If it is necessary or desirable to insert additional statements for the purpose of further explanation of schedules, such statements should be made at the bottom of the page or on an additional page. Any additional pages should state the name of the utility and the year of the report, and reference the appropriate schedule.
- 10. The utility shall file the original and two copies of the report with the Commission at the address below, and keep a copy for itself. Pursuant to Rule 25-30.110 (3), Florida Administrative Code, the utility must submit the report by March 31 for the preceeding year ending December 31.

Florida Public Service Commission Division of Economic Regulation 2540 Shumard Oak Boulevard Tallahassee, Florida 32399-0850

11. Pursuant to Rule 25-30.110 (7) (a), Florida Administrative Code, any utility that fails to file its annual report or extension on or before March 31, or within the time specified by any extension approved in writing by the Division of Economic Regulation, shall be subject to a penalty. The penalty shall be based on the number of calendar days elapsed from March 31, or from an approved extended filing date, until the date of filing. The date of filing shall be included in the days elapsed.

GENERAL DEFINITIONS

ADVANCES FOR CONSTRUCTION - This account shall include advances by or in behalf of customers for construction which are to be refunded either wholly or in part. (USOA)

ALLOWANCE FOR FUNDS USED DURING CONSTRUCTION - this account shall include concurrent credits for allowance for funds used during construction based upon the net cost of funds used for construction and a reasonable rate upon other funds when so used. Appropriate regulatory approval shall be obtained for "a reasonable rate". (USOA)

AMORTIZATION - The gradual extinguishment of an amount in an account by distributing such amount over a fixed period, over the life of the asset or liability to which it applies, or over the period during which it is anticipated the benefit will be realized. (USOA)

CONTRIBUTIONS IN AID OF CONSTRUCTION (CIAC) - Any amount or item of money, services, or property received by a utility, from any person or governmental agency, any portion of which is provided at no cost to the utility, which represents an addition or transfer to the capital of the utility, and which is utilized to offset the acquisition, improvement or construction costs of the utilities property, facilities, or equipment used to provide services to the public. (Section 367.021 (3), Florida Statutes)

CONSTRUCTION WORK IN PROGRESS (CWIP) - This account shall include the cost of water and wastewater plant in process of construction, but not yet ready for services. (USOA)

DEPRECIATION - The loss of service value not restored by current maintenance, incurred in connection with the consumption or prospective retirement of utility plant in the course of service from causes which are known to be in the current operation and against which the utility is not protected by insurance. (Rule 25-30.140 (i), Florida Administrative Code)

EFFLUENT REUSE - The use of wastewater after the treatment process, generally for reuse as irrigation water or for in plant use. (Section 367.021 (6), Florida Statutes)

EQUIVALENT RESIDENTIAL CONNECTION (ERC) - (WATER)- (Rule 25-30.515 (8), Florida Administrative Code)

- (a) 350 gallons per day
- (b) The number of gallons a utility demonstrates in the average daily flow for a single family unit; or
- (c) The number of gallons which has been approved by the DEP for a single family residential unit.

EQUIVALENT RESIDENTIAL CONNECTION (ERC) - (WASTEWATER)- Industry standard of 80% of Water ERC or 280 gallons per day for residential use.

GUARANTEED REVENUE CHARGE - A charge designed to cover the utility's costs including, but not limited to, the cost of operation, maintenance, depreciation and any taxes, and to provide a reasonable return to the utility for facilities, a portion of which may not be used and useful to the utility or its existing customers. (Rule 25-30.515 (9), Florida Administrative Code)

LONG TERM DEBT - All Notes, Conditional Sales Contracts, or other evidences of indebtedness payable more than one year from date of issue. (USOA)

PROPRIETARY CAPITAL - (For proprietorships and partnerships only) - The investment of a sole proprietor, or partners, in an unincorporated utility. (USOA)

RETAINED EARNINGS - This account reflects corporate earnings retained in the business. Credits would include net income or accounting adjustments associated with correction of errors attributable to a prior period. Charges to this account would include net losses, accounting adjustments associated with correction of errors attributable to a prior period or dividends. (USOA)

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FINANCIAL SECTION

REPORT OF

Jul		LLC d/b/a Buttonwood Bay Utilities ame of utility)	
10001 U.S. 27 South		10001 U.S. 27 South	
Sebring, Fl. 33870		Sebring, Fl. 33870	Highlands
Mailing Address		Street Address	County
Telephone Number	(352) 854-6210	Date Utility First Organized	April, 1981
Fax Number		E-main Address	
Sunshine State Ine-Call of Florida	a, Inc. Member No.		
Check the business entity of the	utility as filed with the Interna Sub Chapter S Corporation		Partnership
Location where books and record	ds are located:	The American Center, 27777 Fra Southfield, Michigan 48034-8205	
Names of subdivisions where ser	rvice is provided:	Buttonwood Bay Mobile Home Park	
	CON	TACTS:	
	OOH	ACIS:	
			Salary Charged
Name	Title	Principle Business Address	Utility
Person to send correspondence:		2777 Franklin Road, #200	
Mark Smyth	Comptroller	Southfield, Mi. 48034	
Person who prepared this report:		2560 Gulf-to-Bay Blvd.	
CJN&W CPAs	CPAs	Clearwater, Fl.	
			ATTEM DELECTION COMMENTS OF THE PROPERTY OF TH
Officers and Managers:	Controller	2777 Franklin Road, #200 Southfield, Mi. 48034	
Mark Smyth	Controller	Southfield, MI. 40034	\$
Report every corporation		ng directly or indirectly 5 percent or ne reporting utility:	nore of the voting
	Percent		Salary
	Ownership In		Charged
Name	Utility	Principle Business Address	Utility
Sun Communities	100%	The American Center	N/A
Acquisitions, LLC		27777 Franklin Road	
		Southfield, MI 48034-8205	
		/	

UTILITY NAME:

INCOME STATEMENT

Account Name	Ref. Page	Water	Wastewater	Other (1)	Total Company
Gross Revenue:				Other (1)	Company
Residential	l	\$ 117,515	\$ 108,775		1.
Commercial	1	13,728			\$ 226,290
Industrial	i	13,720	6,610	 	20,338
Multiple Family	1				·
Guarenteed Revenues	ĺ				
Other (Specify)					<u>-</u>
()	1				
Total Gross Revenue	ł	131,243	115,385	N/A	246,628
	j				
Operation Expense (Must	W-3				1
tie to Pages W-3 and S-3)	S-3	106,289	109,061		215,350
Depreciation Expense	F-5	39,508	23,238		60.746
	'		20,230		62,746
CIAC Amortization Expense	F-8	(5,733)	(4,486)		(10,219)
Taxes Other Than Income	F-7	13,715	13,001		26,716
Incomo Toyon	F-7				
Income Taxes	F-/	-			ļ — — <u> </u>
Total Operating Expenses		153,779	140,814		294,593
Net Operating Income (Loss)		(22,536)	(25,429)		(47,965)
Other Income:					
Nonutility Income					
Interest Income					
					-
Other Deductions:					
Miscellaneous Nonutilty					
Expenses					
Interest Expense		-			
AFUDC					-
Net Income (Leas)		6 (00.500)	6 (05.400)	N 1/A	6 (47.005)
Net Income (Loss)		\$ (22,536)	\$ (25,429)	N/A	\$ (47,965)

UTILITY NAME:

COMPARATIVE BALANCE SHEET

Account Name	Reference Page	Current Year	Previous Year
ASSETS:			
Utility Plant In Service (101 - 105)	F-5, W-1, S-1	\$ 2,449,010	\$ 2,411,169
Accumulated Depreciation and Amortization (108)	F-5, W-2, S-2	(1,549,597)	(1,487,320)
Net Utility Plant		- 899,413	923,849
Cash			
Customer Accounts Receivable (141)		7,273	10,663
Other Assets (Specify):			
Deferred Exp Cert Transfer & Acc Costs		12,448	15,317
			-
			-
Total Assets		\$ 919,134	\$ 949,829
LIABILITIES AND CAPITAL:			
Common Stock Issued (201)	F-6		
Preferred Stock Issued (204)	F-6		
Other Paid In Capital (211)		,	
Retained Earnings (215)	F-6		
Proprietary Capital (Proprietary and partnership only) (218)	F-6	(941,613)	(893,647)
Total Capital		(941,613)	(893,647)
Long Term Debt (224)	F-6		
Accounts Payable (231)		8,838	4,606
Notes Payable (232)			
Customer Deposits (235)		-	
Accrued Taxes (236)	F-7	11,098	11,105
Other Liabilities (Specify): Accounts Payable - Assoc Co		1,769,616	1,746,351
Advances For Construction (252)			
Contributions In Aid Of Construction - Net (271 - 272)	F-8	71,195	81,414
Total Liabilities and Capital		\$ 919,134	\$ 949,829

GROSS UTILITY PLANT

Plant Accounts: (101 - 107) Inclusive	Water	Sewer	Plant Other Than Reporting Systems	Total
Utility Plant In Service (101) Construction Work In Progress (105) Other (Specify)	\$ 1,250,824	\$ 1,198,186 	N/A	\$ 2,449,010 - -
Total Utility Plant	\$ 1,250,824	\$ 1,198,186	N/A	\$ 2,449,010

ACCUMULATED DEPRECIATION (A/D) AND AMORTIZATION OF UTILITY PLAN

Account 108	Water	Wastewater	Other Than Reporting Systems	Total
Balance First Of Year	\$ 554,928	\$ 932,392	N/A	\$ 1,487,320
Add Credits During Year: Accruals charged to depreciation account Salvage Other credits (specify) Rounding		23,238		62,746
Total credits	39,508	23,239		62,747
Deduct Debits During Year: Book cost of plant retired Cost of removal Other debits (specify)		-		470
Total debits	470			470
Balance End of Year	\$ 593,966	\$ 955,631	N/A	\$ 1,549,597

CAPITAL STOCK (201 - 204)

	Common Stock	Preferred Stock
Par or stated value per share	NA	N/A
Shares issued and outstanding		
Total par value of stock issued		

RETAINED EARNINGS (215)

	Appropriated	Un- Appropriated
Balance first of year	N/A	\$ -
Charges during the year (specify): Current Year Income		
Balance end of year	\$	\$

PROPRIETARY CAPITAL (218)

	Proprietor or Partner	Partner
Balance first of year	\$ (893,647)	N/A
Charges during the year (specify): Current year loss	(47,965)	
Rounding	(1)	
Balance end of year	\$ (941,613)	\$

LONG TERM DEBT (224)

	Interest	Principal
Rate	# of Payments	Per Balance Sheet Date
%		φ -
%		
	-	N/A
	% % %	Rate # of Payments

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

TAXES ACCRUED (236)

(a)	WATER (b)	SEWER (c)	OTHER (d)	TOTAL (e)
Income Taxes: Federal income tax State income tax Taxes Other Than Income:	\$ -	<u>\$</u>	N/A	\$
State ad valorum tax Local property tax Regulatory assessment fee Other (Specify): Payroll Taxes	2,224 5,906 5,585	2,224 5,192 5,585		4,448 11,098 11,170
Total taxes accrued	\$ 13,715	\$ 13,001		\$ 26,716

PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES

Report all information concerning rate, management, construction, advertising, labor relations, public relations, or other similar professional services rendered the respondent for which aggregate payments during the year to any corporation, partnership, individual, or organization of any kind whatever, amounting to \$500 or more.

Name of Recipient	Water Amount	Wastewater Amount	Description of Service
Blue Septic Tank	\$	\$ 12,400	Sludge removal
CJN&W CPAs	5,453	5,453	Accounting
Davis Supply	14,536	6,115	Chemicals
Brickmyer Smolker Bolves	1,138	1,138	Legal Consultation
Florida Rural Water	273	273	Misc Supplies
J & B Accounting	8,925	8,204	Monthly customer billing service
Pugh Utility	10,650	20,979	Chemicals, repairs and maintenance, sludge removal
Rose Sundstrom	924	924	Legal Consultation
Sommers Irregation	670	24	Materials and Supplies; Maintence
US Water	3,250	750	Water & wastewater plant operations, testing
			& construction

YEAR OF REPORT December 31, 2012

CONTRIBUTIONS IN AID OF CONSTRUCTION (271)

(a)		Water (b)	Wastewater (c)	TOTAL (d)	
Balance first of year Add credits during year:		216,940	\$ 227,500	\$ 444,440	
Total 4.Deduct charges during year		216,940	227,500	444,440	
5.Balance end of year		216,940	227,500	444,440	
6.Less Accumulated Amortization	_	(172,038)	(201,207)	(373,245	
7.Net CIAC	\$	44,902	\$ 26,293	\$ 71,195	

ADDITIONS TO CONTRIBUTIONS IN AID OF CONSTRUCTION DURING YEAR (CREDITS)

Report below all developers of agreements from which cash received during the year.	Indicate "Cash" or "Property"	Water	Wastewater	
			\$ -	\$ -
Sub-total Report below all capacity cha		n charges	NONE	NONE
and customer connections ch year. Description of Charge				
None				
			1	

ACCUMULATED AMORTIZATION OF CIAC

		Water	Was	tewater	Total
Balance First of Year	\$	166,305	\$	196,721	\$ 363,026
Add Debits During Year:		5,733		4,486	 10,219
		-		-	
Deduct Credits During Year:				<u> </u>	
Balance End of Year (Must agree with line #6 above)	<u>\$</u>	172,038	\$	201,207	\$ 373,245

** COMPLETION OF SCHEDULE ONLY REQUIRED IF AFUDC WAS CHARGED DURING YEAR **

UTILITY NAME:

Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

YEAR OF REPORT December 31, 2012

SCHEDULE "A"

SCHEDULE OF COST OF CAPITAL USED FOR AFUDC CALCULATION (2)

CLASS OF CAPITAL (a)	Dollar Amount (1) (b)	Percentage of Capital 0	Actual Cost Rates (d)	Weighted Cost [c x d] (e)
Common Equity		%	%	%
Preferred Stock		%	%	%
Long Term Debt		%	%	%
Customer Deposits		%	%	%
Tax Credits - Zero Cost	-	%	%	%
Tax Credits - Weighted Cost		%	%	
Deferred Income Taxes		%	%	
Other (Explain)		%	%	
Total	<u> </u>	100.00 %		%

- (1) Should equal amounts on schedule B, Column (f), Page F-10.
- (2) Must be calculated using the same methodology used to calculate AFUDC rate approved by the Commission.

APPROVED AFUDC RATE

Current Commission approved AFUDC rate:	None %
Commission order approving AFUDC rate:	

** COMPLETION OF SCHEDULE ONLY REQUIRED IF AFUDC WAS CHARGED DURING YEAR **

UTILITY NAME:

Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

YEAR OF REPORT December 31, 2012

SCHEDULE "B"

SCHEDULE OF CAPITAL STRUCTURE ADJUSTMENTS

CLASS OF CAPITAL (a)	PER BOOK BALANCE (b)	0 Adjustments (c)	NON-JURIS. ADJUSTMENTS	OTHER (1) ADJUSTMENTS (e)	CAPITAL STRUCTURE USED FOR AFUDC CALCULATION (f)
Common Equity					-
Preferred Stock					
Long Term Debt					
Customer Deposits					
Tax Credits - Zero Cost					
Tax Credits - Weighted Cost					
Deferred Income Taxes					
Other (Explain)					
Total	-	-	-	-	-

(1) Explain below all adjustments made in Column (e):

WATER OPERATION SECTION

UTILITY NAME:

WATER UTILITY PLANT ACCOUNTS

Acct. No. (a)	Account Name (b)	PREVIOUS YEAR (c)	ADDITIONS (d)	RETIREMENTS (e) (1)	CURRENT YEAR (f)
301	Organization	\$ 38,693	\$ -	\$ -	\$ 38,693
302	Franchises		<u> </u>	-	-
303	Land and Land Rights	4,600	-	-	4,600
304	Structure and Improvements		6,906	-	58,545
305	Collecting and Impounding Reservoirs		-	-	-
306	Lake, River and Other Intakes_	-	-	_	-
307	Wells and Springs	43,465	29,183		72,648
308	Infiltration Galleries and Tunnels	-	-	-	-
309	Supply Mains	24,484	-	-	24,484
310	Power Generation Equipment_	20,505	-	-	20,505
311	Pumping Equipment	24,487	-	-	24,487
320	Water Treatment Equipment	83,028	-	-	83,028
330	Distribution Reservoirs and Standpipes	328,566	_	_	328,566
331	Transmission and Distribution	020,000			
001	Mains	251,987		-	251,987
333	Services	101,167	-	-	101,167
334	Meters and Meter Installations_	223,979	627	(470)	224,136
335	Hydrants	1,194	-		1,194
339	Other Plant and Miscellaneous Equipment	16,784	•	-	16,784
340	Office Furniture and Equipment		-	-	-
341	Transportation Equipment		-	-	
342	Stores Equipment		-	-	-
343	Tools, Shop and Garage Equipn		-	-	-
344	Laboratory Equipment	-	-	-	-
345	Power Operated Equipment	-	-	-	-
346	Communication Equipment	_	-	_	
347	Miscellaneous Equipment				
348	Other Tangible Plant	-	-	-	
	Total Water Plant	\$ 1,214,578	\$ 36,716	\$ (470)	\$ 1,250,824

NOTE: Any adjustments made to reclassify property from one account to another must be footnoted. Note (1): Adjustment to 2006 invoice

ANALYSIS OF ACCUMULATED DEPRECIATION BY PRIMARY ACCOUNT - WATER

ACCT. NO. (a)	ACCOUNT NAME (b)	Average Service Life in Years (c)	Average Salvage in Percen (d)	e t	Depr. Rate Applied (e)		Accumulated Depreciation Balance Previous Year (f)	Debits (g)	Credits (h)	Accum. Depr. Balance End of year (f-g+h=i) (i)
	Organization	40		%	2.50 %	4	\$ 8,376	\$	\$ 967	\$ 9,343
	Franchises		-	%		7	-			I
304	Structure and Improvements	28		%	3.57 %	1	14,414		1,967	16,381
	Collecting and Impounding Reservoirs		-	%	9	4			<u>-</u>	
306	Lake, River and Other Intakes			%		1				
307	Wells and Springs	27		%	3.70 %	14	30,726		2,150	32,876
308	Infiltration Galleries and			٠,		J				
	Tunnels			%	- 9	1			-	
	Supply Mains	32		%	3.13 %	7	10,426		765	11,191
	Power Generation Equipment	20	<u> </u>	%	5.00 %	1	20,505		<u> </u>	20,505
	Pumping Equipment	20		%	5.00 %	1	24,487			24,487
320	Water Treatment Equipment	28		%	3.57 %	4	83,028			83,028
330	Distribution Reservoirs and Standpipes	30		%	3.33 %	2/4	102,940		10,951	113,891
331	Transmission and Distribution	i i				ı			-	
1	Mains	40		%	2.50 %	4	89,936		6,300	96,236
333	Services	40		%	2.50	1	75,924		2,529	78,453
334	Meters and Meter Installations	20		%	5.00 %	74	87,741	(470)	13,178	100,449
	Hydrants	20		%	5.00 %	4	823		30	853
339	Other Plant and Miscellaneous Equipment	10		%		2/4	5,602		- 671	6,273
340	Office Furniture and Equipment			%		%				-
341	Transportation Equipment			%		7				
342	Stores Equipment			%		1				-
343	Tools, Shop and Garage Equipment			%		1/4	-			
344	Laboratory Equipment			%		14	-			-
345	Power Operated Equipment			%		14	-			
346	Communication Equipment			%	9	%				-
347	Miscellaneous Equipment	-		%		%				
348	Other Tangible Plant			%		*	-			-
	Totals						\$ 554,928	\$ (470)	\$ 39,508	\$ 593,966

^{*} This amount should tie to Sheet F-5

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

WATER OPERATION AND MAINTENANCE EXPENSE

Acct. No.	Account Name	Amount
601	Salaries and Wages - Employees	¢ 00.070
603	Salaries and Wages - Officers, Directors, and Majority Stockholders	\$ 29,070
604	Employee Pensions and Benefits	0.500
610	Purchased Water	
615	Purchased Power	
616	Fuel for Power Production	23,234
618	Chemicals	14,536
620	Materials and Supplies	14,536
630	Contractual Services:	1
i	Billing	
	Operator and Management	
	TestingOther	18.649
640	Rents	10,049
650	Transportation Expense	
655	Insurance Expense	
665	Regulatory Commission Expenses (Amortized Rate Case Expense)	
670	Bad Debt Expense	
675	Miscellaneous Expenses	3,697
	Total Water Operation and Maintenance Expense	\$ 106,289 *
	* This amount should tie to Sheet F-3.	

WATER CUSTOMERS

Description (a)	Type of Meter ** (b)	Equivalent Factor (c)	Number of Act Start of Year (d)	tive Customers End of Year (e)	Total Number of Meter Equivalents (c x e) (f)
Residential Service					
5/8"	D	1.0	803	809	809
3/4"	D	1.5			
1"	D	2.5			
1 1/2"	D,T	5.0			
General Service					
5/8"	D	1.0			
3/4"	D	1.5			
1"	D	2.5	1	1	3
1 1/2"	D,T	5.0	3	3	15
2"	D,C,T	8.0	7	7	56
3"	D	15.0			
3"	С	16.0	2	2	32
3"	Т	17.5			
Unmetered Customers		1.0			
Other (Specify):					
** D = Displacement C = Compound		Total	816	822	915
T = Turbine					

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

SYSTEM NAME: Buttonwood Bay

YEAR OF REPORT December 31, 2012

PUMPING AND PURCHASED WATER STATISTICS

MONTH (a)	Water Purchased For Resale (Omit 000's) (b)	Finished Water From Wells (Omit 000's) (C)	Recorded Accounted For Loss Through Line FlushIng Etc. (Omit 000's) (d)	Total Water Pumped And Purchased (Omit 000's) [(b)+(c)-(d)] (e)	Water Sold To Customers (Omit 000's)
lanuar		5 505		5 505	E 055
January		5,505 5,753		5,505 5,753	5,055 5,059
February		5,740		5,740	5,651
March		5,668	-	5,668	4,840
April		5,763		5,763	5,510
May		4,965		4,965	5,071
June		4,204		4,905	3,310
July				4,499	4,328
August		4,499			
September		3,638		3,638	3,137
October		4,025		4,025	3,738
November		5,578 4,999		5,578 4,999	4,018 4,834
December		60,337	-	60,337	54,551
If water is purchased for resa	ale, indicate the folio	owing:			

MAINS (Feet)

Kind of Pipe (Cast Iron, coated steel, etc.)	Diameter of Pipe	First of Year	Added	Removed or Abandoned	End of Year
Asbestos/Concrete	1"	250			250
Asbestos/Concrete	1 1/2"	200			200
Asbestos/Concrete	2"	23,710			23,710
Asbestos/Concrete	3"	6,040			6,040
Galvanized/PVC	4"	2,550			2,550
Galvanized/PVC	6"	1,750			1,750
Galvanized/PVC	8"	1,270			1,270
				-	

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

SYSTEM NAME: Buttonwood Bay

YEAR OF REPORT December 31, 2012

WELLS AND WELL PUMPS (If Available)

(a)	(b)	(c)	(d)	(e)
Year Constructed	1984	1984		
Types of Well Construction and Casing	Steel	Steel		
Depth of Wells Diameters of Wells	1,100'	1,100'		
Pump - GPM	450	450		
Motor - HP	30	30		
Motor Type * Yeilds of Wells in GPD Auxillary Power	.500mgd Diesel Generator	.500mgd Diesel Generator		
* Submersable, centrifugal, etc.				

RESERVOIRS

(a)	(b)	(c)	(d)	(e)
Description (steel, concrete) Capacity of Tank Ground of Elevated	Pneumatic 15,000 Elevated			

HIGH SERVICE PUMPING

(a)	(b)	(c)	(d)	(e)
MOTORS Manufacturer Type Rated Horsepower	None			
(a)	(b)	(c)	(d)	(e)
PUMPS Manufacturer Type	None			
Capacity in GPM Average Number of Hours Operated Per Day				
Auxiliary Power				

ÚTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

SOURCE OF SUPPLY

List for each source of supply (Ground, Surface, Purchased Water, etc):							
Gallons per day of source	.500mgd Deep Well	.500mgd Deep Well					

WATER TREATMENT FACILITIES

List for each Water Treatment Facility:		
Type Make	Chlorination W&J V-500	
Permitted Capacity (GPD)	1.0mgd	
High service pumping Gallons per minuteSee Page W-5	Unk	
Reverse Osmosis	N/A	
Lime treatment Unit Rating	N/A	
Filtration Pressure Sq. Ft	N/A	
Gravity GPD/Sq. Ft Disinfection	Mallana 8 Times	
Chlorinator Ozone	Wallace & Tiernan	
OtherAuxiliary Power	Diesel Generator	

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

SYSTEM NAME: Buttonwood Bay

YEAR OF REPORT December 31, 2012

OTHER WATER SYSTEM INFORMATION

	Fumish information below for each system not phys should be supplied	sically connected and where necess	with another facility. A separate page
1.	Present ERC's * the system can efficiently serve	915	outy.
2.	Maximum number of ERC's * which can be served	915	
3.	Present system connection capacity (in ERC's *) using e		915
4.	Future connection capacity (in ERC's *) upon service are		
5.		lity is built-out	inty to ball out
6.	Is the utility required to have fire flow capacity?	No No	
	If so, how much capacity is required?	N/A	
7.	Attach a description of the fire fighting facilities.	None	
8.	Describe any plans and estimated completion dates for a None		
9.	When did the company last file a capacity analysis report	t with the DEP?	None
10.	If the present system does not meet the requirements of	DEP rules, subr	nit the following:
	a. Attach a description of the plant upgrade necessary to	meet DEP rules	· .
	b. Have these plans been approved by DEP?	N/A	
	c. When will construction begin?	N/A	
	d. Attach plans for funding the required upgrading.	<u>N/A</u>	
	e. Is this system under any Consent Order with DEP?	No	
11.	Department of Environmental Protection ID #	5284075	
12.	Water Management District Consumptive Use Permit #	207139	
	a. Is the system in compliance with the requirements of the	he CUP?	Yes
	b. If not, what are the utility's plans to gain compliance?	N/A	
	* An ERC is determined based on one of the following m (a) if actual flow data are available from the preceding 12 Divide the total annual single family residence (SFR) residents (SFR) gallons sold by the average number period and divide the result by 365 days.	months: gallons sold by	
	(b) If no historical flow data available are available for use ERC = (Total SFR gallons sold (omit 000)/365 days/3		lay).

WASTEWATER OPERATION SECTION

WASTEWATER UTILITY PLANT ACCOUNTS

Acct. No. (a)	Account Name (b)	Previous Year (c)	Additions (d)	Retirements (e)	Current Year (f)	
		¢ 44.400	¢	•	¢ 44.420	
351	Organization	<u>\$ 41,438</u>	<u> </u>	<u>\$</u>	<u>\$ 41,438</u>	
352	Franchises	- 24 000				
353	Land and Land Rights	31,000	4 505		31,000	
354	Structure and Improvements	62,683			64,278	
355	Power Generation Equipment	-		<u> </u>		
360	Collection Sewers - Force	31,470			31,470	
361	Collection Sewers - Gravity	355,867	-	-	355,867	
362	Special Collecting Structures Services to Customers	-			-	
					202,334	
364	Flow Measuring Devices	3,287			3,287	
365	Flow Measuring Installations	-				
370	Receiving Wells	20,464	-		20,464	
371	Pumping EquipmentTreatment and Disposal Equipment	98,875			98,875	
380	Treatment and Disposal Equipment	330,082		-	330,082	
381	Plant Sewers	3,097		-	3,097	
382	Outfall Sewer Lines	-	-	-		
389	Other Plant and Miscellaneous					
	Equipment	15,994	-	-	15,994	
390	Office Furniture and Equipment	-	-	-	-	
391	Transportation Equipment	-	-	-	-	
392	Stores Equipment	-	_	-	-	
393	Tools, Shop and Garage Equipment	-	-	-	-	
394	Laboratory Equipment	-	-	-	-	
395	Power Operated Equipment	_	-	-	-	
396	Communication Equipment	-	-	-	-	
397	Miscellaneous Equipment	-	-	-	-	
398	Other Tangible Plant	-	-	-	-	
	Total Sewer Plant		\$ 1,595	\$ -	\$ 1,198,186	

^{*} This amount should tie to Sheet F-5

ANALYSIS OF ACCUMULATED DEPRECIATION BY PRIMARY ACCOUNT - WASTEWATER

		Average	Average		Accumulated			Accum. Depr.
Acct.		Service Life in	Salvage In	Depr. Rate	Depreciation Balance			Balance End of Year
No.	Account Name	Years	Percent	Applied	Previous Year	Debits	Credits	(f-g+h=i)
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
	Organization	40	%	2.50 %	9,030		1,036	10,066
	Franchises		%	%				-
354	Structure and Improvements	27	%	3.70 %	22,583		2,353	24,936
355	Power Generation Equipment		%			-		
360	Collection Sewers - Force		%	3.70 %	31,470	-		31,470
361	Collection Sewers - Gravity	40	%	2.50 %	273,400		6,466	279,866
362	Special Collecting	_					-	
	Structures (Lift Stations)		%	%	-			
363	Services to Customers	35	%	2.90 %	159,078	-	5,781	164,859
	Flow Measuring Devices		%	%	2,300		657	2,957
365	Flow Measuring Installations		%	%				•
370	Receiving Wells (Lift Stations)	15	%	6.70 %	5,449		819	6,268
•	Pumping Equipment	15	%	6.70 %	98,875			98,875
380	Treatment and Disposal Equipment	15	%	6.70 %	325,118		4,964	330,082
381	Plant Sewers	32	%	3.10 %	630	-	97	727
	Outfall Sewer Lines		%	%	-		-	
389	Other Plant and Miscellaneous			ł				
	Equipment	15	%	6.70 %	4,459		1,066	5,525
390	Office Furniture and Equipment		%	%				
391	Transportation Equipment		%	%				
392	Stores Equipment		%	%		1	(1)	
393	Tools, Shop and Garage Equipment		%	%				
394	Laboratory Equipment		%	%		-		
395	Power Operated Equipment		%	%				
396	Communication Equipment		%	%				
397	Miscellaneous Equipment		%	%			- _	<u>-</u>
398	Other Tangible Plant		%	%		-		
	Totals				932,392	1	23,238	955,631

^{*} This amount should tie to Sheet F-5

UTILITY NAME: Sun Communities Acquisitions LLC d/b/a Buttonwood Bay Utilities

WASTEWATER OPERATION AND MAINTENANCE EXPENSE

Acct. No.	Account Name		Amount
701	Salaries and Wages - Employees	<u> </u>	29,070
703	Salaries and Wages - Officers, Directors, and Majority Stockholders		
704	Employee Pensions and Benefits		2,526
710	Purchased Wastewater Treatment		
711	Sludge Removal Expense		14,845
715	Purchased Power		16,173
716	Fule for Power Production		
718	Chemicals		6,907
720	Materials and Supplies		2,370
730	Contractual Services:		
	Operator and Management		
	Testing		2,475
	Other		31,001
740	Rents		
750	Transportation Expense		
755	Insurance Expense		
765	Regulatory Commission Expenses (Amortized Rate Case Expense)		
770	Bad Debt Expense		
775	Miscellaneous Expenses		3,694
	Total Wastewater Operation and Maintenance Expense	s	109,061 *
	* This amount should tie to Sheet F-3.		

WASTEWATER CUSTOMERS

Description Type of Meter **		Equivalent Factor	Number of Active Customers Start End of Year		Total Number of Meter Equivalents (c x e) (f)		
(a) Residential Service	(b)	(c)	(d)	(e)	(1)		
		4.0	002	000	809		
5/8"	D	1.0	803	809	809		
3/4"	D	1.5	[I				
1"	D	2.5					
1 1/2"	D,T	5.0	•				
General Service							
5/8"	D	1.0					
3/4"	D	1.5					
1"	D	2.5					
1 1/2"	D,T	5.0					
2"	D,C,T	8.0	3	3	24		
3"	D	15.0					
3"	С	16.0	2	2	32		
3"	Т	17.5					
Unmetered Customers Other (Specify):		1.0	<u> </u>				
** D = Displacement C = Compound T = Turbine		Total	808	814	865		

	F	UMPING EQ	JIPMENT			
Lift station number Make or type and nameplate data of pump	#1 Hydro- Matic	#2 Hydro- Matic	#3 Hydro- Matic	#4 Hydro- Matic	 	
Year installed_ Rated capacity (GPM) Size (HP) Power: Electric Mechanical Nameplate data of motor	3HP x	1984 3HP x	1995 3HP x	1995 3HP x		

SERVICE CONNECTIONS Size (inches)_ 6" 6" Type (PVC, VCP, etc) PVC PVC Average length_____ 10' 15' Number of active service connections_____ 840 120 Beginning of year _ _ _ _ _ 840 120 Added during year_____ 0 Retired during year _ _ _ _ 306 End of year____ 426 534 Give full particulars concerning inactive connections

	COL	LECTING A	AND FORCE N	IAINS AND	MANHOLES	S		
	Collecting Mains					Force	Mains	
Size (inches) Type of main Length of main (nearest foot):	8" PVC	PVC			4" PVC			
Beginning of year Added during year Retired during year	23715	7,761			5,500			_
End of year	23715	7,761			5500_			

	MANHO	LES:		
Size	6"	8"	10"	
Type Number:	Precast			
Beginning of year Added during year(1)	87	<u>0</u> 18_	10	
Retired during year(1) End of year	75	18_	10	

UTILITY NAME:

TREATMENT PLANT

Manufacturer		
--------------	--	--

MASTER LIFT STATION PUMPS

		Barnes	Barnes		
Hydromatic	Hydromatic	Grinder	Grinder		
		Barnes	Barnes		
Hydromatic	Hydromatic	Grinder	Grinder		
3	3	3	3		
Electric	Electric	Electric	Electric		
		Hydromatic Hydromatic 3	Hydromatic Hydromatic Grinder Barnes Hydromatic Grinder 3 3 3	Hydromatic Hydromatic Grinder Grinder Barnes Barnes Hydromatic Grinder Grinder 3 3 3	Hydromatic Grinder Grinder Hydromatic Barnes Grinder 3 3 3 3 3

PUMPING WASTEWATER STATISTICS

	Gallons of	Effluent Reuse	Effluent Gallons
Months	Treated	Gallons to	Disposed of
	Wastewater	Customers	on site
January	3,031,000	NA	3,031,000
February	3,031,000		3,031,000
March	3,129,000		3,129,000
April	3,073,000		3,073,000
May	2,662,000		2,662,000
June	2,354,000		2,354,000
July	2,036,000		2,036,000
August	2,150,000		2,150,000
September	1,898,000		1,898,000
October	2,010,000		2,010,000
November	2,174,000		2,174,000
December	2,498,000		2,498,000
Total for year	30,046,000		30,046,000

If Wastewater Treatment is purchased, indicate the vendor:

YEAR OF REPORT December 31, 2012

OTHER WASTEWATER SYSTEM INFORMATION

Furnish information below for each system.	A separate page should t	pe supplied where necessary.
Present ERC's * that system can efficiently serve.	865	
2. Maximum number of ERC's * which can be served.	865	
3. Present system connection capacity (in ERC's *) using existing	g lines.	365
4. Future system connection capacity (in ERC's *) upon service	area buildout.	365
5. Estimated annual increase in ERC's * .	None	
Describe any plans and estimated completion dates for any e None	nlargements or improven	nents of this system.
If the utility uses reuse as a means of effluent disposal, attach provided to each, if known.	a list of the reuse end us N/A	sers and the amount of reuse
8. If the utility does not engage in reuse, has a reuse feasibility s	tudy been completed?	No
N/A		
9. Has the utility been required by the DEP or water managemen	nt district to implement re	use? N/A
If so, what are the utility's plans to comply with the DEP?	N/A	
10. When did the company last file a capacity analysis report wit	h the DEP?	N/A
 11. If the present system does not meet the requirements of DE a. Attach a description of the plant upgrade necessary to n b. Have these plans been approved by DEP? c. When will con N/A 		
d. Attach plans for funding the required upgrading.	N/A	
e. Is this system under any Consent Order of the DEP?	N/A	
11. Department of Environmental Protection ID #	FLA014348	
Use one of the following methods: (a) If actual flow data are available from the presidence (SFR) gallons sold by the averaperiod and divide the result by 365 days. (b) If no historical flow data are available, use ERC = (Total SFR gallons sold (Omit 000)	ge number of single fami	ily residence customers for the same

CERTIFICATION OF ANNUAL REPORT

I HEREBY CERTIFY, to the best of my knowledge and belief:

YES (X)	NO ()	Acco	utility is in substantial compliance with the Uniform System Of bunts prescribed by the Florida Public Service Commission ule 25-30.115 (1), Florida Administrative Code.
YES (X)	NO ()		utility is in substantial compliance with all applicable rules and ers of the Florida Public Service Commission.
YES (X)	NO ()	conce	re have been no communications from regulatory agencies cerning noncompliance with, or deficiencies in, financial reporting tices that could have a material effect on the financial statement of utility.
YES (X)	NO ()	opera inform affairs	annual report fairly represents the financial condition and results of ations of the respondent for the penod presented and other mation and statements presented in the report as to the business rs of the respondent are true, correct and complete for the period which it represents.
	ITEMS C	ERTIFIED	し、 へ
1. (X)	2. (X)	3. (X)	(signature of chie executive officer of the utility)
1.	2. ()	3.	4. () ** (signature of chief financial officer of the utility)

* Each of the four items must be certified YES or NO. Each item need not be certified by both officers. The items being certified by the officer should be indicated in the appropriate area to the left of the signature.

Notice:

Section 837.06, Florida Statutes, provides that any person who knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his duty shall be guilty of a misdemeanor of the second degree.

Reconciliation of Revenue to Regulatory Assessment Fee Revenue Water Operations Class C

Company: Sun Communities Acquistions, LLC d/b/a Buttonwood Bay Utilities

For the Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Accounts	Gross Water Revenues per Sch. F-3	Gross Water Revenues per RAF Return	Difference (b) - (c)
Gross Revenue:			
Residential	\$ 117,515	117,515	<u>s</u>
Commercial	13,728	13,728	
Industrial			
Multiple Family			
Guaranteed Revenues			
Other (Irrigation)			
Total Water Operating Revenue	\$ 131,243	\$ 131,243	\$
LESS: Expense for Purchased Water from FPSC-Regulated Utility		-	
Net Water Operating Revenues	\$ 131,243	\$ 131,243	\$

LESS: Expense for Purchased Water from FPSC-Regulated Utility	 <u>-</u>	 	 -
Net Water Operating Revenues	\$ 131,243	\$ 131,243	\$
Explanations:	 		

For the current year, reconcile the gross water revenues reported on Schedule F-3 with the gross water revenues reported

on the company's regulatory assessment fee return. Explain any differences reported in column (d).

Reconciliation of Revenue to Regulatory Assessment Fee Revenue

Wastewater Operations Class C

Company: Sun Communities Acquistions, LLC d/b/a Buttonwood Bay Utilities

For the Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Accounts	Gross Wastewater Revenues per Sch. F-3	Gross Wastewater Revenues per RAF Return	Difference (b) - (c)
Gross Revenue:			
Residential	108,775	\$ 108,775	\$
Commercial	6,610	6,610	
Industrial			
Multiple Family			
Guaranteed Revenues		-	
Other		=	
Total Wastewater Operating Revenue	\$ 115,385	\$ 115,385	\$
LESS: Expense for Purchased Wastewater from FPSC-Regulated Utility			
Net Wastewater Operating Revenues	\$ 115,385	\$ 115,385	\$

LESS: Expense for Purchased Wastewater from FPSC-Regulated Utility	 _	<u> </u>	
Net Wastewater Operating Revenues	\$ 115,385	\$ 115,385	\$
Explanations:		 	

For the current year, reconcile the gross water revenues reported on Schedule F-3 with the gross water revenues reported

on the company's regulatory assessment fee return. Explain any differences reported in column (d).