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November 22, 1996

BY FEDERAL EXPRESS

Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

RE: Application by United Water Florida Inc. For Adjustment
of Rates, Docket No. 960451-WS, ("Application")

Dear Ms. Bayo:

In connection with the above-referenced matter, please find
enclosed for filing the following documents:

1. Notice of Intent to Request Confidential Classification; *12593-96*
2. Notice of Filing and Deposit; and *12594-96*
3. A Motion for Protective Order, Including Request *12595-76*
for Confidential Classification

Please distribute the seven copies of the above-mentioned
documents in accordance with your usual procedures.

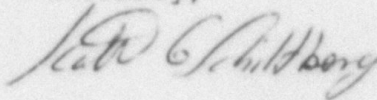
In addition, also enclosed pursuant to Rule 25-22.006, Florida
Administrative Code ("FAC"), are (i) two edited copies of the
document for which Confidential Classification has been requested,
and (ii) a highlighted copy of the document for which Confidential
Classification has been requested. The documents have been
enclosed in sealed envelopes. As provided by 25-22.006, FAC, under
no circumstances open the highlighted copy envelopes without an
Order from the Florida Public Service Commission directing you to
do so.

This Notice of Intent was filed with Confidential
Document No. *12596-96*. The document has
been placed in the confidential files pending
receipt of a request for confidential treatment.

Blanca Bayo, Director
November 22, 1996
Page 2

If you have any questions regarding this matter, please feel free to contact me.

Sincerely,



Scott G. Schildberg

SGS/msa

Enclosures

cc: Mr. David E. Chardavoyne
Mr. Walton F. Hill
Mr. Robert J. Iacullo
Mr. Richard A. Hensch
Mr. Frank J. McGuire
Mr. Munipalli Sambamurthi
Mr. James L. Ade
Ms. Rosanne G. Capeless
Mr. Harold McLean

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for Rate Increase)	DOCKET NO.:	960451-WS
in Duval, Nassau, and St. Johns)		
Counties by United Water Florida)		
Inc.)	Date Submitted for	
_____)	Filing:	November 22, 1996

MOTION FOR PROTECTIVE ORDER,
INCLUDING REQUEST FOR CONFIDENTIAL CLASSIFICATION

United Water Florida Inc. ("UWF"), United Water Resources Inc. ("UWR"), United Waterworks Inc. ("UWW"), and United Water Management and Services Inc. ("UWMS"), by and through the undersigned attorneys, hereby file this motion for protective order, including a request for confidential classification, and state as follows:

1. In Interrogatory No. 73 of the Staff's Second Set of Interrogatories to United Water Florida Inc. ("Interrogatory No. 73"), the Staff of the Florida Public Service Commission ("Commission") is requiring UWF to "provide the annual salary for

1995 and as projected for 1996 and 1997 for any person employed by UWR, UWW, and UWMS which is testifying in this case and/or which has charged time to the company during the historic test year 1995." A copy of Interrogatory No. 73 is attached as Schedule 1.

2. UWR, UWW, and UWMS are not parties of record to this rate case.

3. The information requested is proprietary confidential business information of UWR, UWW, UWMS, and their affiliates,

ACK _____
 AFA 1
 APP 1
 CAF _____
 CMU _____
 CTR _____
 EAC _____
 LEG 1
 LIN _____
 OPC _____
 RCH _____
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 WAS 3
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including UWF ("UW Companies"). The information (i) is owned or controlled by the UW Companies, (ii) is intended to be and is treated by the UW Companies as private in that disclosure of the information would cause harm to the business operations of the UW Companies, and (iii) has not been disclosed unless disclosed pursuant to a statutory provision, an order of court or administrative body, or a private agreement that provides that the information will not be released to the public.

4. Any consent by the UW Companies to allow certain representatives of the Office of Public Counsel, the Staff of the Commission, or any other person to inspect or examine the documents does not constitute a waiver of confidentiality.

5. As set forth in Section 367.156, Florida Statutes:

Any records provided pursuant to a discovery request for which proprietary confidential business information status is requested shall be treated by the commission and the office of Public Counsel and any other party subject to the public records act as confidential and shall be exempt from s. 199.07(1), pending a formal ruling on such request by the commission or the return of the records to the person providing the records.

6. The information requested in Interrogatory No. 73 is information on annual salaries of employees of UWR, UWW, and UWMS, the disclosure of which would impair the competitive business of the UW Companies. The information requested is not information on the salaries of employees of the regulated utility.

If outside parties, including competitors, acquire information as to the annual salaries of employees of the UW Companies, such parties could use such information to improve their ability to hire such employees away from the UW Companies. The disclosure of such information will impair the ability of the UW Companies to compete to retain their employees. The loss of such employees would be very harmful to the UW Companies and impair the ability of the UW Companies to compete in the marketplace.

If employees of the UW Companies acquire information as to the annual salaries of other employees of the UW Companies, the disclosure will also have adverse impacts on the UW Companies.

First, the employees with such knowledge will be better able to extract higher salaries from the UW Companies, thus increasing costs to the UW Companies and making the UW Companies less competitive. Such increased costs also would be allocated, in part to UWF, which would increase UWF's costs and require higher rates - both of which would adversely affect UWF's ratepayers.

Second, the disclosure of such information may adversely affect the morale at the UW Companies and increase dissention as employees discover the salaries of their fellow employees. Such informed employees may become resentful of other employees which will interfere with the working environment of the UW Companies and harm the ability of the UW Companies to compete in the marketplace.

The harm would be caused by the disclosure of individual salaries as well as the disclosure of all of the annual salaries.

Such reasons apply to each and every line of the four page document deposited with the Director of Records and Reporting in connection with this motion.

7. The UW Companies will be irreparably harmed if the information requested in Interrogatory No. 73 is released to the public or the public records, or is published, disseminated, or used, in any way.

8. In order to protect the confidential nature of such information, UWF, UWW, UWR, and UWMS hereby move the Commission to issue a protective order which does the following:

- a. Prohibits photocopying and the retention of the answer to Interrogatory No. 73 by any party or person other than representatives of the UW Companies, including, but not limited, to representatives of the office of Public Counsel and representatives of the Staff.
- b. Permits inspection and review of the answer to Interrogatory No. 73 only by Rosanne G. Capeless and Harold McLean upon their written agreement to prohibit the publication, dissemination, or use of the information.

- c. In the event that anyone is allowed or permitted to inspect or review any of the answer to Interrogatory No. 73, requires such persons to execute a confidentiality agreement acceptable to the UW Companies.
- d. Finds that the answer to Interrogatory No. 73 is within the Confidential Classification, as defined in Section 367.156, Florida Statutes, and Rule 25-22.006, Florida Administrative Code.
- e. Provides all other relief required, necessary, or desirable, including such relief as set forth in Section 367.156, Florida Statutes; Rule 1.280(c), Rules of Civil Procedure; Rule 25-22.006, Florida Administrative Code, and Order No. PSC 96-1230-PCO-WS.

9. Harold McLean has advised me that the Office of Public Counsel does not oppose the request for confidential classification.

WHEREFORE, UWF, UWR, UWW, AND UWMS request that the Commission classify UWF's answer to Interrogatory No. 73 as confidential information and issue a protective order consistent with the provisions set forth above.

Dated this 22nd day of November, 1996.

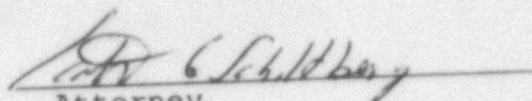
Respectfully submitted,

MARTIN, ADE, BIRCHFIELD &
MICKLER, P.A.

By: *Scott G. Schildberg*
James L. Ade
Florida Bar No. 0000460
Scott G. Schildberg
Florida Bar No. 0613990
3000 Independent Square
Jacksonville, FL 32202
Telephone: (904) 354-2050

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the original and seven copies of the Motion for Protective Order, Including Request for Confidential Classification have been furnished by Federal Express this 22nd day of November, 1996 to Blanca Bayo, Director, Division of Records and Reporting, Florida Public Service Commission, 2450 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, and a copy of the foregoing has been furnished to Rosanne G. Capeless, Attorney for the Staff of the Florida Public Service Commission, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, and to Harold McLean, Esquire, Office of Public Counsel, c/o The Florida Legislature, 111 W. Madison Street, Room 812, Tallahassee, Florida 32399-1400, by Federal Express, this 22nd day of November, 1996.


Attorney

COMMISSION STAFF'S SECOND SET OF INTERROGATORIES TO UNITED WATER
FLORIDA, INC.
DOCKET NO. 960451-WS

73. Please provide the annual salary for 1995 and as projected for 1996 and 1997 for any person employed by UWR, UWW, and UWM&S which is testifying in this case and/or which has charged time to the company during the historic test year 1995.

Schedule 1