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August 26, 1998

Ms. Blanca S. Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Betty Easley Conference Center, Room 110  
Tallahassee, Florida 32399-0850

**HAND DELIVERY**

RECEIVED-FPSC  
58 AUG 26 PM 4:43  
RECORDS AND REPORTING

Re: Hudson Utilities, Inc.

Dear Ms. Bayo:

The following documents are delivered with this letter for filing:

1. The original and seven copies of Hudson Utilities, Inc.'s Petition for Approval of Application for Amendment of Certificate No. 104-S; *981079-SU*
2. The original and twelve copies of Hudson Utilities, Inc.'s Application for Amendment of Certificate No. 104-S;
3. The original and seven copies of Hudson Utilities, Inc.'s Petition for Approval of Application for Transfer of Majority Organizational Control and for Name Change; *981080-SU*
4. The original and twelve copies of Hudson Utilities, Inc.'s Application for Transfer of Majority Organizational Control;
5. The original and four copies of Hudson Utilities, Inc.'s Application for Name Change, and the original and two copies of Hudson Utilities, Inc.'s revised tariff filed in connection with its Application for Name Change; and *981081-SU*
6. Two checks for the filing fees; one in the amount of \$1,750.00 for the application for Amendment of Certificate; and the other in the amount of \$2,250.00 for the Application for Transfer of Majority Organizational Control.

RECEIVED & FILED

*Kay J. [Signature]*  
FPSC-BUREAU OF RECORDS

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:  
*[Signature]*

DOCUMENT NUMBER-DATE

09319 AUG 26 98

RECORDS AND REPORTING

Ms. Blanca S. Bayo, Director

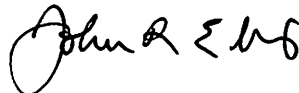
Page 2

August 26, 1998

Please acknowledge receipt of these documents by stamping the extra copy of this letter "filed" and returning the same to me.

Thank you for your assistance with this filing.

Sincerely,

A handwritten signature in black ink, appearing to read "John R. Ellis". The signature is written in a cursive style with a large initial "J" and "E".

John R. Ellis

JRE/rl

Enclosures

Hud.tra

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Applications for Transfer of Majority )  
Organizational Control and for Name )  
Change by Hudson Utilities, Inc. )  
\_\_\_\_\_)

Docket No. 981080-SU

Filed: August 26, 1998

**HUDSON UTILITIES, INC.'S  
PETITION FOR APPROVAL OF APPLICATION  
FOR TRANSFER OF MAJORITY ORGANIZATIONAL  
CONTROL AND FOR NAME CHANGE**

Hudson Utilities, Inc. ("Hudson"), by and through its undersigned attorneys, and pursuant to Sections 367.071 and 367.121, Florida Statutes and Rules 25-30.030, 25-30.032, 25-30.037(3) and 25-30.039, Florida Administrative Code, hereby files this Petition requesting the Florida Public Service Commission ("Commission") to approve its Application for Transfer of Majority Organizational Control ("Application for TMOC") filed herewith. Pursuant to the Application, Hudson requests Commission approval of the transfer of a majority ownership interest to Hudson's consulting engineer, Charles E. Griffin, and its general manager, Mathew S. Griffin, and the granting of an option to purchase an ownership interest to its construction lender, WRH Mortgage, Inc. Pursuant to this Petition, Hudson also requests Commission approval of its Application for Name Change deleting its fictitious name, "dba Hudson Bay Company." In support of this Petition and these Applications, Hudson states as follows:

- 1. All notices, pleadings and orders should be directed to:

Kenneth A. Hoffman, Esq.  
John R. Ellis, Esq.  
Rutledge, Ecenia, Underwood, Purnell  
& Hoffman, P.A.  
P. O. Box 551  
Tallahassee, FL 32302  
(850) 681-6788 (Telephone)  
(805) 681-6515 (Telecopier)

Mathew S. Griffin  
Hudson Utilities, Inc.  
14334 Old Dixie Highway  
Hudson, Florida 34667  
(813) 863-0205 (Telephone)  
(813) 869-5913 (Telecopier)

DOCUMENT NUMBER-DATE

09319 AUG 26 88

FPSC-RECORDS/REPORTING

2. Hudson's complete name and address are as follows:

Hudson Utilities, Inc.  
14334 Old Dixie Highway  
Hudson, Florida 34667

3. Hudson requests Commission approval of the transfer from its president and former sole shareholder, Robert M. Bamman, of a 44% ownership interest to its consulting engineer, Charles E. Griffin; of a 2.5% ownership interest to Mathew S. Griffin, its general manager; and of an option to purchase a 9.5% ownership interest granted to its construction lender, WRH Mortgage, Inc.

4. As stated in Exhibit A to Hudson's Application for TMOC, Robert Bamman, as sole owner and president of Hudson, determined that it was in the best interests of the utility and its customers to expand ownership of the utility to two members of Hudson's existing management team. Those two persons are Mr. Charles E. Griffin, a professional engineer with 35 years of experience in the design, construction, operation and maintenance of water and wastewater facilities, who has served Hudson since 1989; and Mr. Mathew S. Griffin, who has four years of experience in utility management with Hudson and eight years of experience in land surveying, computer programming and operation, and public relations and administration.

5. As stated in Exhibit D to the Application for TMOC, Charles Griffin was retained by Hudson in March, 1989 to develop the engineering studies and financial projections necessary to obtain construction loans and long term financing for Hudson's planned expansion.<sup>1</sup> In 1995,

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<sup>1</sup>Order No. 23810, issued November 27, 1990 in Docket No. 900293-SU, notes Hudson's projected extraordinary growth in customers and aggressive expansion plan, at 90 F.P.S.C. at 11:378, 379.

Charles Griffin purchased a 49% interest in the corporation, and his son, Mathew Griffin, purchased a 2% interest in the corporation.<sup>2</sup> In May, 1997, Robert Bamman and Charles Griffin each sold a 5% ownership interest back to the corporation in order to grant an option to purchase a 9.5% interest to Hudson's subordinate lender, WRH Mortgage, Inc., and the remaining .5% interest was sold to Mathew Griffin.<sup>3</sup> The resulting distribution of Hudson's stock, as stated in Exhibit C to the Application for TMOC, is:

Robert Bamman	88 shares
Charles E. Griffin	88 shares
Mathew S. Griffin	5 shares
Treasury Stock	19 shares
<u>(Under Option to WRH Mortgage, Inc.)</u>	_____
Total Shares Issued	200 shares

6. The stock option agreement grants WRH Mortgage, Inc. an option to purchase nineteen shares at a price of \$250 per share for a period of six years from the date of closing on a loan in the amount of \$650,000, subordinate to a loan to Hudson in the amount of \$4,500,000 from Republic Bank.<sup>4</sup>

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<sup>2</sup>Exhibit C to the Application for Transfer provides copies of the corporate minutes of the March 29, 1995 special reorganizational meeting of shareholders of Hudson Utilities, Inc., reflecting the purchases.

<sup>3</sup>Exhibit C to the Application for Transfer provides copies of the corporate minutes of the May 6, 1997 special meeting of the shareholders of Hudson Utilities, Inc. reflecting the sales.

<sup>4</sup>The corporate minutes of the May 6, 1997 meeting reflect the amounts of the loans and the granting of the stock option.

7. The complete name and address of the seller of the shares of Hudson is:

Robert Bamman  
Hudson Utilities, Inc.  
14334 Old Dixie Highway  
Hudson, Florida 34667

The complete names and address of the buyers of the shares of Hudson are:

Charles E. Griffin and Mathew S. Griffin  
Hudson Utilities, Inc.  
14334 Old Dixie Highway  
Hudson, Florida 34667

Neither Charles Griffin nor Mathew Griffin owns an interest in any other water or wastewater utility, as stated in Exhibit B to the Application for TMOC. No financing was required for their purchase of their ownership interests at the book value of \$120 per share, as stated in Exhibit D to the Application for TMOC and in the corporate minutes of the May 6, 1997 special meeting of the shareholders of Hudson, copies of which are provided with Exhibit C to the Application for TMOC.

8. Exhibit A to the Application for TMOC provides a summary of the technical and financial integrity of Hudson and its three owners, Robert Bamman, Charles Griffin and Mathew Griffin, and provides their representation that the restructured ownership and management group will fulfill the commitments, obligations and representations of Hudson with regard to utility matters.

9. Exhibit F to the Application for TMOC provides a statement from Charles Griffin and Mathew Griffin, as buyers, that Hudson's sanitary sewer collection and transmission systems are in satisfactory condition and are in compliance with all applicable standards set by the Department of Environmental Protection.

10. Hudson's affidavits regarding notice of the Application for TMOC will be filed as late-filed exhibits to the Application.

11. Hudson also requests approval of its Application for Name Change filed herewith pursuant to Rule 25-30.039, Florida Administrative Code. The purpose of the name change is to delete Hudson's fictitious name, "dba Hudson Bay Company."

12. Order No. 23810, issued November 27, 1990 in Docket No. 900293-SU, approved the adoption of the fictitious name "dba Hudson Bay Company," to avoid customer confusion with a water utility, Hudson Waterworks. However, Hudson has not used the fictitious name Hudson Bay Company for a number of years, and no longer believes it is necessary to do so.

13. As part of its Application for Name Change, Hudson is submitting a new tariff deleting "dba Hudson Bay Company" and adopting the Commission's current tariff form language. In all other respects Hudson's new tariff is identical to its tariff currently on file with the Commission.

14. A copy of a certificate from the State of Florida reflecting the name of the utility, Hudson Utilities, Inc., is enclosed with Hudson's Application for Name Change as Exhibit B.

15. Exhibit D to Hudson's Application for Name Change is a copy of a proposed notice to all customers reflecting the name change.

16. Exhibit F to Hudson Application's for Name Change is a copy of Certificate No. 104-S, issued by the Commission on June 19, 1973 by Order No. 5781 in Docket No. C-72696-S. The original Certificate No. 104-S was lost in 1993.

17. Hudson represents that all of the information required by Rule 25-30.037(3), Florida Administrative Code, in connection with its Application for TMOC, and all of the information

required by Rule 25-30.039, Florida Administrative Code, in connection with its Application for Name Change, is included within the enclosed Applications and exhibits.

WHEREFORE, Hudson requests that the Commission issue an order granting this Petition and approving Hudson's applications for approval of transfer of majority organizational control and for name change as set forth above.

Respectfully submitted,

  
\_\_\_\_\_  
KENNETH A. HOFFMAN, ESQ.  
JOHN R. ELLIS, ESQ.

Rutledge, Ecenia, Underwood, Purnell & Hoffman, P.A.  
P. O. Box 551  
Tallahassee, FL 32302  
(850) 681-6788

Hudson2.app



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OF COUNSEL:  
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GOVERNMENTAL CONSULTANTS:  
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AMY J. YOUNG

DEPOSIT  
D 834

DATE TELEPHONE (850) 681-6788  
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AUG 27 1998

August 26, 1998

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HUDSON UTILITIES, INC. D/B/A 05-97  
HUDSON BAY COMPANY  
ANNUAL PAYMENT HOLDING ACCOUNT  
14334 OLD DIXIE HWY.  
HUDSON, FL 34667

63-886/631-027

1006

PAY TO THE ORDER OF Florida Public Service Commission \$ 2,250.00  
Two thousand two hundred fifty and XX 100 DOLLARS 

Aug 04, 1998



GULFVIEW SQUARE OFFICE  
9501 U.S. HIGHWAY 19  
PORT RICHEY, FLORIDA 34668  
1-800-MY BANK 1

FOR Application Fee for Transfer of Majority Organizational Control

⑈001006⑈

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AMY J. YOUNG

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**D 834**

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**AUG 27 1998**

August 26, 1998

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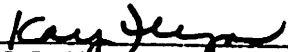
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