

Commissioners:
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DIVISION OF REGULATORY OVERSIGHT
DANIEL M. HOPPE, DIRECTOR
(850) 413-6480

Public Service Commission

August 30, 2000

Mr. Carl J. Wenz
2335 Sanders Rd.
Northbrook, Illinois 60062

Re: Docket No. 000793-WS: Application for transfer of facilities from Bartelt Enterprises, Inc, holder of Certificates Nos. 484-W & 421-S in Pasco County to Utilities, Inc. of Florida, holder of Certificate Nos. 107-W & 229-S and cancellation of Certificate Nos. 484-W and 421-S.

Dear Mr. Wenz:

The above referenced application has been received and reviewed by my staff. This letter is a follow up to the review and subsequent telephone call to Mr. Martin S. Friedman concerning deficiencies which need to be cured and additional clarifications or corrections necessary to process the application.

Deficiencies

1. Copy of sales contract: Pursuant to Rule 25-30.037(2)(g) and (h), F.A.C., a copy of the contract for sale and all auxiliary or supplemental agreements are to be submitted. The agreements shall include, if applicable:
 - (a) Purchase price and terms of payment.
 - (b) A list of and the dollar amount of the assets purchased and liabilities assumed or not assumed, including those of nonregulated operations or entities.
 - (c) A description of all consideration between the parties, for example, promised salaries, retainer fees, stock, stock options, assumption of obligations.

The contract for sale shall also provide for the disposition, where applicable, of the following:

- (1) Customer deposits and interest thereon;
- (2) Any guaranteed revenue contracts;

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- (3) Developer agreements;
- (4) Customer advances;
- (5) Debt of the utility; and
- (6) Leases.

A copy of the sales contract was received. However, none of the exhibits referenced in the contract were included nor were items 1-6 above addressed. Please provide the missing information. Please provide the date the closing actually took place.

2. Additional statements: Pursuant to Rule 25-30.037(2)(j), F.A.C., a statement is to be provided which addresses: how the transfer is in the public interest; a summary of the buyer's experience; a showing of the buyer's financial ability to provide service; and that the buyer will fulfill the commitments, obligations and representations of the seller with regard to utility matters. The application does contain statement addressing how the transfer is in the public interest, a summary of the buyer's experience, and a showing of the buyer's financial ability to provide service. However, no statement was provided about the buyer fulfilling the commitments, obligations and representations of the seller with regard to utility matters. Please provide a statement addressing the missing subject area.
3. Evidence of ownership: Pursuant to Rule 25-30.037(2)(q), F.A.C., evidence that the utility owns the land upon which the utility treatment facilities are located is to be provided. A copy of an unrecorded corporate warranty deed was provided with your application. Please provide a copy of the recorded corporate warranty deed.
4. Notices of actual application: Pursuant to Rule 25-30.030, F.A.C., specific styled notices are to be submitted to government bodies and other utilities as well as customers and for publication. The required affidavit for noticing of "government bodies and other utilities" was not submitted. Please provide the required affidavit.
5. Transfer without prior Commission approval: Pursuant to Section 367.071, Florida Statutes, no transfer is to take place without prior Commission approval. This section was modified effective June 11, 1999, to allow for transfer prior to commission approval if the contract for sale, assignment, or transfer is made contingent upon commission approval. Therefore, if the closing took place prior to June 11, 1999, or if the sales contract did not have wording making the contract contingent upon approval of the Commission, please provide a statement explaining why the closing took place prior to receiving Commission approval.

Additional Information

You have provided an old and a new legal description for the Bartelt territory. Please submit a map with each description, clearly identifying each.

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The original and four copies of the response to the information requested in this letter should be filed with the Commission on or before **October 31, 2000**. When filing the response, please be sure to reference the docket and to direct the response to :

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

Should you have any questions concerning the information requested in this letter, please contact Ms. Stephanie Clapp, of my staff, at (850) 413-6997.

Sincerely,



**Patti Daniel
Chief, Bureau of Certification**

PD/sc

cc: Division of Water and Wastewater (lowe, Messer, Clapp, Walden)
Division of Legal Services (Crosby)
Division of Records and Reporting
Mr. Martin Friedman