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JAMES L ADE
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June 20, 2001

RECEIVED
FEDERAL PUBLIC SERVICE COMMISSION
01 JUN 21 AM 9 23
MAIL ROOM

VIA FEDERAL EXPRESS

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

Re: Application for Transfer of Majority Organizational Control of Southlake Utilities, Inc., ("Southlake") Docket No. 010507-WS

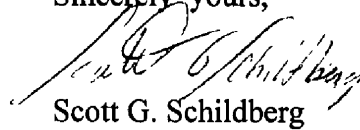
Dear Ms. Bayo:

In connection with the above-referenced matter, please find enclosed for filing an original and seven (7) copies of a Notice of Filing Affidavit and an original and twelve (12) copies of a Late Filed Exhibit F-3, an Affidavit of the mailing of the Notice of the Application to the customers of Southlake.

Please file the enclosed originals and distribute the copies in accordance with your usual procedures.

If you have any questions or comments regarding this matter, please do not hesitate to call me.

Sincerely yours,



Scott G. Schildberg

- APP —
- CAF — **SGS:arh**
- CMP — Enclosures
- COM —
- CTR —
- ECR — **Cc: Robert L. Chapman, III**
- LEG — **William J. Deas**
- OPC —
- PAI —
- RGO —
- SEC —
- SER —
- OTH *cover letter*

DOCUMENT NUMBER-DATE

07701 JUN 21 2001

FPSC-RECORDS REPORTING

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for Transfer)
of Majority Organizational Control)
of Southlake Utilities, Inc.)
_____)

DOCKET NO. 010507-WS

DATE SUBMITTED FOR FILING
June 20, 2001

NOTICE OF FILING AFFIDAVIT

Southlake Utilities, Inc. ("Southlake") by and through its undersigned attorneys, hereby files an original and twelve copies of the Affidavit of Mailing to its customers of the Notice of Application for Transfer of Majority Organizational Control, which has been labeled Late Filed Exhibit F-3.

Dated this 20th day of June, 2001.

Respectfully submitted,

ADE & SCHILDBERG, P.A.

By: *James L. Ade*

James L. Ade
Florida Bar No. 0000460
Scott G. Schildberg
Florida Bar No. 0613990
One Independent Drive
Suite 2000
Jacksonville, FL 32202
Telephone: (904) 358-8818

Attorneys for Southlake
Utilities, Inc.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the original and seven copies of the Notice of Filing Affidavit has been furnished by Federal Express this 20th day of June 2001, to Blanca Bayo, Director, Division of Records and Reporting, Florida Public Service Commission, 2540 Shumard Oak Boulevard, Betty Easley Building, Room 110, Tallahassee, Florida 32399-0850.



Attorney

AFFIDAVIT

STATE OF NORTH CAROLINA)
COUNTY OF DURHAM)

BEFORE ME, the undersigned authority, this day personally appeared ROBERT L. CHAPMAN, III, who, after being by me first duly sworn, deposes, and says that:

1. My name is Robert L. Chapman III and I am the President of Southlake Utilities, Inc.

2. That he is over the age of eighteen, of sound mind, capable of making this Affidavit, and that in his capacity as President of Southlake Utilities, Inc., he has actual knowledge of the facts and representations set forth in this Affidavit.

3. That on June 11, 2001, he caused a copy of the Notice of Application for Transfer of Majority Organizational Control ("Notice"), a copy of which is attached as Exhibit A, to be provided to the customers of Southlake Utilities, Inc.

FURTHER AFFIANT SAYETH NOT.

Robert L. Chapman III
ROBERT L. CHAPMAN

Sworn to and subscribed before me this 18th day of June, 2001, by ROBERT L. CHAPMAN, who

- is personally known to me
- produced a North Carolina Driver's License as identification # _____

Cheryl Sweeney
Notary Public, State of
North Carolina
Printed: CHERYL SWEENEY
My Commission Expires: 6-28-2005
Commission No.: _____

DOCUMENT NUMBER-DATE
07701 JUN 21 06

Southlake Utilities, Inc.
Post Office Box 6209
Tallahassee, Florida 32314
(888) 876-FLOW

NOTICE OF APPLICATION
FOR TRANSFER OF MAJORITY
ORGANIZATIONAL CONTROL

Notice is hereby given this 11th day of June, 2001, pursuant to Section 367.071, Florida Statutes, of the Application for the Transfer of Majority Organizational Control of Southlake Utilities, Inc., from Southlake, Inc., and Robert L. Chapman, III, to Southlake Utilities Investments, L.L.C. Southlake Utilities, Inc., provides water and wastewater service in Lake County, Florida, pursuant to Certificate Nos. 533-W and 464-S. The certificated service area of Southlake Utilities, Inc., is located in Sections 25, 26, 27, 34, 35, and 36, Township 24, South, Range 26 East, Lake County, Florida. For further information on the certificated service area of Southlake Utilities, Inc., please contact Southlake Utilities, Inc., at (352) 394-8898 or 710 Avenida Cuarta, No. 204, Clermont, Florida 34711.

Any objection to the application must be made in writing and filed within thirty days from this date with the Director, Division of Records and Reporting, Florida Public Service Commission, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850. A copy of said objection should be mailed to the applicants to the following address: c/o Southlake Utilities Investments, L.L.C., c/o Scott G. Schildberg, Esquire, Ade & Schildberg, P.A., One Independent Drive, Suite 2000, Jacksonville, Florida 32202.

Exhibit A