

STATE OF FLORIDA
BEFORE THE PUBLIC SERVICE COMMISSION

JOINT APPLICATION FOR APPROVAL OF :
THE ACQUISITION BY PHILADELPHIA :
SUBURBAN CORPORATION OF THE :
STOCK OF AQUASOURCE UTILITY, INC. :
AND THE RESULTING TRANSFER OF A :
CONTROLLING INTEREST IN (1) :
ARREDONDO UTILITY COMPANY, INC., :
(2) CRYSTAL RIVER UTILITIES, INC., :
(3) JASMINE LAKES UTILITIES :
CORPORATION, (4) LAKE SUZY :
UTILITIES, INC., AND (5) OCALA :
UTILITIES, INC. :

DOCKET NO.

021023-WS

EMERGENCY PETITION FOR VARIANCE OR WAIVER
OF RULES 25-30.037(3)(i), (j) and (k), and 25-30.030(4)(c),
FLORIDA ADMINISTRATIVE CODE

AQUASOURCE UTILITY, INC., by and through its undersigned attorneys and pursuant to Section 120.542, Florida Statutes, hereby petitions the Florida Public Service Commission for a variance or waiver of certain requirements of Rules 25-30.030 and 25-30.037, Florida Administrative Code, as specifically identified below. In support of this Petition, AquaSource Utility, Inc., asserts the following:

1. The name and address of the Petitioner is:

AquaSource Utility, Inc.
411 Seventh Avenue
Pittsburgh, PA 15219

2. The name, address and telephone number of the person to contact concerning this Application is:

Martin S. Friedman, Esquire
Rose, Sundstrom & Bentley, LLP
650 S. North Lake Boulevard, Suite 420
Altamonte Springs, FL 32701
PHONE: (407)830-6331
FAX: (407)830-8522
mfriedman@rsbattorneys.com

DOCUMENT NUMBER-DATE

10801 OCT-78

FPSC-COMMISSION CLERK

3. The transfer of majority organizational control of AquaSource Utility, Inc., renders a number of provisions of the Florida Administrative Code inapplicable.

4. The requested waiver or variance is needed because the statutory time period to consider a waiver or variance, when added to the time within which the Commission has to act upon a transfer of majority organizational control may delay the closing on the transfer. Regulatory approvals are required for AquaSource Utility, Inc., and its many subsidiary operating companies in 12 states and it is unreasonable for AquaSource Utility, Inc., to expend the necessary funds in other regulatory jurisdictions before proceeding in Florida. The emergency and immediate and adverse result unless the variance or waiver is granted is similar to that which this Commission found as sufficient in Order Nos. PSC-99-2422-PAA-WS and PSC-01-1647-PAA-WS.

5. Rule 25-30.030(4)(c), Florida Administrative Code.

This provision requires that the notice of the transfer application include "a description using township, range and section reference" of the territory being transferred. Many of the territories which are affected by this proceeding are not certificated to AquaSource Utility, Inc., but are certificated to five subsidiaries operating in nine Florida counties. AquaSource Utility, Inc., requests that it be allowed to send an identical one page notice to all of the customers of itself and each subsidiary without reference to a territory description. The proposed notice

would be substantially in the form attached hereto. This waiver or variance of this Rule is justified since this is a proceeding for the approval of the majority organization control of AquaSource Utility, Inc., which is the parent company of the utility subsidiaries regulated by this Commission. The customer knows the name of the utility providing service which is the important fact, not a lengthy legal description. The purpose of the underlying rule is to provide customers with notice of a point of entry to comment upon a proposed transfer. This is accomplished by the attached notice. This Commission approved a similar notice in Order Nos. PSC-99-2422-PAA-WS and PSC-01-1647-PAA-WS. Further, in order for AquaSource Utility, Inc., to go forward with the filing of its Application pending approval of a waiver or variance, AquaSource Utility Inc., requests a waiver or variance from the time requirements of Rule 25-30.030(5), (6) and(7), Florida Administrative Code. AquaSource Utility, Inc., requests it be allowed to mail the notices within ten (10) days of the Commission's approval of the Notice.

6. Rule 25-30.037(3)(i), Florida Administrative Code.

This Rule requires an applicant for approval of the transfer of majority organizational control to file evidence that it owns the land upon which the treatment plants are located. Since the proposed transfer does not affect the title to real estate, providing this documentation will serve no useful purpose. Evidence of ownership of such land has been provided in connection

with various proceedings by AquaSource Utility, Inc., and by each of the subsidiaries. This Commission reached a similar result in Order Nos. PSC-00-0475-FOF-WS and PSC-01-1647-PAA-WS.

7. Rule 25-30.037(3)(j), Florida Administrative Code.

An applicant for approval of a change in majority organizational control pursuant to this Rule must file the original and two copies of tariff sheets reflecting the change in ownership. Due to the nature of the transfer, there are no tariff changes necessary and refileing existing tariffs would serve no useful purpose.

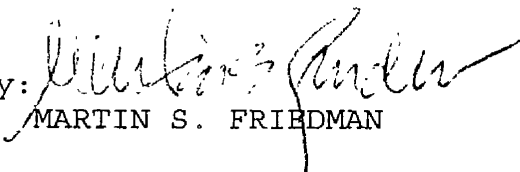
8. Rule 25-30.037(3)(k), Florida Administrative Code.

Since there are no changes in ownership of AquaSource Utility, Inc., or any of the subsidiaries as a result of the transfer, filing the Certificates would serve no useful purpose.

WHEREFORE, AquaSource Utility, Inc., requests this Commission, on an emergency basis pursuant to Rule 28-10.004(2), Florida Administrative Code, grant a waiver or variance as requested herein.

Respectfully submitted on this
4th day of October, 2002, by:

ROSE, SUNDSTROM & BENTLEY, LLP
650 S. North Lake Boulevard
Suite 420
Altamonte Springs, FL 32701
PHONE: (407) 830-6331
FAX: (407) 830-8522

By: 
MARTIN S. FRIEDMAN

**NOTICE OF APPLICATION FOR A TRANSFER
OF MAJORITY ORGANIZATIONAL CONTROL
LEGAL NOTICE**

Notice is hereby given on the ___ day of _____, 2002, pursuant to Section 367.071, Florida Statutes, of the application for transfer of majority organizational control of AquaSource Utility, Inc., to Philadelphia Suburban Corporation. THIS APPLICATION IS NOT A REQUEST TO CHANGE THE RATES OF AQUASOURCE UTILITY, INC., OR ANY OF THE BELOW LISTED SUBSIDIARIES. The following are the Utilities which are certificated by the Florida Public Service Commission, which are affected by this proceeding, and their counties of operation:

AquaSource Utility, Inc. Highlands, Lake, Lee, Polk
Arredondo Utility Company, Inc. Alachua
Crystal River Utilities, Inc. . . Lake, Palm Beach, Polk, Sumter
Jasmine Lakes Utilities Corporation Pasco
Lake Suzy Utilities, Inc. DeSoto, Charlotte
Ocala Oaks Utilities, Inc. Marion

Any objection to the said application must be made in writing and filed within thirty (30) days from this date to the Director, Division of Commission Clerk and Administrative Services, Florida Public Service Commission, 2540 Shumard Oaks Boulevard, Tallahassee, FL 32399-0850. A copy of said objection should be mailed to the attorney for the applicant who is: Martin S. Friedman, Esquire, Rose, Sundstrom & Bentley, LLP, 650 S. North Lake Boulevard, Suite 420, Altamonte Springs, FL 32701.