

ORIGINAL

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June 17, 2003

030542-WS

HAND DELIVERY

COMMISSION
CLERK

JUN 17 PM 2:34

RECEIVED FPSC

Ms. Blanca Bayo, Director
Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Re: In re: Application by Florida Water Services Corporation for Acknowledgment of Transfer of Nassau County Land and Facilities to Nassau County, and Cancellation of Certificate Nos. 171-W and 122-S

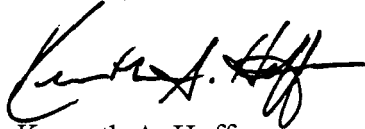
Dear Ms. Bayo:

Enclosed for filing on behalf of Florida Water Services Corporation ("Florida Water") in the above-styled docket is an original and five copies of Florida Water's Application for Acknowledgment of Transfer of Nassau County Land and Facilities to Nassau County, and Cancellation of Certificate Nos. 171-W and 122-S.

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

Thank you for your assistance with this filing.

Sincerely,



Kenneth A. Hoffman

KAH/rl
Enclosures

Flawater\Bayo.nassau

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16
TALLAHASSEE, FLORIDA
OFFICE OF RECORDS

DOCUMENT NUMBER DATE

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FPSC-COMMISSION CLERK

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application by Florida Water Services)
Corporation for Acknowledgment of Transfer of)
Nassau County Land and Facilities to)
Nassau County, and Cancellation of Certificate)
Nos. 171-W and 122-S.)
_____.)

Docket No. 03007a - WS

Filed: June 17, 2003

**FLORIDA WATER SERVICES CORPORATION'S
APPLICATION FOR ACKNOWLEDGMENT OF
TRANSFER OF NASSAU COUNTY LAND
AND FACILITIES TO NASSAU COUNTY
AND CANCELLATION OF
CERTIFICATE NOS. 171-W AND 122-S**

Florida Water Services Corporation ("Florida Water"), by and through its undersigned counsel, and pursuant to Section 367.071(4), Florida Statutes, and Rule 25-30.038(4), Florida Administrative Code, hereby files this Application for Acknowledgment of the Transfer of Florida Water's Nassau County Land and facilities to Nassau County and Cancellation of Certificate Nos. 171-W and 122-S. In support of this Application, Florida Water states as follows:

1. The name and address of the regulated utility is:

Florida Water Services Corporation
1000 Color Place
Apopka, Florida 32703
(407) 598-4165 (Telephone)
(407) 598-4241 (Facsimile)

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FPSC-CONNECTIONS CLERK

2. The name and address of Florida Water's authorized representatives are:

Kenneth A. Hoffman, Esq.
J. Stephen Menton, Esq.
Rutledge, Ecenia, Purnell & Hoffman, P.A.
P. O. Box 551
Tallahassee, Florida 32302
(850) 681-6788 (Telephone)
(850) 681-6515 (Facsimile)

3. Florida Water provides water and wastewater services in Nassau County pursuant to Certificate Nos. 171-W and 122-S.

4. Nassau County is exempt from regulation by the Commission pursuant to Section 367.022(2), Florida Statutes.

5. On March 31, 2003, the Circuit Court of the Fourth Judicial Circuit, in and for Nassau County, Florida, entered a Stipulated Order of Taking and Stipulated Final Judgment in Nassau County v. Florida Water Services Corporation, Nassau County Circuit Court Case No. 03-113-CA, pursuant to the condemnation procedures set forth under Chapter 74, Florida Statutes. As a result of this condemnation proceeding, Nassau County acquired title to Florida Water's land and facilities in Nassau County and is scheduled to commence operations of such facilities on or about August 1, 2003. Copies of the Stipulated Order of Taking and Stipulated Final Judgment entered in the Nassau County condemnation proceeding are attached hereto as Composite Exhibit "A".

6. Nassau County has obtained the most recently available income and expense statement, balance sheet, statement of rate base for regulatory purposes, and contributions-in-aid-of-construction applicable to the land and facilities transferred by Florida Water to Nassau County, as required by Section 367.071(4)(a), Florida Statutes.

7. The deposits of Florida Water's customers in Nassau County currently remain with

Florida Water and will be transferred with the individual customer accounts upon commencement of operations by Nassau County.

8. All regulatory assessment fees for Florida Water have been paid in full.

9. There are no fines or refunds owed.

10. The legal description of Florida Water's water and wastewater territory in Nassau County is attached hereto as Exhibit "B."

11. All additional and supplemental information required under Rule 25-30.038(4), Florida Administrative Code, is included in the Application attached hereto as Exhibit "C."

12. Florida Water's original Certificate Nos. 171-W and 122-S authorizing the provision of water and wastewater services, respectively, in Nassau County, were previously submitted to the Commission by Florida Water in June, 1999 as part of a territory amendment filing in Docket No. 990817-WS and these original certificates remain on file at the Commission.

WHEREFORE, Florida Water requests that this Commission:

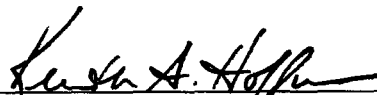
A. Grant Florida Water's Application;

B. Acknowledge the transfer of Florida Water's land and facilities situated in Nassau County to Nassau County, as a matter of right, pursuant to Section 367.071(4)(a), Florida Statutes;

C. Cancel Certificate Nos. 171-W and 122-S; and

D. Grant such other relief as is appropriate.

Respectfully submitted this 17th day of June, 2003.



Kenneth A. Hoffman, Esq.

J. Stephen Menton, Esq.

Rutledge, Ecenia, Purnell & Hoffman, P.A.

P. O. Box 551

Tallahassee, Florida 32302

(850) 681-6788 (Telephone)

(850) 681-6515 (Facsimile)

Flawater\massautransferapplication

IN THE CIRCUIT COURT, FOURTH
JUDICIAL CIRCUIT, IN AND FOR
NASSAU COUNTY, FLORIDA

CASE NO.: 03-113-CA

DIVISION: A

NASSAU COUNTY, a Florida county,

Plaintiff,

vs.

FLORIDA WATER SERVICES
CORPORATION, a Florida corporation; et al.,

Defendants.

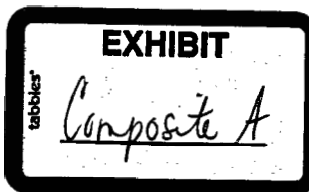
STIPULATED FINAL JUDGMENT

Upon stipulation of the parties affected as set forth herein, and it appearing to the Court that the parties are authorized to enter into such Stipulation, and the Court finding that the compensation to be paid by the condemning authority is full, just, and reasonable for all parties concerned, and the Court being fully advised in the premises, it is

ORDERED AND ADJUDGED:

1. Title to the property described in Exhibit "A" attached hereto shall vest in the Plaintiff upon the deposit of the sums as are required in the Stipulated Order of Taking entered on even date herewith.

2. The Defendant, Florida Water Services Corporation, shall have and recover of and from the Plaintiff, Nassau County, the total sum of Seventeen Million Two Hundred Thousand Dollars and no/100 cents (\$17,200,000.00) as full compensation for the taking of the



property as is described in Exhibit "A" attached hereto including all damages of whatever nature arising therefrom which have been incurred by said Defendant in this cause.

3. Defendant, Florida Water Services Corporation, shall have and recover of and from the Plaintiff as attorneys fees and costs incurred by the Defendant herein the total amount of Three Hundred Thousand Dollars and no/100 cents (\$300,000.00).

4. Plaintiff, having been previously ordered to deposit the total sum of Seventeen Million Five Hundred Thousand Dollars and no/100 cents (\$17,500,000.00) in the Registry of the Court pursuant to the Stipulated Order of Taking entered herein on even date herewith, shall not be required to make any additional deposits pursuant to this Stipulated Final Judgment.

5. Upon deposit by the Plaintiff of the total sum of Seventeen Million Five Hundred Thousand Dollars and no/100 cents (\$17,500,000.00) into the Registry of the Court as ordered in the Stipulated Order of Taking entered herein on even date herewith, the Clerk of the Court is ordered and directed to disburse immediately the amount of Seventeen Million Five Hundred Thousand Dollars and no/100 cents (\$17,500,000.00) in the following manner:

To: Brigham Moore, LLP Trust Account, F/B/O Florida Water Services Corporation, by hand delivery to Andrew Prince Brigham, Esquire, 2963 Dupont Avenue, Suite 3, Jacksonville, FL 32217, telephone (904) 730-9001, the sum of \$17,200,000.00.

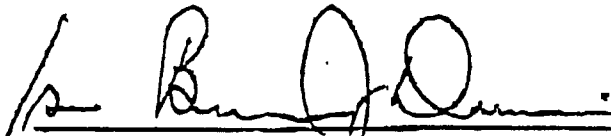
To: Brigham Moore, LLP, by hand delivery to Andrew Prince Brigham, Esquire, 2963 Dupont Avenue, Suite 3, Jacksonville, FL 32217, telephone (904) 730-9001, the sum of \$300,000.00.

6. The amount of Seventeen Million Two Hundred Thousand Dollars and no/100 cents (\$17,200,000.00) to be disbursed by the Clerk of the Court to Brigham Moore, LLP shall be deposited forthwith by Brigham Moore, LLP into an interest-bearing trust account pending apportionment hearing or satisfaction of all pending liens or other monetary encumbrances on the condemned property, which shall be the responsibility of Defendant, Florida Water Services

Corporation, to resolve, and subject to that Agreement Regarding Funds Held in Trust entered between the Plaintiff, Florida Water Services Corporation, through its counsel, and Brigham Moore, LLP, on behalf of itself and Florida Water Services Corporation, where such funds shall remain until further order of this Court or distribution by written agreement of Nassau County and Florida Water Services Corporation.

7. The Court reserves jurisdiction to enforce the terms of this Stipulated Final Judgment.

DONE AND ORDERED in chambers at Nassau County, Florida this 31st day of March, 2003.


CIRCUIT JUDGE

STIPULATION

Plaintiff, Nassau County, and Defendant, Florida Water Services Corporation, as owner of the property and interests which are the subject of this action in eminent domain, stipulate and consent to the entry of the Stipulated Final Judgment set forth above.

ROGERS TOWERS, P.A.

BRIGHAM MOORE, LLP

By: 

By: 

Mark M. Arnold
Florida Bar No. 346942
A. Graham Allen
Florida Bar No. 117110
1301 Riverplace Boulevard, Suite 1500
Jacksonville, Florida 32207-1811
(904) 398-3911 (telephone)
(904) 396-0663 (facsimile)

S. W. Moore
Florida Bar No. 157268
Andrew Prince Brigham
Florida Bar No. 903930
100 Wallace Avenue, Suite 310
Sarasota, Florida 34237
(941) 365-3800 (telephone)
(941) 952-1414 (facsimile)

Special Counsel For Defendant Florida Water Services Corporation

And

MICHAEL S. MULLIN
NASSAU COUNTY ATTORNEY
Florida Bar No. 301094
Post Office Box 456
Fernandina Beach, Florida 32035
(904) 321-5703 (telephone)
(904) 491-3618 (facsimile)

Attorneys for Nassau County

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EXHIBIT "A"**REAL PROPERTY**

The real property as described herein on pages three (3) through eight (8) of this Exhibit "A", and in addition, all of the following:

All buildings, structures, improvements, appurtenances, and fixtures of any variety, located in or on the real property in Nassau County, Florida described herein and used or useful in connection with the ownership, maintenance or operation of the water and sewer utility system located within Nassau County, Florida and owned or operated by Florida Water Services Corporation, Amelia Island Waterworks, Inc. or Southern States Utilities, Inc. (the "FWS"); including without limitation all hydrants, meters, service connections, wells, water treatment facilities, water storage facilities, distribution reservoirs, stand pipes, pump stations, water pipes, water mains and related improvements that in the aggregate comprise and that are used and useful in connection the water distribution system of the FWS; and all meters, service connections, pipes, fittings, valves, pump stations, lift stations, treatment facilities, ponds and other storage facilities, monitoring wells and equipment, and all other improvements that in the aggregate comprise and that are used and useful in connection with the sewage collection, treatment and disposal system of the FWS (collectively, all such assets and property are collectively the "Real Property").

PERSONAL PROPERTY

All personal property that in any way belongs, appertains, or is related to the FWS or that is used and useful in connection the operation of the FWS and the provision of service thereby, situate on, in, about Amelia Island or any other area within Nassau County, Florida which the FWS has a certificate to provide utility service of any kind or type, including but not limited to, all accounts receivable for FWS within Nassau County, all equipment of any variety, materials, supplies, inventory and any other assets and used or useful in connection with the ownership, maintenance, or operation of the FWS; including without limitation all equipment, hydrants, meters, service connections, wells, water treatment facilities, water storage facilities, distribution reservoirs, stand pipes, pump stations, water pipes, water mains and related improvements that in the aggregate comprise and that are used and useful in connection the water distribution system of the FWS; and all meters, service connections, pipes, fittings, valves, pump stations, lift stations, treatment facilities, ponds and other storage facilities, monitoring wells and equipment, and all other improvements that in the aggregate comprise and that are used and useful in connection with the sewage collection, treatment and disposal system of the FWS (collectively, all such assets and property are collectively the "Personal Property").

EASEMENTS

All easements, rights, ways, privileges, or advantages that relate to the operation of the FWS, including without limitation all of the easements referenced and described on page nine (9) of this Exhibit "A".

EXHIBIT "A"

MISCELLANEOUS

All contracts, service commitments, bills of sale, leases, permits, licenses, water rights, customer lists, databases, records and lists relating to all funds and accounts of the FWS, maps and as-built information relating to the FWS, whether hard copy or on computer, or other property used or useful in connection with the ownership, maintenance or operation of the FWS, including without limitation, all of the miscellaneous items referenced or described on page ten (10) of this Exhibit "A", and also including a water re-use reclamation facility.

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EXHIBIT "A"

The Real Property includes all of the land described in the following deeds, all of which are recorded in the public records of Nassau County, Florida:

Official Records Book 400, page 609

Official Records Book 429, page 435

Official Records Book 506, page 391

Official Records Book 593, page 1169

Official Records Book 1082, page 1832

And the Real Property also includes any and all real property included within the lands that are described or included within the following tax folio or parcel identification numbers (all of which numbers relate to information maintained by the Nassau County, Florida Property Appraiser and Tax Collector:

Parcel ID/Tax Folio Number 14-2N-28-0000-0009-0010

Parcel ID/Tax Folio Number 01-6N-29-AICO-0009-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0012-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0011-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0013-0000

Parcel ID/Tax Folio Number 00-00-30-0518-000C-0000

EXHIBIT "A"

The Real Property includes all of the land described as follows:

~~PARCEL #:~~ 5

~~MAP REFERENCE ID #:~~

PARCEL FIVE (5)

A part of ~~Section~~ Section 04, Township Two (2) North, Range Twenty-eight (28) East, Nassau County, Florida, more particularly described as follows:

EXHIBIT "A"

The Real Property also includes all of the land described as follows:

SECTION #: 1
TAX PARCEL ID #: 000030051200000000

... to the Clerk of the Circuit Court in and for Nassau County, Florida, recorded in
... to the Clerk of the Circuit Court in and for Nassau County, Florida, recorded in
... to the Clerk of the Circuit Court in and for Nassau County, Florida, recorded in

EXHIBIT "A"

The Real Property includes all of the land described as follows:

SECTION #:

TAX PARCEL ID #:

PARCEL TWO (2) - South of Entrance

A part of Section Twenty-two (22), Township Two (2) North, Range Twenty-eight (28) East, Nassau County, Florida, being more particularly described as follows:

Commenced at the intersection of the Northeastly right of way line of State Road No. 105, (A1A) with the Southerly right of way of Dutch Lagoon Road South and Southerly right of way line joining in a curve southerly and having a radius of Seven Hundred Seventy (770.0) feet thence along the arc of said curve and along said right of way line, an arc distance of Three Hundred Twenty-six and Sixty-two Hundredths (326.62) feet to the point of tangency of said curves; thence southerly along said right of way, South Eighty-four (84) degrees, Thirty-three (33) minutes, Ten (10) seconds East, Eighty-eight and Twelve Hundredths (88.12) feet to the point of curve of a curve to the right, said curve having a radius of One Hundred Sixty (170) feet thence along the arc of said curve and along said right of way line, an arc distance of Ninety and Fifty Hundredths (90.50) feet to the point of tangency of said curves thence southerly along said right of way line, South Fifty-four (54) degrees, Three (03) minutes, Ten (10) seconds East, One Hundred Forty-two and Seven Hundredths (142.07) feet to the point of curve of a curve to the left, also being the point of beginning, said curve having a radius of Two Hundred Sixty (265.0) feet thence along the arc of said curve and along said right of way line, an arc distance of One Hundred Twenty-four (124.27) feet to the point of curve of a curve to the right, said curve having a radius of One Hundred Forty-five (145.0) feet thence along the arc of said curve and along said right of way line, an arc distance of Seventy-four and Fifteen Hundredths (74.15) feet to the point of reverse curve of a curve to the left, said curve having a radius of Two Hundred Five (205.0) feet thence along the arc of said curve and along said right of way line, an arc distance of Ninety-four and Seventy-four Hundredths (94.74) feet; thence South Three (03) degrees, Fifty-two (52) minutes, Four (04) seconds East, One Hundred Eighteen and Eighty-nine Hundredths (118.89) feet; thence South Seventy (70) degrees, Twenty-six (26) minutes, Fifty (50) seconds West, Four Hundred Forty-nine and Twenty-five Hundredths (449.25) feet; thence South Seven (07) degrees, Fifty-six (56) minutes, Fifty-three (53) seconds East, Four and Fifty-five Hundredths (4.55) feet; thence South Sixty-nine (69) degrees, Fifty-five (55) minutes, Zero (00) seconds West, Four Hundred Twenty (220.0) feet; thence South Forty-two (42) degrees, Five (05) minutes, Zero (00) seconds West, Sixty-five (65.0) feet; thence South Seventy (70) degrees, Twenty-five (25) minutes, Fifty (50) seconds West, Two Hundred Twenty (21.99) feet to the Northeastly right of way line of said State Road No. 105; thence North Nineteen (19) degrees, Fifty-three (53) minutes, Ten (10) seconds West, along said Northeastly right of way line, Sixty-five and Fifteen Hundredths (65.15) feet; thence North Sixty-nine (69) degrees, Fifty-five (55) minutes, Zero (00) seconds East, Three Hundred Five and Seventy-two Hundredths (305.72) feet; thence North Seven (07) degrees, Fifty-six (56) minutes, Fifty-three (53) seconds West, Two Hundred Twenty (214.20) feet; thence North Fifty-six (56) degrees, Fifty-three (53) minutes, Forty-four (44) seconds East, Two Hundred Five and Seventy Hundredths (205.70) feet to the point of beginning.

EXHIBIT "A"

The Easements include all of the easements referenced in or created by the following instruments, all of which are recorded in the public records of Nassau County, Florida:

Official Records Book 266, Page 475, amended in Official Records Book 391, Page 01.
Official Records Book 400, Page 463.
Official Records Book 400, Page 470.
Official Records Book 423, Page 416.
Official Records Book 429, Page 426.
Official Records Book 497, Page 162 (*& leasehold covenant*).
Official Records Book 499, Page 190 (*& leasehold covenant*).
Official Records Book 507, Page 100, recorded in Official Records Book 937, Page 227.
Official Records Book 507, Page 108.
Official Records Book 513, Page 808.
Official Records Book 513, Page 815.

Official Records Book 513, page 824

Official Records Book 560, Page 52.

Official Records Book 560, page 57

Official Records Book 560, page 62

Official Records Book 593, Page 268.

Official Records Book 616, Page 243.

Official Records Book 636, Page 773.
Official Records Book 681, Page 01.
Official Records Book 730, Page 584.
Official Records Book 733, Page 1317.
Official Records Book 738, Page 183.
Official Records Book 750, Page 1802.
Official Records Book 772, Page 892.
Official Records Book 787, Page 939.
Official Records Book 789, Page 1348.
Official Records Book 795, Page 1206.
Official Records Book 813, Page 620.
Official Records Book 819, Page 1613.
Official Records Book 823, Page 64.
Official Records Book 847, Page 176.
Official Records Book 854, Page 1397.
Official Records Book 856, Page 780.
Official Records Book 863, Page 1984.
Official Records Book 890, Page 1741.
Official Records Book 909, Page 642.
Official Records Book 934, Page 1893.
Official Records Book 948, Page 332.
Official Records Book 956, Page 1699.
Official Records Book 956, Page 1707.
Official Records Book 956, Page 1714.
Official Records Book 970, Page 934.
Official Records Book 972, Page 978.
Official Records Book 975, Page 726.
Official Records Book 976, Page 931.
Official Records Book 999, Page 616.
Official Records Book 1032, Page 1600.

Official Records Book 1055, page 673

Official Records Book 1070, Page 1111.

Official Records Book 1082, Page 1330.

EXHIBIT "A"

Such recorded instruments as may be necessary for the operation of the FWS within Nassau County, Florida.

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AGREEMENT REGARDING FUNDS HELD IN TRUST

The parties hereto, Nassau County, by and through its attorneys, Rogers Towers, P.A., and Michael S. Mullin, Nassau County Attorney, and Brigham Moore, LLP, on behalf of itself and Florida Water Services Corporation, pursuant to that Stipulated Order of Taking and Stipulated Final Judgment to be entered in Case No. 03-113-CA, in the Circuit Court, Fourth Judicial Circuit, in and for Nassau County, Florida, styled, Nassau County v. Florida Water Services Corporation et al. whereby the sum of Seventeen Million Two Hundred Thousand Dollars and no/cents (\$17,200,000.00) is to be disbursed from the Registry of the Court to an interest-bearing trust account to be established and maintained by Brigham Moore, LLP, for the benefit of Florida Water Services Corporation, subject to the terms of this Agreement, do hereby stipulate and agree as follows:

1. It is understood that the intent of the parties in entering that Stipulated Order of Taking and Stipulated Final Judgment as referenced above was that Nassau County would acquire from Florida Water Services Corporation that water and sewer utility system currently operated by Florida Water Services Corporation in Nassau County, Florida (the "system"), including all real property, personal property, equipment, easements, permits, licenses, contracts, documents, agreements and other assets of whatever kind or nature, used or useful or relating in any way to the system (the "property").

2. Within thirty (30) days from date hereof, Florida Water Services Corporation and Brigham Moore, LLP will make all reasonable and good faith efforts to ensure that the description of the property described in the attachments to the Stipulated Order of Taking and the Stipulated Final Judgment, including but not limited to the legal descriptions, is accurate, adequate, and encompasses the property required for the purposes described above, and it is

further understood and agreed that Florida Water Services Corporation will provide a quit claim deed and/or will enter an Amended Order Of Taking or Amended Stipulated Final Judgment, as necessary to correct any legal descriptions or convey any and all property required for the above purposes.

3. If not otherwise waived or released, all mortgages, liens, or any other encumbrances reflecting a monetary obligation of Florida Water Services Corporation on any of the property acquired pursuant to the Stipulated Order of Taking will either be paid in full by Florida Water Services Corporation prior to disbursement of the funds held in the Brigham Moore, LLP Trust Account, or will be satisfied from the funds held in that trust account, or the payoff value of any outstanding mortgage, lien, or other encumbrance as of the date of taking will be reimbursed to Nassau County by Brigham Moore, LLP from the funds held in its trust account.

4. Any easements held by Florida Water Services Corporation which are necessary for the operation of the system as described above, and which were not included in the property described in attachments to the Stipulated Order of Taking, will be assigned or otherwise transferred to Nassau County by Florida Water Services Corporation. Any such easements shall be identified within thirty (30) days from date hereof.

5. Unless stipulated by the parties otherwise, Nassau County shall have thirty (30) days from date hereof within which to identify any outstanding mortgages, liens, or other monetary encumbrances, as represented in paragraph 3 above, or any easements as described in paragraph 4 above, and to notify Florida Water Services Corporation, through its attorneys, Brigham Moore, LLP, as to same.

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6. Upon compliance with those obligations set forth in paragraphs 2, 3 and 4 above, Brigham Moore, LLP shall disburse the funds from its Trust Account to Florida Water Services Corporation. The parties shall at that time stipulate to distribution of the funds from the Brigham Moore, LLP Trust Account, or either party may apply to the Court for an order for distribution of said funds in accordance with paragraph 6 of the Stipulated Final Judgment entered March 31, 2003, in this matter.

Dated this 31st day of March, 2003.

ROGERS TOWERS, P.A.

BRIGHAM MOORE, LLP

By: 

By: 

Mark M. Arnold
Florida Bar No. 346942
A. Graham Allen
Florida Bar No. 117110
1301 Riverplace Boulevard, Suite 1500
Jacksonville, Florida 32207-1811
(904) 398-3911 (telephone)
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Florida Bar No. 903930
100 Wallace Avenue, Suite 310
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(941) 365-3800 (telephone)
(941) 952-1414 (facsimile)

Special Counsel For Defendant Florida Water Services Corporation

And

MICHAEL S. MULLIN
NASSAU COUNTY ATTORNEY
Florida Bar No. 301094
Post Office Box 456
Fernandina Beach, Florida 32035
(904) 321-5703 (telephone)
(904) 491-3618 (facsimile)

Attorneys for Nassau County

IN THE CIRCUIT COURT, FOURTH
JUDICIAL CIRCUIT, IN AND FOR
NASSAU COUNTY, FLORIDA

CASE NO.: 03-113-CA

DIVISION: A

NASSAU COUNTY, a Florida county,

Plaintiff,

vs.

FLORIDA WATER SERVICES
CORPORATION, a Florida corporation; et al.,

Defendants. ;

STIPULATED ORDER OF TAKING

Pursuant to the stipulation of the Plaintiff, Nassau County, and Defendant, Florida Water Services Corporation, owner of the property and interests which are the subject of this eminent domain proceeding, and the Court being fully advised in the premises, it is

ORDERED AND ADJUDGED:

1. This Court has jurisdiction of the subject matter and the parties to this cause.
2. The pleadings in this case are sufficient and the Plaintiff is properly exercising its delegated authority.
3. The Plaintiff and Florida Water Services Corporation have acknowledged and agreed that the amount of Seventeen Million Five Hundred Thousand Dollars and no/100 cents (\$17,500,000.00) is the fair and reasonable amount to be deposited in good faith in the Registry of the Court in connection with this Stipulated Order of Taking.
4. The interest sought to be condemned herein as to the subject property is as described on Exhibit "A" attached hereto.


5. Upon payment of the deposit hereinafter specified into the Registry of this Court, the right, title, or interest specified in the Complaint in Eminent Domain, and as more specifically set forth in those legal descriptions attached hereto in Exhibit "A," shall vest in the Plaintiff.

6. The deposit of the sum referenced herein will secure the persons lawfully entitled to the compensation, as set forth in the Stipulated Final Judgment of this Court.

7. The sum of money to be deposited in the Registry of the Court no later than the close of business on March 31, 2003 shall be in the amount of Seventeen Million Five Hundred Thousand Dollars and no/100 cents (\$17,500,000.00).

8. Upon the deposit as set forth above, and without further notice or order of this Court, the Plaintiff shall be entitled to possession of the property described in the Complaint in Eminent Domain; provided, however, that Plaintiff and Defendant Florida Water Services Corporation have stipulated and agreed that Defendant Florida Water Services Corporation shall remain in possession of that property for purposes of the continued operation of the water utility facility located thereon, for a period of 90 days from date of the deposit referenced above, or for such additional period of time as may be agreed upon by the parties. The terms of Defendant's post-taking operational services and possession shall be set out in a separate document, and filed with this Court no later than ten (10) days from date of entry of this Order.

DONE AND ORDERED: in chambers at Nassau County, Florida this 31st day of March, 2003.



CIRCUIT JUDGE

STIPULATION

Plaintiff, Nassau County, and Defendant, Florida Water Services Corporation, as owner of the property and interests which are the subject of this action in eminent domain, stipulate and consent to the entry of the Stipulated Order of Taking set forth above.

ROGERS TOWERS, P.A.

BRIGHAM MOORE, LLP

By: 

By: 

Mark M. Arnold
Florida Bar No. 346942
A. Graham Allen
Florida Bar No. 117110
1301 Riverplace Boulevard, Suite 1500
Jacksonville, Florida 32207-1811
(904) 398-3911 (telephone)
(904) 396-0663 (facsimile)

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Florida Bar No. 903930
100 Wallace Avenue, Suite 310
Sarasota, Florida 34237
(941) 365-3800 (telephone)
(941) 952-1414 (facsimile)

Special Counsel For Defendant Florida Water
Services Corporation

And

MICHAEL S. MULLIN
NASSAU COUNTY ATTORNEY
Florida Bar No. 301094
Post Office Box 456
Fernandina Beach, Florida 32035
(904) 321-5703 (telephone)
(904) 491-3618 (facsimile)

Attorneys for Nassau County

EXHIBIT "A"**REAL PROPERTY**

The real property as described herein on pages three (3) through eight (8) of this Exhibit "A", and in addition, all of the following:

All buildings, structures, improvements, appurtenances, and fixtures of any variety, located in or on the real property in Nassau County, Florida described herein and used or useful in connection with the ownership, maintenance or operation of the water and sewer utility system located within Nassau County, Florida and owned or operated by Florida Water Services Corporation, Amelia Island Waterworks, Inc. or Southern States Utilities, Inc. (the "FWS"); including without limitation all hydrants, meters, service connections, wells, water treatment facilities, water storage facilities, distribution reservoirs, stand pipes, pump stations, water pipes, water mains and related improvements that in the aggregate comprise and that are used and useful in connection the water distribution system of the FWS; and all meters, service connections, pipes, fittings, valves, pump stations, lift stations, treatment facilities, ponds and other storage facilities, monitoring wells and equipment, and all other improvements that in the aggregate comprise and that are used and useful in connection with the sewage collection, treatment and disposal system of the FWS (collectively, all such assets and property are collectively the "Real Property").

PERSONAL PROPERTY

All personal property that in any way belongs, appertains, or is related to the FWS or that is used and useful in connection the operation of the FWS and the provision of service thereby, situate on, in, about Amelia Island or any other area within Nassau County, Florida which the FWS has a certificate to provide utility service of any kind or type, including but not limited to; all accounts receivable for FWS within Nassau County, all equipment of any variety, materials, supplies, inventory and any other assets and used or useful in connection with the ownership, maintenance, or operation of the FWS; including without limitation all equipment, hydrants, meters, service connections, wells, water treatment facilities, water storage facilities, distribution reservoirs, stand pipes, pump stations, water pipes, water mains and related improvements that in the aggregate comprise and that are used and useful in connection the water distribution system of the FWS; and all meters, service connections, pipes, fittings, valves, pump stations, lift stations, treatment facilities, ponds and other storage facilities, monitoring wells and equipment, and all other improvements that in the aggregate comprise and that are used and useful in connection with the sewage collection, treatment and disposal system of the FWS (collectively, all such assets and property are collectively the "Personal Property").

EASEMENTS

All easements, rights, ways, privileges, or advantages that relate to the operation of the FWS, including without limitation all of the easements referenced and described on page nine (9) of this Exhibit "A".

EXHIBIT "A"

MISCELLANEOUS

All contracts, service commitments, bills of sale, leases, permits, licenses, water rights, customer lists, databases, records and lists relating to all funds and accounts of the FWS, maps and as-built information relating to the FWS, whether hard copy or on computer, or other property used or useful in connection with the ownership, maintenance or operation of the FWS, including without limitation, all of the miscellaneous items referenced or described on page ten (10) of this Exhibit "A", and also including a water re-use reclamation facility.

EXHIBIT "A"

The Real Property includes all of the land described in the following deeds, all of which are recorded in the public records of Nassau County, Florida:

Official Records Book 400, page 609

Official Records Book 429, page 435

Official Records Book 506, page 391

Official Records Book 593, page 1169

Official Records Book 1082, page 1832

And the Real Property also includes any and all real property included within the lands that are described or included within the following tax folio or parcel identification numbers (all of which numbers relate to information maintained by the Nassau County, Florida Property Appraiser and Tax Collector:

Parcel ID/Tax Folio Number 14-2N-28-0000-0009-0010

Parcel ID/Tax Folio Number 01-6N-29-AICO-0009-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0012-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0011-0000

Parcel ID/Tax Folio Number 01-6N-29-AICO-0013-0000

Parcel ID/Tax Folio Number 00-00-30-0518-0000-0000

EXHIBIT "A"

The Real Property includes all of the land described as follows:

PARCEL #: 3
TAX PARCEL ID #:

PARCEL FIVE (E)

A part of Section 30, Township Two (2) North, Range Twenty-eight (28) East, Nassau County, Florida, more particularly described as follows:

EXHIBIT "A"

The Real Property also includes all of the land described as follows:

PARCEL # : 1
PARCEL ID # : 000030051300000000

Tract C, Plantation Water Subdivision, according to the plat thereof on file in the
Office of the Clerk of the Circuit Court in and for Duval County, Florida, by and to the
State of Florida, page 256 and 257, with lower streets, lying and being in Duval County,
Florida.

EXHIBIT "A"

The Real Property includes all of the land described as follows:

CIRCUIT #: 5

TAX PARCEL ID #:

PARCEL TWO (2) - South of Entrance

A part of Section Twenty-two (22), Township Two (2) North, Range Twenty-eight (28) East, Nassau County, Florida, being more particularly described as follows:

Commence at the intersection of the Northeastly right of way line of State Road No. 105. (1143) feet to the Southeastly right of way of each Lagoon Road South, said Southeastly right of way line being in a curve concave Southeastly and having a radius of Seven Hundred Seventy (770.00) feet along the arc of said curve and along said right of way line, an arc distance of Three Hundred Twenty-six and Sixty-two Hundredths (326.62) feet to the point of tangency of said curve; thence continue along said right of way, South Eighty-four (84) degrees, Thirty-three (33) minutes, Ten (10) seconds East, Eighty-eight and Twelve Hundredths (88.12) feet to the point of curve of a curve to the right, said curve having a radius of One Hundred Seventy (170.00) feet along the arc of said curve and along said right of way line; an arc distance of Ninety and Fifty Hundredths (90.50) feet to the point of tangency of said curve; thence continue along said right of way line, South Fifty-four (54) degrees, Three (03) minutes, Ten (10) seconds East, One Hundred Forty-nine and Forty-seven Hundredths (149.47) feet to the point of curve of a curve to the left, also being the point of beginning, said curve having a radius of Two Hundred Three (203.00) feet along the arc of said curve and along said right of way line, an arc distance of One Hundred Twenty-five and Eighty-seven Hundredths (124.87) feet to the point of reverse curve of a curve to the right, said curve having a radius of One Hundred Forty-five (145.00) feet along the arc of said curve and along said right of way line, an arc distance of Seventy-nine and Fifteen Hundredths (79.15) feet to the point of reverse curve of a curve to the left, said curve having a radius of Two Hundred Five (205.00) feet; thence along the arc of said curve and along said right of way line, an arc distance of Ninety-four and Seventy-two Hundredths (94.72) feet; thence South Three (03) degrees, Fifty-two (52) minutes, Four (04) seconds East, One Hundred Eighty and Eighty-nine Hundredths (180.89) feet; thence South Seven (07) degrees, Twenty-five (25) minutes, Twenty-five (25) seconds West, Four Hundred Forty-nine and Twenty-five Hundredths (449.25) feet; thence South Seven (07) degrees, Fifty-six (56) minutes, Fifty-three (53) seconds East, Four and Fifty-five Hundredths (4.55) feet; thence South, Sixty-nine (69) degrees, Fifty-five (55) minutes, Zero (00) seconds West, Two Hundred Twenty (220.00) feet; thence South Forty-two (42) degrees, Five (05) minutes, Zero (00) seconds West, Sixty-five (65.00) feet; thence South Seventy (70) degrees, Twenty-five (25) minutes, Fifty (50) seconds West, Twenty-one and Ninety-nine Hundredths (21.99) feet to the Northeastly right of way line of said State Road No. 105; thence North Ninety (90) degrees, Thirty-three (33) minutes, Ten (10) seconds West, along said Northeastly right of way line, Sixty-five and Fifteen Hundredths (65.15) feet; thence North Sixty-nine (69) degrees, Fifty-five (55) minutes, Zero (00) seconds East, Three Hundred Five and Seventy-nine Hundredths (305.79) feet; thence North Seven (07) degrees, Fifty-six (56) minutes, Fifty-three (53) seconds West, Two Hundred Fourteen and Twenty Hundredths (214.20) feet; thence North Fifty-six (56) degrees, Fifty-three (53) minutes, Forty-four (44) seconds East, Two Hundred Five and Seventy (205.70) feet to the point of beginning.

EXHIBIT "A"

The Easements include all of the easements referenced in or created by the following instruments, all of which are recorded in the public records of Nassau County, Florida:

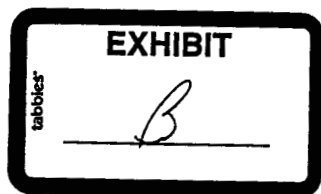
- Official Records Book 366, Page 473, amended in Official Records Book 391, Page 61.
- Official Records Book 400, Page 463.
- Official Records Book 400, Page 470.
- Official Records Book 423, Page 416.
- Official Records Book 429, Page 416.
- Official Records Book 497, Page 162 (*& leasehold covenant*).
- Official Records Book 499, Page 190 (*& leasehold covenant*).
- Official Records Book 507, Page 100, amended in Official Records Book 957, Page 227.
- Official Records Book 507, Page 108.
- Official Records Book 513, Page 808.
- Official Records Book 513, Page 815.
- Official Records Book 513, page 824
- Official Records Book 560, Page 51.
- Official Records Book 560, Page 57
- Official Records Book 560, page 62
- Official Records Book 593, Page 868.
- Official Records Book 616, Page 263.
- Official Records Book 636, Page 773.
- Official Records Book 681, Page 61.
- Official Records Book 730, Page 384.
- Official Records Book 733, Page 1317.
- Official Records Book 733, Page 183.
- Official Records Book 750, Page 1802.
- Official Records Book 772, Page 892.
- Official Records Book 787, Page 939.
- Official Records Book 789, Page 1348.
- Official Records Book 795, Page 1206.
- Official Records Book 813, Page 620.
- Official Records Book 819, Page 1613.
- Official Records Book 823, Page 84.
- Official Records Book 847, Page 176.
- Official Records Book 855, Page 1397.
- Official Records Book 856, Page 780.
- Official Records Book 863, Page 1984.
- Official Records Book 890, Page 1741.
- Official Records Book 909, Page 642.
- Official Records Book 934, Page 1295.
- Official Records Book 948, Page 532.
- Official Records Book 956, Page 699.
- Official Records Book 956, Page 1707.
- Official Records Book 956, Page 1714.
- Official Records Book 970, Page 534.
- Official Records Book 972, Page 878.
- Official Records Book 973, Page 126.
- Official Records Book 976, Page 981.
- Official Records Book 999, Page 616.
- Official Records Book 1032, Page 1500.
- Official Records Book 1055, page 673
- Official Records Book 1070, Page 8111.
- Official Records Book 1082, Page 1830.

EXHIBIT "A"

Such recorded instruments as may be necessary for the operation of the FWS within Nassau County, Florida.

647459v2

WATER




NASSAU COUNTY

Territory Served

<u>Plant Name</u>	<u>Cert. No.</u>	<u>Order No.</u>	<u>Order Issued</u>	<u>Docket Number</u>	<u>Filing Type</u>
Amelia Island	171-W	19393	05/31/88	870571-WS	Transfer

Effective Date: April 18, 1997

By: 
Forrest L. Ludsen, Vice President
Finance and Administration

NASSAU COUNTY

Communities Served

Plant
Name

Development
Name

Amelia Island

Amelia Island

Effective Date: April 18, 1997

By:


Forrest L. Ludson, Vice President
Finance and Administration

NASSAU COUNTY

Description Of Territory Served

AMELIA ISLAND


All that territory of South Amelia Island bordered on the East by the Atlantic Ocean, on the West by the South Amelia River (Intracoastal Waterway), and on the North by the Southern city limit of the City of Fernandina Beach, Florida, which city limit is more fully described as follows:

Township 2 North, Range 28 East, Nassau County, Florida.

Sections 10 and 11

Begin at center channel line of the Intracoastal Waterway and intersection of the center channel line of drainage canal, which services the Fernandina Beach Municipal Airport; thence run in a Northeasterly direction along said center channel line to the intersection of the South line of Section 11, Township 2 North, Range 28 East, as established by Deed Book V, page 431, dated July 10, 1888; thence run N 80° 24' E, along the South line of Section 11, Township 2 North, Range 28 East, to the center line of S.R. 105-A (Amelia Rd.); thence run S 10° 01' W, a distance of 300 feet more or less to the original South line of said Section 11, established by government survey in 1834; thence run N 80° 24' E along said South line of Section 11, which is still a continuation of the corporate city limits of the City of Fernandina Beach, to the Easterly right-of-way line of the Amelia Island Parkway; thence run N 07° 10'22" E, 2171.90 feet, to FND. Conc. Mon.; thence run N 84° 34'03" E, 622.33 feet to FND. Conc. Mon.; thence run S 07° 17'51" W, 592.82 feet, to FND. Conc. Mon.; thence run S 82° 43'36", East 149.67 feet, to FND. Conc. Mon.; thence run S 07° 28'32" W, 978.01 feet to FND. Conc. Mon.; thence run N 88° 45'36" E, 827 feet, more or less to low water line of the Atlantic Ocean, said point of ending is also the Southeast corner of Section 10, Township 2 North, Range 28 East.

Effective Date: April 18, 1997

By: 
Forrest L. Ludsen, Vice President
Finance and Administration

WASTEWATER

NASSAU COUNTY

Territory Served

<u>Plant Name</u>	<u>Cert. No.</u>	<u>Order No.</u>	<u>Order Issued</u>	<u>Docket Number</u>	<u>Filing Type</u>
Amelia Island	122-S	19393	05/31/88	870571-WS	Transfer

Effective Date:

April 18, 1997

By:



Forrest L. Ludson, Vice President
Finance and Administration

NASSAU COUNTY

Communities Served

Plant
Name

Development
Name

Amelia Island

Amelia Island

Effective Date:

April 18, 1997

By:

Forrest L. Lutsen

Forrest L. Lutsen, Vice President
Finance and Administration

NASSAU COUNTY

Description Of Territory Served

AMELIA ISLAND

All that territory of South Amelia Island bordered on the East by the Atlantic Ocean, on the West by the South Amelia River (Intracoastal Waterway), and on the North by the Southern city limit of the City of Fernandina Beach, Florida, which city limit is more fully described as follows:

Township 2 North, Range 28 East.

Sections 10 and 11

Begin at center channel line of the Intracoastal Waterway and intersection of the center channel line of drainage canal, which services the Fernandina Beach Municipal Airport; thence run in a Northeasterly direction along said center channel line to the intersection of the South line of Section 11, Township 2 North, Range 28 East, as established by Deed Book V, page 431, dated July 10, 1888; thence run N 80° 24' E, along the South line of Section 11, Township 2 North, Range 28 East, to the center line of S.R. 105-A (Amelia Rd.); thence run S 10° 01' W, a distance of 300 feet more or less to the original South line of said Section 11, established by government survey in 1834; thence run N 80° 24' E along said South line of Section 11, which is still a continuation of the corporate city limits of the City of Fernandina Beach, to the Easterly right-of-way line of the Amelia Island Parkway; thence run N 07° 10' 22" E, 2171.90 feet, to FND. Conc. Mon.; thence run N 84° 34' 03" E, 622.33 feet to FND. Conc. Mon.; thence run S 07° 17' 51" W, 592.82 feet, to FND. Conc. Mon.; thence run S 82° 43' 36", E 149.67 feet, to FND. Conc. Mon.; thence run S 07° 28' 32" W, 978.01 feet to FND. Conc. Mon.; thence run N 88° 45' 36" E, 827 feet, more or less to low water line of the Atlantic Ocean, said point of ending is also the Southeast corner of Section 10, Township 2 North, Range 28 East.

Effective Date:

April 18, 1997

By:


Forrest L. Ludsen, Vice President
Finance and Administration

APPLICATION FOR TRANSFER TO GOVERNMENTAL AUTHORITY

(Pursuant to Section 367.071(4)(a), Florida Statutes)

**TO: Director, Division of the Commission Clerk & Administrative Services
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850**

The undersigned hereby makes application for the approval of the transfer of all of the facilities operated under Water Certificate No. 171-W and Wastewater Certificate No. 122-S located in Nassau County, Florida, and submits the following:

PART I APPLICANT INFORMATION

A) The full name (as it appears on the certificate), address and telephone number of the seller (utility):

Florida Water Services Corporation
Name of Utility

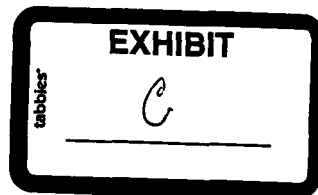
(407) 598-4100 (407) 598-4241
Phone No. Fax No.

1000 Color Place
Office Street Address

Apopka Florida 32703
City State Zip Code

PO Box 609520, Orlando, Florida, 32860-9250
Mailing address if different from street address

www.florida-water.com
Internet address if applicable



B) The name, address and telephone number of a representative of the utility to contact concerning this application:

Kenneth A. Hoffman, Esq. and/or J. Stephen Menton, Esq. (850) 681-6788
Name Phone No.

Rutledge, Ecenia, Purnell & Hoffman, P.A., PO Box 51
Mailing Address

Tallahassee Florida 32302
City State Zip Code

C) The full name, address and telephone number of the governmental authority:

Nassau County
Name of Utility

(904) 321-5800 (904) 321-5795
Phone No. Fax No.

416 Centre Street
Office street address

Fernandina Beach Florida 32034
City State Zip Code

P.O. Box 456, Fernandina Beach, FL 32035-0456
Mailing address if different from street address

clerk@nassauclerk.com
Internet address if applicable

D) The name, address and telephone number of a representative of the governmental authority to contact concerning this application:

J. M. Oxley, Jr. (904) 321-5800
Name Phone No.

416 Centre Street
Street address

Fernandina Beach Florida 32034
City State Zip Code

PART II FINANCIAL INFORMATION

- A) Exhibit A - A copy of the contract pursuant to Rules 25-30.037(4)(c) and (d), Florida Administrative Code.
- B) Exhibit B - A statement regarding the disposition of customer deposits and the accumulated interest thereon.
- C) Exhibit C - A statement regarding the disposition of any outstanding regulatory assessment fees, fines or refunds owed.
- D) Exhibit D - A statement that the buyer (governmental authority) obtained from the utility or the Commission the utility's most recent available income and expense statement, balance sheet and statement of rate base for regulatory purposes and contributions-in-aid-of-construction.
- E) Indicate the date on which the buyer proposes to take official action to acquire the utility:

Nassau County acquired ownership of the facilities on March 31, 2003. Nassau County will take over operations on or about August 1, 2003.

If only a portion of the utility's facilities is being transferred, a revised territory description and map of the utility's remaining territory must be provided, as discussed in PART III, below.

IF THE UTILITY'S ENTIRE FACILITIES ARE BEING TRANSFERRED, PLEASE DISREGARD PART III OF THIS APPLICATION FORM.

PART III CERTIFICATION

A) TERRITORY DESCRIPTION

Exhibit N/A - An accurate description of the utility's revised territory. If the water and wastewater territory is different, provide separate descriptions.

Note: Use the Survey of Public Lands method (township, range, section, and quarter section), if possible, or a metes and bounds description. Give the subdivision or project name. The description should NOT refer to land grants or plat books, but may use geographic boundaries (i.e., road right-of-ways, railroads, rivers, creeks, etc). The object is to make the description as brief, but as accurate as possible.

B) **TERRITORY MAPS**

Exhibit N/A - One copy of an official county tax assessment map or other map showing township, range and section with a scale such as 1"=200' or 1"=400' on which the remaining territory is plotted by use of metes and bounds or quarter sections and with a defined reference point of beginning. If the water and wastewater territory is different, provide separate maps.

C) **TARIFF SHEETS**

Exhibit N/A - The original and two copies of tariff sheet(s) revised to show correct service territory. Please refer to Rules 25-9.009 and 25-9.010, Florida Administrative Code, regarding page numbering of tariff sheets before preparing the tariff revisions. (Pages 11-12.) Sample tariff sheets are attached. (Pages 13-16.)

PART IV AFFIDAVIT

I, Tony Isaacs (applicant) do solemnly swear or affirm that the facts stated in the forgoing application and all exhibits attached thereto are true and correct and that said statements of fact thereto constitutes a complete statement of the matter to which it relates.

BY: Tony Isaacs
Applicant's Signature

Tony Isaacs
Applicant's Name (Typed)

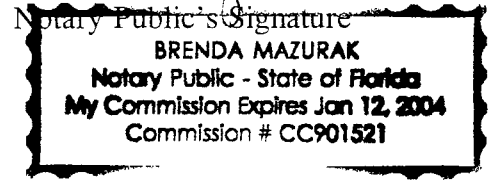
Vice President, Customer Services
Applicant's Title *

Subscribed and sworn to before me this 12th day of

June, 2003 by Tony Isaacs who

is personally known to me or produced identification _____
(Type of Identification Produced)

Brenda Mazurak



Print, Type or Stamp Commissioned Name of Notary Public

* If applicant is a corporation, the affidavit must be made by the president or other officer authorized by the by-laws of the corporation to act for it. If applicant is a partnership or association, a member of the organization authorized to make such affidavit shall execute same.

EXHIBIT A

See Petition, at Paragraph 5

EXHIBIT B

The deposits of Florida Water's customers in Nassau County currently remain with Florida Water and will be transferred with the individual customer accounts upon commencement of operations by Nassau County.

EXHIBIT C

All regulatory assessment fees for Florida Water have been paid in full. There are no fines or refunds owed.

EXHIBIT D

Nassau County has obtained the most recently available income and expense statement, balance sheet, statement of rate base for regulatory purposes, and contributions-in-aid-of-construction applicable to the land and facilities transferred by Florida Water to Nassau County.