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July 26, 2004

**VIA FEDEX DELIVERY**

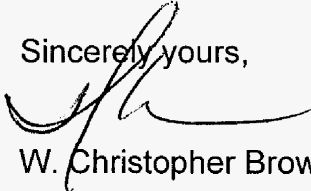
Blanca S. Bayo, Director  
Division of Clerk and Administrative Services  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32399-0850

RECEIVED FPSC  
JUL 27 AM 10:07  
COMMISSION  
CLERK

Re: Docket No. 030682-WS  
Dual Application for Transfer of Water and Wastewater Certificates by  
Zellwood Station Co-Op, Inc.

Dear Ms. Bayo:

Please find enclosed seven (7) copies of an original letter and supporting materials sent to Jennifer Brubaker, Esquire, addressing the exempt entity status of Zellwood Station Community Association, Inc. under Section 367.022 (7), Florida Statutes, submitted for filing on behalf of Zellwood Station Co-Op, Inc. in the above-referenced docket.

Sincerely yours,  
  
W. Christopher Browder

**GrayRobinson, P.A.**

Attorneys for Zellwood Station  
Cooperative, Inc.

- CMP \_\_\_\_\_
- COM \_\_\_\_\_
- CTR \_\_\_\_\_
- ECR \_\_\_\_\_
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- OTH \_\_\_\_\_

WCB:ds  
Enclosures

DOCUMENT NUMBER-DATE

08125 JUL 27 04

FPSC-COMMISSION CLERK

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July 26, 2004

**VIA FEDERAL EXPRESS**

Jennifer Brubaker, Esquire  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, FL 32399-0850

Re: Docket No. 030682-WS  
Dual Application for Transfer of Water and Wastewater Certificates by  
Zellwood Station Co-Op, Inc.

Dear Ms. Brubaker:

This letter is in response to your request for information on behalf of the Florida Public Service Commission staff (the "Staff") in support of the Dual Application for Transfer to Governmental Authority and for Sale, Assignment or Transfer of Certificate or Facilities to An Exempt Entity (the "Application") filed by Zellwood Station Co-Op, Inc. ("Zellwood") in the above referenced docket. More specifically, this letter will summarize Zellwood's position relative to the qualification of Zellwood Station Community Association, Inc. (the "Association"), as the proposed assignee of those water distribution and wastewater collection system assets to be retained by Zellwood after transfer of the water and wastewater treatment facilities to Orange County (the "Exempt Facilities"), as an entity exempt from regulation by the Florida Public Service Commission (the "Commission") under Section 367.022(7), Florida Statutes.

**Background**

As currently proposed under the Application, the bulk of the current water and wastewater facilities utilized by Zellwood to serve its retail customers will be transferred to Orange County and the retained Exempt Facilities will be transferred concurrently to the Association. Once the transfer of the Exempt Facilities occurs, the Association will become the retail provider of water and wastewater service to Zellwood's current retail customers. In this docket, Zellwood seeks in part the approval from the Commission to transfer the retained Exempt Facilities to the Association and qualify the Association an entity exempt from regulation by the Florida Public Service Commission (the "Commission") under Section 367.022(7), Florida Statutes.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

Jennifer Brubaker  
July 26, 2004  
Page 2

### Qualification of the Association as an Exempt Entity

The Association clearly qualifies as an Exempt Entity under Section 367.022 since (1) all of the retail customers it will serve except for the Non-Member Entities defined below have direct voting rights in the Association, (2) each of the condominium association and cooperative Non-Member Entities have an indirect vote in the Association through its own voting members, which members' fees pay the utility fees billed to the Non-Member Entity, (3) the only Non-Member Entity which does not have a vote receives water service without paying any compensation and is therefore non-jurisdictional and (4) due to the divestiture of the unplatted and undeveloped portions of the Zellwood service territory by contract to Orange County, no future retail customers that aren't also voting members of the Association will ever exist. While the Commission must normally assume jurisdiction over retail utility companies in order to provide utility customers with recourse on issues with the rates and service provided by its utility provider, the intent of Section 367.022 is obviously to divest the Commission of jurisdiction of a utility entity which is in fact controlled by its customers. This is logical since such customers have the ability to address and participate in decisions on issues of utility service that may arise. For the reasons set above and discussed in detail below, a common sense approach to the application of Section 367.022 supports the approval by the Commission of the Association as an Exempt Entity. The Commission has in the past applied water and wastewater regulatory law in a manner that yields a sensible result. In Order No. 23897, the Commission reasoned that ". . . the law should be read in a manner that yields a rational, sensible result, and avoids an interpretation that produces unreasonable consequences...."<sup>1</sup> In that same Order, the Commission also reasoned that "The Water and Wastewater Regulatory Law should be read as a whole and the terms of the nonprofit corporation exemption should not be interpreted mechanistically to impose regulatory jurisdiction on activity that the Legislature clearly did not intend to regulate."<sup>2</sup> [Emphasis added]

Under Section 367.022(7), Florida Statutes, "Non-profit corporations, associations or cooperatives providing service solely to members who own and control such non-profit corporations, associations or cooperatives" are not subject to regulation under Chapter 367 by the Commission (an "Exempt Entity"). With the exception of the Non-Member Entities defined below, Zellwood's entire retail customer base is comprised of individuals who are voting members of the Association<sup>3</sup>. Furthermore, the purchase and sale agreement

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<sup>1</sup> Order No. 23897, Docket No. 900516-WU, In re: Petition of Central Lakes Corporation for a Declaratory Statement Regarding its Exempt Status under Section 367.022(7), Florida Statutes, at 4.

<sup>2</sup> Id.

<sup>3</sup> See Affidavit of John G. Hunter, President of Zellwood Station Co-Op, Inc., certifying the current retail water and wastewater customer list and Affidavit of Elmer Goins, President of Zellwood Station Community Association, Inc., verifying that all such retail customers of Zellwood are also members of the Association, both submitted for filing in this docket on October 2, 2003, along with other supporting documentation.

Jennifer Brubaker  
July 26, 2004  
Page 3

between Zellwood and Orange County provides specifically for the transfer of all undeveloped areas within the Zellwood service territory (other than the 190 mobile home lots in the Zellwood Station Community currently platted but unoccupied) will be transferred to Orange County's service territory.<sup>4</sup> As a result, no other retail customers will ever exist within Zellwood's (and therefore the Associations') service territory who are not themselves, or who are not comprised of, voting members of the Association. The only non-member customers that receive water or wastewater service or both from Zellwood are the following legal entities:

1. Banbury Village Association, Inc.
2. Citrus Ridge Village Association, Inc.
3. Oak Grove Village Association, Inc.
4. Zellwood Station Co-Op, Inc.<sup>5</sup>
5. Rolling Hills Church

Since the Rolling Hills Church is an entity that currently has no corresponding control or vote with respect to the Association, but receives free water service (i.e., no "compensation" is paid), it will not be discussed further. The Commission has clearly established that service by a non-profit corporation to a non-member without compensation is non-jurisdictional.<sup>6</sup> Banbury, Citrus Ridge and Oak Grove Associations and Zellwood Station Co-Op, Inc. shall be referred to hereafter together as the "Non-Member Entities."

Each Non-Member Entity receives utility bills in its name for relatively minor services utilized for common facilities located within the Zellwood Station community for the use and enjoyment of the voting members of the Association. All such Non-Member Entities are comprised solely of individuals having voting rights in the Association. Therefore, even though these entities receive a bill for utilities which is issued in the name of the respective entity, the members of each such Non-Member Entity are in fact also voting members of the Association empowered by their voting rights to regulate the fees and charges set by the

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<sup>4</sup> See Section 16 and Exhibit "B" of the Purchase and Sale Agreement by and between Zellwood Station Co-Op, Inc. and Orange County, dated May 19, 2003 attached hereto as Exhibit A.

<sup>5</sup> Although the Commission previously questioned the need to address voting rights of Lakeview Cooperative, Rolling Hills Cooperative and Sand Point Cooperative, all are informal organizations promoting social activities and which are not recipients of utility bills. All members of those cooperatives fall within the umbrella of the Zellwood Station Co-Op, Inc. which does receive utility bills.

<sup>6</sup> Order No. PSC-02-0781-FOF-SU, Docket No. 970409-SU, In re: Initiation of limited proceeding to restructure wastewater rates for Florida Water Service Corporation's Tropic Isles service area in St. Lucie County; Order No. PSC-95-1436-FOF-WU, Docket No. 951154-WU, In re: Application for exemption from Florida Public Service Commission regulation for provision of water service in Orange County by Montpelier Village Club, Inc.; Order No. 23897, Docket No. 900516-WU, In re: Petition of Central Lakes Corporation for a Declaratory Statement Regarding its Exempt Status under Section 367.022(7), Florida Statutes.

Jennifer Brubaker  
July 26, 2004  
Page 4

Association for service to each of the Non-Member Entities.<sup>7</sup> Exhibit B, attached to this letter contains a diagram illustrating how each of the Non-Member Entities is represented indirectly by virtue of the right of its voting members to also vote on decisions of the Association. Furthermore, the fees utilized to pay the utility bills received by each such Non-Member Entity are paid by these same voting members that control the Association. To argue that the Non-Member Entities should also have an independent, direct voting right in the Association is arguing form over substance since the controlling members of the Non-Member Entities also control the proposed exempt Association.

#### Approach to Further Address Exempt Status of the Association

For the reasons stated above, the Association should easily qualify as an Exempt Entity under Section 367.022(7). In recognition of the need of the Commission to be confident in the qualifications of the Association as an Exempt Entity, Zellwood proposes the following as additional measures to provide assurance to the Commission that the Association qualifies as an Exempt Entity under Section 367.022(7):

1. Zellwood will have each Non-Member Entity enter into a Customer Membership and Participation Agreement in the form attached hereto as Exhibit "C" with the Association. Pursuant to the Agreement, each such Non-Member Entity will be granted a contractual right, enforceable against the Association, to become a "Customer Member" of the Association with the right to vote on all utility matters which come before the Association. Each such Customer Member shall have one vote, equal to that provided to the individual owner members, on all utility matters. In addition, each Customer Member shall be entitled to notice and full participation in any Association proceedings in which utility matters will be considered, discussed or decided. Customer Member status will remain intact for so long as the Customer Member is a retail water and/or wastewater customer of the Association. This approach is consistent with the contractual approach to voting membership supporting the Exempt Entity status relied upon by the Commission in Docket No. 020650-WU discussed in detail below.
2. Rolling Hills Church will continue to receive free water service from the Association and is therefore non-jurisdictional as discussed in detail above. The Association will enter into the letter agreement attached as Exhibit "D" hereto to acknowledge that right to free service. If the Church ever exceeds 9,000 gallons of water per month in consumption, it may establish its own water supply well with the assistance of the Association or it shall become subject to the Association's utility rates and charges

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<sup>7</sup> See Affidavits of the officers of each of the Non-Member Entities attached hereto as Exhibits E – H, certifying the current members of each such Non-Member Entity, which members are also members of the Zellwood Station Community Association, Inc., listed in the affidavit of Elmer Goins, President, submitted for filing in this docket on October 2, 2003, thus verifying that each member of the Non-Member Entities is also a voting member of the Association.

Jennifer Brubaker  
July 26, 2004  
Page 5

for water and will enter into a Customer Membership and Participation Agreement and become a Customer Member of the Association.

Zellwood believes the above approach is a sound one and provides additional measures to assure the Exempt Entity status of the Association. Establishing voting rights by contract for the Non-Member Entities on decisions by the Association is not inconsistent with Commission precedent. It is no doubt more common for such voting retail customers to be endowed with voting rights as an attribute of land ownership in the development served by an Exempt Entity, but the intent of Section 367.022 would be thwarted if an entity comprised wholly or in part of land owner members with no voting rights on utility matters could qualify as an Exempt Entity.<sup>8</sup> On the other hand, the customer of a utility who has by contract or otherwise been granted control of the utility entity in the form of a vote on utility issues is protected in the manner contemplated under Section 367.022 regardless of its land ownership status in the entity.

The Commission has granted exempt status to a non-profit entity whose membership consists not only of fee property owners in the development served by that Exempt Entity, but also those customers with a lesser possessory interest in a served property who have also filed a mutually agreed contractual "application" for utility service and membership. In Docket No. 020650-WU, Marion Utilities, Inc. filed an application for partial transfer of water and sewer facilities to Silver Springs Regional Water and Sewer, Inc., a non-profit corporation seeking to provide utility service as an Exempt Entity. In that Docket, by letter from Commission staff dated September 16, 2002, Commission staff requested proof of voting rights of the transferred customers from Marion Utilities, Inc. in the non-profit entity. The Commission approved exempt entity status based on evidence showing that even parties who were not fee owners of property serviced by the exempt entity could be granted membership and a vote by showing a possessory interest allowing control and occupancy of the property and entering filing an "application for membership" with the exempt entity. Approval of this contractual arrangement granting retail customers a vote in the exempt entity in that docket shows that the protected interest of concern to the Commission under a Section 367.022 exemption is not land ownership, but rather, voting rights on utility decisions by the exempt entity. The approach proposed by Zellwood likewise grants to each Non-Member Entity a contractual right to vote in the Association on matters related to the operation and fees charged by the Association for utilities.

Please consider this as Zellwood's proposal in support of the Application for approval by the Commission of the transfer of the Exempt Facilities by Zellwood to the

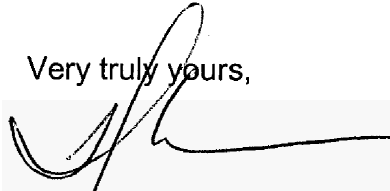
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<sup>8</sup> See Order No. 18798 in Docket No. 870596-WS, issued February 3, 1988, wherein the Commission denied Exempt Entity status to Covered Bridge Association, Inc. based on a determination that while all utility customers were in fact voting members of the non-profit entity seeking exempt status, the developer retained the authority to designate a majority of the board of directors of the non-profit entity and thereby negated any control by the members. In denying Exempt Entity status, the Commission concluded that "... apart from the developer, members of CBA are members in name only. Those non-developer members do not control the association."

Jennifer Brubaker  
July 26, 2004  
Page 6

Association and the classification of the Association as an Exempt Entity. Zellwood believes that even without the proposed contractual arrangements, the Association clearly qualifies as an Exempt Entity under Section 367.022 since (1) all of the retail customers it will serve except for the Non-Member Entities have direct voting rights in the Association, (2) each Non-Member Entity has an indirect vote in the Association through its own voting members, which members' fees pay the utility fees billed to the Non-Member Entity, (3) the only entity receiving utility service which does not have a vote in the Association receives water service without paying any compensation and is therefore non-jurisdictional and (4) due to the divestiture of the unplatted and undeveloped portions of the Zellwood service territory by contract to Orange County, no future retail customers that aren't also voting members of the Association will ever exist. In spite of that fact, Zellwood wishes to provide the Commission with the added assurance of a contractual right to be provided to each of the Non-Member Entities. Zellwood believes that Commission precedent and a common sense approach to this very unique set of circumstances warrants approval of the transfer of the Exempt Facilities to the Association as an Exempt Entity. If you need further details or information, please feel free to write or call.

Very truly yours,



Thomas A. Cloud, Esquire  
W. Christopher Browder, Esquire

**GrayRobinson, P.A.**  
Attorneys for Zellwood Station  
Cooperative, Inc.

TAC:WCB:ds  
Enclosure

Jennifer Brubaker  
July 26, 2004  
Page 7

### CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that a true and exact copy of the above and foregoing has on this 26<sup>th</sup> day of July, 2004, been furnished by Federal Express to Blanca S. Bayo, Director, Division of Clerk and Administrative Services, Florida Public Service Commission, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850; by Federal Express to Jennifer Brubaker, Esquire, at the address set out below; and to Stephen C. Burgess via U.S. Mail to the address set out below:

Jennifer Brubaker, Esquire  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Stephen C. Burgess  
Office of Public Counsel  
c/o The Florida Legislature  
111 West Madison Street, Room 812  
Tallahassee, Florida 32399-1400



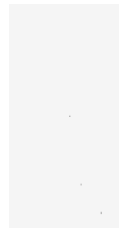
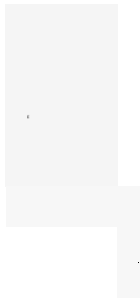
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301 East Pine Street, Suite 1400  
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Fax: (407) 244-5690  
Attorneys for Zellwood Station Co-Op, Inc.



**EXHIBIT "A"**

**Purchase and Sale Agreement Provisions**



- l. Such other instruments and documents, in form approved by the County's counsel as may be reasonably required in order to transfer ownership and possession of the Purchased Assets to the COUNTY; provided that none of such documents shall result in any additional liability on the part of CO-OP not otherwise provided for in this Agreement; and
- m. All assignments of agreements, permits and governmental approvals to operate the Purchased Assets required by law, rule or regulation to assign the agreements, permits or approvals to COUNTY.
- n. All FPSC documents and certificates (**Exhibit A**); and
- o. All record documents (**Exhibit K**).

**14.2 Deliverables from the COUNTY.** On the Closing Date, the COUNTY shall pay the Purchase Price by delivering a COUNTY warrant to the CO-OP in the amount due CO-OP as provided in Section 4 of this Agreement, subject to the prorations and adjustments and the creation of the escrows as necessary and agreed to by the parties. The COUNTY shall also deliver at the Closing the executed form of an assumption of the agreements, permits or governmental approvals required to operate the Purchased Assets set forth in this Agreement, an assumption of the leases, permits, agreements, approvals and other interests in the Purchased Assets being assigned by the CO-OP, as provided by the CO-OP pursuant to Subsection 14.1 hereof, and a certified copy of a resolution of the COUNTY approving this transaction, if not previously delivered to CO-OP. Said documents shall be executed on the Closing Date. The assignments and assumptions being prepared by the parties may be incorporated into one document (with appropriate exhibits as required) at the convenience and with the concurrence of the parties. COUNTY shall also deliver at Closing: (a) such affidavits and acknowledgments as the Title company shall reasonably request in order to cause said Title company to issue a title insurance policy evidencing a marketable title in COUNTY; (b) the appropriate County Officer's Certificate confirming that the warranties of COUNTY set forth in this Agreement applicable to the Closing are true and correct as of the Closing; and (c) such other instruments and documents as CO-OP's counsel may reasonably require, in form approved by County's counsel, in order to transfer possession and control of the Purchased Assets to COUNTY, provided that none of such documents shall result in any additional liability on the part of COUNTY not otherwise provided for in this Agreement.

**SECTION 15. RESPONSIBILITY FOR PROFESSIONAL FEES AND COSTS.** Except for the responsibilities of certain fees provided elsewhere in this agreement, each party hereto shall be responsible for its own attorney's fees, engineering fees, accounting fees and other costs in connection with the preparation and execution of this Agreement, the closing of the transaction contemplated herein and in connection with all judicial and administrative proceedings related to the acquisition and transfer of the Purchased Assets.

**SECTION 16. PUBLIC SERVICE COMMISSION APPROVAL.** Prior to Closing Date, CO-OP shall apply for approval by the FPSC for transfer of the Purchased Assets from CO-OP to COUNTY, and for modification of the CO-OP's FPSC Certified Service Area to

match that in **Exhibit B**. CO-OP agrees to pay all fees and costs incurred by CO-OP incident to such dealings with the FPSC. It is agreed that COUNTY shall apply every reasonable effort to cooperate with CO-OP to obtain approval from the FPSC and will render all reasonable assistance to CO-OP necessary to obtain such approval. Copies of the Orders of the FPSC acknowledging sale of the Purchased Assets to the COUNTY along with the Certificate Modification(s) shall be promptly provided to COUNTY by CO-OP, upon CO-OP's receipt of said Orders.

SECTION 17. COMMISSIONS. The CO-OP and the COUNTY warrant to the other that the transaction contemplated by this Agreement is a direct, private transaction between the CO-OP and the COUNTY without the use of a broker or commissioned agent.

SECTION 18. FURTHER ASSURANCES. Each of the parties hereto agrees that, from time to time, upon the reasonable request of the other party and at the expense of the requesting party, without further consideration, it shall execute and deliver to the requesting party any and all further instruments, affidavits, conveyances and transfers as may be reasonably required to carry out the provisions of this Agreement.

SECTION 19. CERTAIN AGREEMENTS.

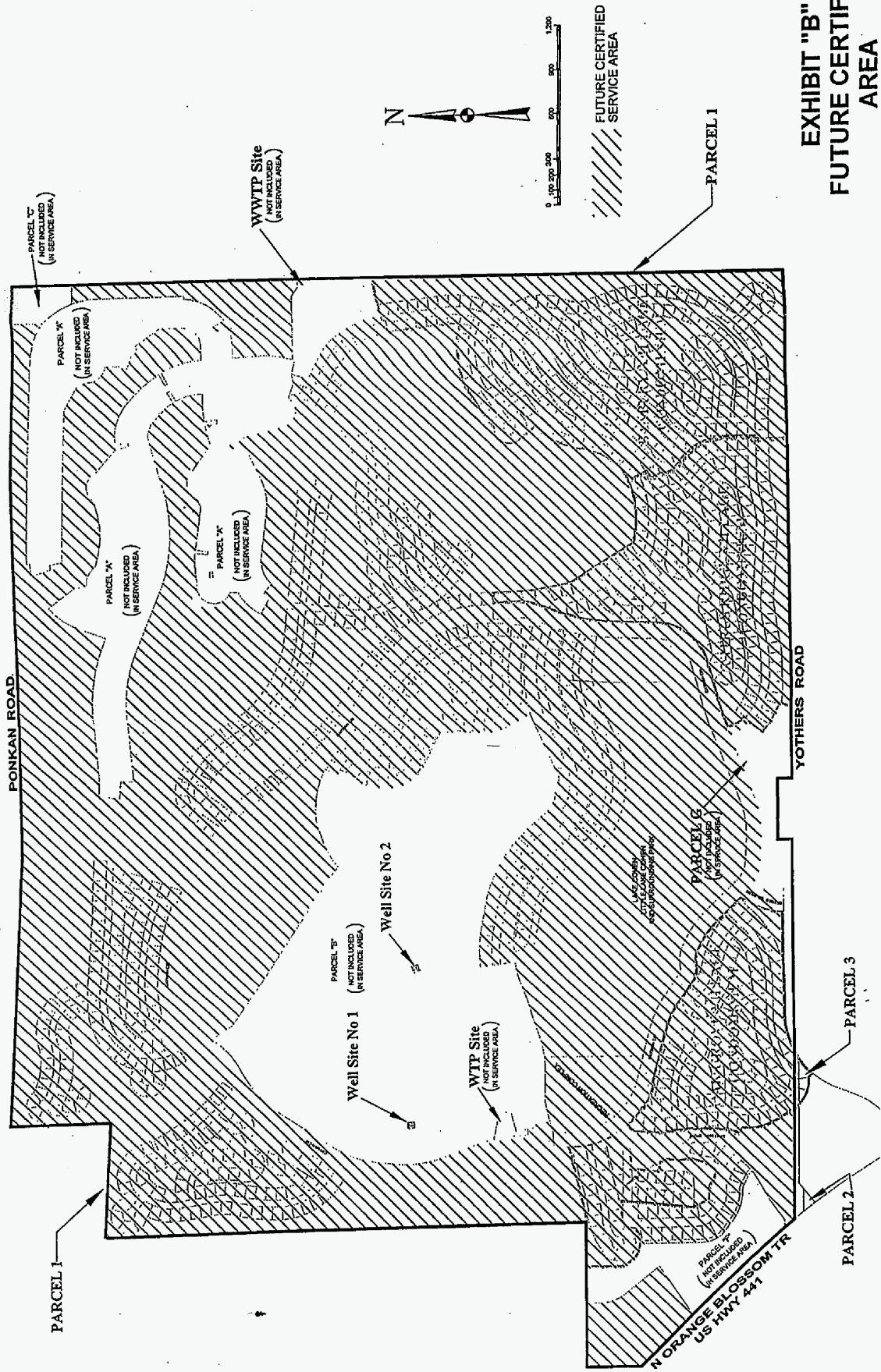
19.1 Contracts and Agreements. The COUNTY shall take title to the Purchased Assets encumbered only by those developer, service, or wholesale contracts and agreements that are listed on **Exhibit L**, attached to and incorporated in this Agreement (hereafter "Contracts and Agreements") which will be assigned to and assumed by the COUNTY. CO-OP has also supplied the COUNTY with a map series attached to and incorporated in this Agreement as **Exhibit N**, which depicts all lots for which prepaid capacity, connection or capital charges have been collected in accordance with paragraphs 6.17 and 10.3 of this agreement. The CO-OP represents and warrants that there are no other such lots, within its service area as depicted in **Exhibit N** hereof. The CO-OP understands and agrees that COUNTY will not be obligated to close this Agreement if any such assigned agreements impose upon the COUNTY an obligation to grant free service or reduced service charges, or preclude the COUNTY from charging capital charges for new retail rate customers (such as those shown on "the Silvestri Property" area of **Exhibit H**). As a condition of COUNTY closing this transaction, CO-OP shall secure at or before closing a document in recordable form indicating any such agreements for free service or reduced service charges or waivers of the obligation of a customer to pay (except the lots shown on Exhibit N), capital charges are cancelled of record.

19.2 Payment of Capital Charges. Payment of Capital Charges will be required from all future COUNTY retail utility customers in accordance with existing and future County Ordinances, including all customers located outside of the CO-OP service area.

19.3 Other Agreements. Except, as expressly set forth in this Agreement, the COUNTY is not assuming any other agreements to which CO-OP is a party.

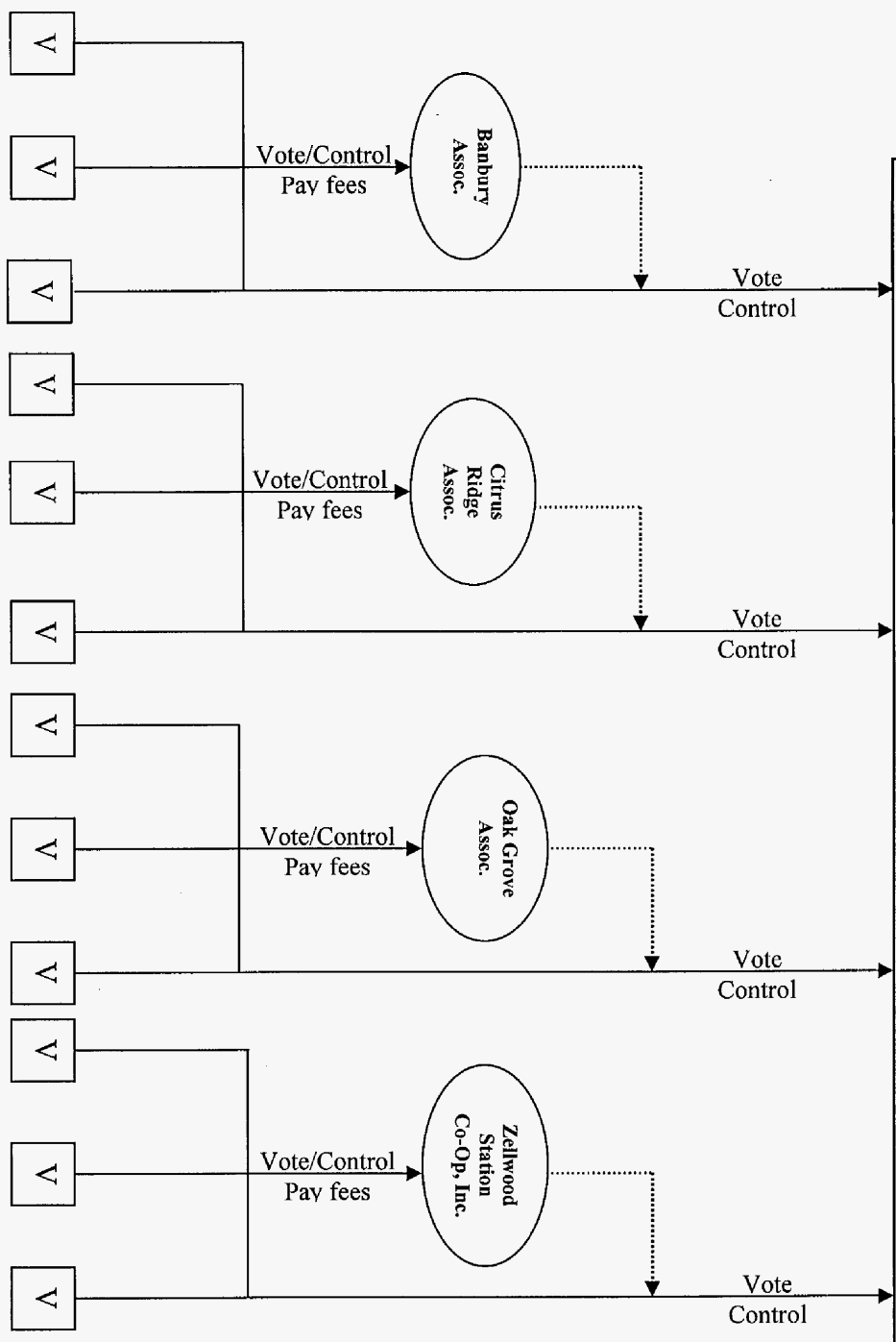
SECTION 20. NOTICES; PROPER FORM. Any notices required or allowed to be delivered hereunder shall be in writing and may either be (1) hand delivered, (2) sent by recognized overnight courier, or (3) mailed by certified or registered mail, return receipt requested, in a postage prepaid envelope, and addressed to a party at the address set forth

# ZELLWOOD STATION



## EXHIBIT "B" FUTURE CERTIFIED AREA

# EXEMPT ENTITY COMMUNITY ASSOC.



= Voting Member of Exempt Association/Non-Member Entity

## EXHIBIT "C"

### CUSTOMER MEMBERSHIP AND PARTICIPATION AGREEMENT

This Customer Participation Agreement ("Agreement") for is entered into as of this \_\_\_\_ day of \_\_\_\_\_, 2004, Zellwood Station Community Association, Inc. (the "Association"), and \_\_\_\_\_, an individual or entity whose address is \_\_\_\_\_ ("Customer").

#### RECITALS

- A. Upon the approval of the Dual Application for Transfer to Governmental Authority and for Sale, Assignment or Transfer of Certificate or Facilities to An Exempt Entity which was filed by Zellwood Station Co-Op, Inc. in order to gain permission from the Florida Public Service Commission for the Utility to transfer its water and wastewater facilities to the Association, the Association will become the new retail water and wastewater utility provider for the Customer.
- B. All current lot owner members of the Association have voting rights relative to the business of the Association, including any activities that will be required relating to the provision of utilities by the Association to its customers.
- C. The Association's members on [ ] approved the Association's actions necessary to take over as the retail utility provider for the former customers of Zellwood Station Co-Op, Inc.
- D. Certain utility customers of the Association, like Customer, who are not lot owner members of the Association but who will receive utility service are required to have a right to participate in the decisions by the Association on matters related to utility rates, charges and services to be provided by the Association absent oversight by the Florida Public Service Commission.
- E. Pursuant to the authority granted by the members of the Association to have the board take the necessary actions to allow the Association to take over as retail water and wastewater utility provider, the Association desires to enter into a written agreement with Customer in order to provide the Customer the rights necessary to participate along with the Association members in the decisions of the Association in the actions taken relative to the utility rates, fees, charges and service affecting the retail utility Customer of the Association.

**NOW, THEREFORE**, in consideration of the foregoing premises and mutual covenants contained herein, Association and Customer hereby agree as follows:

1. Designation as a Customer Member. Any and all utility customers of the Association shall upon entering into this Agreement be deemed a "Customer Member" of the Association for purposes of and as further provided in this Agreement.

2. **Grant of Right to Participate in Utility Decisions.** Customer Member shall, upon becoming a retail utility customer of the Association and executing this Agreement, and thereafter until such time as Customer Member terminates its utility service, have the following rights:

A. Customer Member shall be entitled to notice along with the members of the Association and in the same manner, of any meeting to be held by the Association during which any matter pertaining to the operation of the water and wastewater utilities will be discussed or finally determined ("Utility Related Meeting").

B. During any Utility Related Meeting, Customer Member shall be entitled to participate based on the same rules, procedures and basis as the voting members of the Association who are utility Customer Members and other third party utility Customer Members. The Association will recognize Customer Member as a necessary participant in any such discussions regarding the utility business.

C. Upon any matter of utility business being put to a vote at a Utility Related Meeting, Customer Member shall be granted one (1) vote on an equal basis with every other utility customer (land owner members and Customer Members) of the Association. All such votes shall be counted as equal for any Association utility matter requiring approval.

D. Customer Member shall have no right to vote on any non-utility related Association matters.

3. **Term and Termination.** The term of this Agreement shall be from the date executed by Customer until Customer's retail utility service account is closed and service is discontinued.

4. **Miscellaneous Provisions**

A. The failure of either party to enforce at any time any of the provisions of the Agreement or to require at any time performance by the other party of any of such provisions, shall in no way be construed to be a waiver of such provision, nor in any way to affect the validity of the Agreement or any parts thereof, or the right of either party thereafter to enforce each and every provision.

B. No waiver, modification, or amendment of any of the provisions of the Agreement shall be binding unless it is in writing and signed by duly authorized representatives of both parties.

C. The headings used in the Agreement are not to be construed as modifying, limiting or expanding in any way the scope or extent of the provisions in the Agreement.

D. The Agreement shall not be assigned by Customer without the prior written consent of the Association. Any purported assignment without such prior written consent shall be null and void.

E. The Agreement will be construed and interpreted in accordance with the laws of the State of Florida without application of its choice of law or conflict of law rules.

Zellwood Station Community Association,      Customer  
Inc.

\_\_\_\_\_

\_\_\_\_\_

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_



## EXHIBIT "D"

### [ASSOCIATION LETTERHEAD]

[date]

[CHURCH CONTACT]

[CHURCH ADDRESS]

Re: Water Service From Zellwood Community Association

Dear [            ],

As you know a Dual Application for Transfer to Governmental Authority and for Sale, Assignment or Transfer of Certificate or Facilities to An Exempt Entity (the "Application") was filed by Zellwood Station Co-Op, Inc. (the "Utility") in order to gain permission from the Florida Public Service Commission for the Utility to transfer its water and wastewater facilities to the Zellwood Station Community Association, Inc (the "Association"). If successful, this transfer will result in the Association becoming the new water utility provider for your Church. You previously acknowledged your support of the Application based on the understanding that the Rolling Hills Church (the "Church") will be entitled to receive free water service from the Association indefinitely, unless the Association determines that the level of service used by the Church exceed its pro-rata share of such services available to the Association for use in serving its retail customers. In such event, the Church agreed that it would either come to agreement with the Association as to the level of water service (as applicable) to which it is entitled for no charge or, if no such agreement is reached, then it will accept the right to a vote equal to that of the voting members of the Association with respect to the utility service rates charged by the Association and will abide by the majority vote setting usage rates and volumes.

The purpose of this letter is set forth our agreement with respect to the above arrangement. We therefore agree, with the intent of being legally bound, as follows:

1. In the event the Application is approved by the Florida Public Service Commission and the Association becomes the provider of the Church's water service, then the Church will receive water service at no charge on equal terms and conditions with all other service customers in the same user class or consumption level, unless and until the Church's water consumption exceeds 9,000 gallons per month ("Trigger Event").

2. Upon the occurrence of a Trigger Event, the Association shall notify the Church in writing of the excess usage. Upon receipt of such notice, the Church shall either (a) acknowledge within seven (7) calendar days in writing to the Association its intent to limit its water usage to less than 9,000 gallons per month or (b) notify the Association in writing within seven (7) calendar days that water consumption in excess

of 9,000 gallons is required. If the Church fails to respond within said seven (7) day period, the Association will deem such unresponsiveness to be an acknowledgment of the Church's intent to utilize in excess of 9,000 gallons of water per month.

4. If the Church notifies the Association that it requires in excess of 9,000 gallons per month of water or if the Church fails to respond under paragraph 2 above, the Association shall promptly take all appropriate and necessary measures to provide the Church the contractual and legal right to vote on an equal basis with the other voting members of the Association with respect to the utility service rates charged by the Association. The Church shall accept the right to vote and will at the beginning of the Association's next monthly utility billing cycle after being granted the voting right, be subject to the usage rates then in effect for the Association's customers and will abide by the majority vote setting or adjusting these rates in the future.

Zellwood Station Community Association, Inc.

\_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

If the above is acceptable to you, please acknowledge your agreement and acceptance by signing where indicated below and on the two additional copies of this letter and return two executed originals of this letter to the Association, directed to the attention of Mr. Bill Ferrara.

**Acknowledged and Accepted By:**

Rolling Hills Community Church

\_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**EXHIBIT "E"**

**AFFIDAVIT OF JOHN G. HUNTER**

**ON BEHALF OF ZELLWOOD STATION CO-OP, INC.**

**AFFIDAVIT OF ZELLWOOD STATION CO-OP, INC.]**

I, John Hunter, the President of ZELLWOOD STATION CO-OP, INC. (the "Association"), having been duly sworn, state the following in support of the Dual Application for Partial Transfer to Governmental Authority and For Transfer of Wastewater Certificate No. 518S and Water Certificate No. 602W submitted for filing on July 24, 2003 by Zellwood Station Co-Op, Inc. (the "Utility").

1. All current members of the Association are listed in Exhibit "A" attached hereto ("Members").

2. All such Members have an equal vote in the Association and are required by the Association to pay an equal share of all costs, fees, and charges incurred by the Association for, among other things, the water and wastewater utilities provided by Zellwood Station Co-Op, Inc. to common facilities utilized by the Members and managed on behalf of the Members by the Association.

Signature: John S Hunter  
Print Name: John Hunter

STATE OF FLORIDA  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 22 day of July, 2004, by John S. Hunter.



AFFIX NOTARY STAMP

Carol D. Fouse  
Signature of Notary Public

Carol D Fouse  
(Print Notary Name)

My Commission Expires: 10-31-07

Commission No: \_\_\_\_\_

Personally known; or

Produce Identification

Type of Identification Produced: \_\_\_\_\_

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

<b>Mr, Mrs</b>	<b>First Name</b>	<b>M.I.</b>	<b>Last Name</b>	<b>Property Address</b>
Ms.	Eva		Adkins	3450 North Citrus Circle
Mr.	Donald	L.	Ahlberg	3729 South Citrus Circle
Mr.	Carl	F.	Ahlstrom	2009 Canopy Circle
Mr. & Mrs.	Frank		Alfano	4063 North Citrus Circle
Mr.	Frederick		Allen	2525 Fairbluff Road
Ms.	Elenor	A.	Allmen	2719 Canary Palm Court
Mr. & Mrs.	Vincent	J.	Amore	2624 Lake Grassmere Circle
	Jawood	L.	Anderson	3818 North Citrus Circle
Mr.	Dennis		Anderson	3830 South Citrus Circle
Mr.	John	P.	Anderson	3306 North Citrus Circle
Mr.	Harold		Anderson	4205 Medalist Court
Ms.	Barbara		Anderson	2803 Myrtle Oak Lane
Mr.	Edwin	W.	Antoniewicz	3742 Cohen Drive
Ms.	Eleanor		Austin	4243 Oak Grove Drive
Ms.	Rowena	L.	Austin	3421 Greenbluff Road
Mr.	Brad		Bagley	3757 North Citrus Circle
Mr. & Mrs.	James	H.	Bailes	4143 Greenbluff Court
Mr. & Mrs.	Ronald	W.	Bailes	2726 Lake Grassmere Circle
Mr.	Frederick		Baker	2710 Canary Palm Court
Ms.	Jeanne		Bakkum	2222 South Citrus Circle
Ms.	Thelma		Barnes	3781 North Citrus Circle
Ms.	Joan		Barnett	2710 Lake Grassmere Court
	E. Joyce		Barton	4470 Red Oak Lane
Mr.	Ronald		Bass	4004 Myrtle Oak Court
Mr.	Robert	A.	Beach	3952 North Citrus Circle
Mr.	Maurice		Beardslee	2243 Evergreen Circle
Ms.	Irene	E.	Becker	3510 Parway Road
Mr.	Leonard		Bellanca	2002 South Citrus Circle
Mr.	Maynard	B.	Bender	2473 Putter Road
Mr.	Richard		Bennett	4209 Medalist Court
Mr.	Leland	C.	Berg	2672 Lake Grassmere Circle
Ms.	Margaret		Bevier	3381 Evergreen Road
Ms.	Marjorie		Billingsley	2314 Loveplum Court
Ms.	Francis		Bishop	2441 Putter Road
Mr.	Robert	J.	Blatter	3812 Cohen Drive
Ms.	Barbara		Blenden	3882 Diamond Oak Way
Mr. & Mrs.	John	J.	Blidy	3802 Diamond Oak Way
Ms.	Lynn		Blocher	3924 Cohen Drive
Mr. & Mrs.	Emmett	A.	Blodgett	2687 Cayman Circle
Mr.	Nicholas		Blume	4106 Myrtle Oak Court
Mr. & Mrs.	Virgil		Boetcher	2706 Lake Grassmere Circle
Mr.	Sam	F.	Bonacci	2673 Cayman Circle
Ms.	Janet	L.	Bonner	2510 Fairbluff Road
Mr.	Raymond		Bordonaro	3626 North Citrus Circle
Mr.	Lewell		Bordonaro	3457 Greenbluff Road
	Carsten	B.	Borglum	3836 Cohen Drive
Mr.	Frederick	J.	Bottcher	3857 Diamond Oak Way
Mr. & Mrs.	Roland		Bouchard	3731 Parway Road
Mr.	William		Boucher	3309 Evergreen Road
Ms.	Carolyn	E.	Bourne	3753 Grove Circle
Mr.	Burton	W.	Bowen	2106 Oak Grove Drive
Mr. & Mrs.	Robert	J.	Boylan	4012 Greenbluff Road
Mr.	Robert	J.	Boylan	3738 Parway Road
Ms.	Jean	M.	Bradley	3903 Diamond Oak Way
Mr. & Mrs.	Cole		Bradshaw	3737 Grove Circle
Ms.	Catherine		Braecklein	4014 North Citrus Circle
Mr.	Donald	G.	Brenneman	3700 North Citrus Circle
Mr.	William	L.	Brice	3832 Parway Road
Mr.	John	C.	Brigantino	3873 Diamond Oak Way
Ms.	Loreen	E.	Briggs	3805 Cohen Drive

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**July 22, 2004**

<b>Mr, Mrs</b>	<b>First Name</b>	<b>M.I.</b>	<b>Last Name</b>	<b>Property Address</b>
Mr. & Mrs.	Rudolph		Broeker	4031 North Citrus Circle
Mr. & Mrs.	Barry		Bronson	2651 Lake Grassmere Circle
Mr.	Herbert	V.	Brown	2306 Love Plum Court
Mr.	Meyer Jerry		Brown	2655 Lake Grassmere Circle
Ms.	Katherine	T.	Brown	2675 Lake Grassmere Circle
Mr. & Mrs.	Norman	E.	Brown	3746 Parway Road
Mr. & Mrs.	LeRoy	H.	Brown	3729 Grove Circle
Ms.	Judith	E.	Brown	2148 Wax Myrtle Drive
Ms.	Enid	W.	Brown	2591 Cayman Circle
Mr.	Richard		Buck	4327 Black Oak Lane
Mr.	Edward		Buckner	2381 Cayman Circle
Mr.	Arthur		Burch	2635 Lake Grassmere Circle
Ms.	Elizabeth		Burgess	4319 Black Oak Lane
Mr.	Robert		Burkhalter	3739 Parway Road
Mr.	Edward	C.	Burns	3745 South Citrus Circle
Ms.	Diana	L.	Burns	3525 South Citrus Circle
Mr. & Mrs.	Newell		Burns	3649 North Citrus Circle
Mr.	Joseph	N.	Butler	4022 North Citrus Circle
Mr.	Hernando		Calderon	3744 South Citrus Circle
Ms.	Thelma	M.	Caldwell	3325 Evergreen Road
Mr. & Mrs.	Thomas	W.	Caldwell	2681 Cayman Circle
Mr. & Mrs.	Larry	R.	Campbell	4015 North Citrus Circle
	Sterling		Campbell	3724 Cohen Drive
Ms.	Patricia		Candee	2730 Lake Grassmere Court
Ms.	Mildred	J.	Cannata	3621 Duffer Court
Mr.	Robert		Capansky	3820 Cohen Drive
Mr.	Joseph		Carnicelli	3708 North Citrus Circle
Mr. & Mrs.	Lionel	R.	Caron	4138 Greenbluff Court
Mr. & Mrs.	Leon	F.	Carr	4235 Oak Grove Drive
Ms.	Janice		Carroll	4110 Myrtle Oak Court
Ms.	Rebecca		Cartwright	3741 North Citrus Circle
Mr. & Mrs.	Archie	D.	Casebolt	2656 Lake Grassmere Circle
Mr.	Charles	R.	Cassetta	3833 Diamond Oak Way
Mr.	Donald		Castello	3945 North Citrus Circle
Ms.	Barbara	J.	Chamblin	2454 Fairbluff Road
Mr.	Bert		Chance	2338 Loveplum Court
Mr.	Donald	L.	Chance	3813 Cohen Drive
Mr. & Mrs.	Roy	L.	Chapman	3956 Cohen Drive
Mr.	Gordon		Chapp	3461 Greenbluff Road
Mr.	Dean		Cherry	2627 Fiddlewood Court
Mr.	George	M.	Chevalier	3874 Diamond Oak Way
Mr. & Mrs.	John	C.	Childers	3764 North Citrus Circle
Ms.	Diane		Childers	3329 North Citrus Circle
Mr.	David		Chivis	2801 Hortree Court
Mr.	George	W.	Clague	2542 Fairbluff Road
Mr. & Mrs.	John	C.	Clancy	2532 Amyris Court
Ms.	Janet	O.	Clark	3910 Parway Road
Mr. & Mrs.	Reid		Cline	3614 Duffer Court
Mr. & Mrs.	Richard	J.	Collette	3516 South Citrus Circle
Mr. & Mrs.	Robert	H.	Comerford	3987 Parway Road
Ms.	Nellie		Conklin	2058 Live Oak Lane
Ms.	Wanda		Connell	2596 Lake Grassmere Circle
Mr.	Willard		Conrad	4133 Greenbluff Road
Ms.	Ltz		Consuegra	3422 South Citrus Circle
Mr. & Mrs.	John	R.	Cook	2026 South Citrus Circle
Ms.	Sharon	L.	Cooper	3780 North Citrus Circle
Ms.	Kathryn		Corwin	3769 Grove Circle
Ms.	June		Cosgrove	3502 Parway Road
Ms.	Anne Marie		Cote	3707 Parway Road
Mr.	Joseph	R.	Cote	2657 Cayman Circle

**Zellwood Station Co-op, Inc.**  
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**July 22, 2004**

<u>Mr, Mrs</u>	<u>First Name</u>	<u>M.I.</u>	<u>Last Name</u>	<u>Property Address</u>
Ms.	Louise		Couter	3665 North Citrus Circle
Ms.	Betty		Cox	3793 Diamond Oak Way
Ms.	Christene	B.	Cox	3971 Cohen Drive
Mr.	Martin	V.	Cramer	3213 Citrus Lane
Mr. & Mrs.	Edward	J.	Craren	3520 North Citrus Circle
Mr.	John		Crawford	2560 Teak Court
Mr. & Mrs.	Loyd	K.	Crowder	2438 Fairbluff Road
Ms.	Dorothy	M.	Crowell	2667 Lake Grassmere Circle
Ms.	Olive	M.	Crum	4141 Greenbluff Road
Mr. & Mrs.	George	W.	Cullen	3747 Parway Road
Ms.	Carol	A.	Curry	4023 Cohen Drive
Mr. & Mrs.	Michael	R.	Custer	2616 Lake Grassmere Circle
Ms.	Sophia		Czinkota	3418 North Citrus Circle
Mr. & Mrs.	Ralph	L.	D'Alessandro	2612 Fiddlewood Court
Mr.	William		Davis	2121 Oak Grove Drive
Mr.	William	E.	Davis	2167 Canopy Circle
Mr.	Richard	B.	Davis	3772 North Citrus Circle
Mr. & Mrs.	William		Davis	3716 North Citrus Circle
Mr. & Mrs.	Cindy		Davis	4177 Greenbluff Court
Mr.	Wilmot	E.	Davis	2202 Orangewood Circle
Mr.	William	E.	Davis	3654 Duffer Court
Mr.	William	E.	Davis	2142 South Citrus Circle
Mr. & Mrs.	William	E.	Davis	3442 North Citrus Circle
Mr. & Mrs.	James	S.	Deak	3977 North Citrus Circle
Mr.	Joseph		Dean	3904 Diamond Oak Way
Ms.	Lorraine		DeBuhr	2040 Canopy Circle
Mr.	Douglas	P.	DeGraaf	2217 Orangewood Circle
Mr.	Albert		Delmontagne	3310 Button Bush Drive
Mr.	George		Delp	2482 Putter Road
Ms.	Betty Jean		DeMinck	2057 Live Oak Lane
Ms.	Betty Jean		DeMinck	3834 Diamond Oak Way
Ms.	Barbara		Dent	3409 North Citrus Circle
Ms.	Janet	G.	Desmond	3741 Cohen Drive
Mr.	Jim		DiBiasio	3963 Parway Road
	Dale		Dickson	4008 Myrtle Oak Court
Ms.	Joyce	N.	Diehl	3748 N Citrus Circle
Mr.	Bernard		Dimiceli	3738 Diamond Oak Way
Mr.	Robert	O.	Donovan	2805 Hortree Court
Mr.	Emmett	F.	Doster	3752 Olax Court
Mrs.	Neva	J.	Douglass	2330 Loveplum Court
Mr.	Richard		Dowsland	2800 Hortree Court
	Rondal		Duckworth	3785 Diamond Oak Way
Mr. & Mrs.	Roland	E.	Dugan	2737 Lake Grassmere Circle
Mr.	Harrison	F.	Dunbrook	3773 Cohen Drive
Mr. & Mrs.	Gerald		Dunn	3629 Duffer Court
Ms.	Velda		Duym	3533 South Citrus Circle
Mr.	Lyonel		Edwards	2301 Blue Laurel Circle
Mr.	Raymond	L.	Ellis	3824 Parway Road
Mr. & Mrs.	Robert		Ellis	2465 Putter Road
Ms.	Elaine	R.	Ellison	3809 Olax Court
Mr. & Mrs.	Donald	A.	Enga	2827 Myrtle Oak Lane
Ms.	Beverly	A.	Englund	3912 North Citrus Circle
Mr.	Stuart		Ennis	2579 Amyris Court
Mr.	Billy	M.	Estep	3851 North Citrus Circle
Mr. & Mrs.	Robert	L.	Esters, III	2517 Amyris Court
Mr.	Robert	E.	Evans	3489 North Citrus Circle
Ms.	Anne	B.	Evers	3440 Greenbluff Road
Mr. & Mrs.	Gary	B.	Faas	3352 Overlook Road
Mr.	Joseph		Famularo	2105 East Lake Drive
Ms.	Lacy		Farmer	3430 Banberry Circle

## Zellwood Station Co-op, Inc.

## Shareholder List

July 22, 2004

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr. & Mrs.	Donald	H.	Fay	2702 Lake Grassmere Court
Ms.	Joan	T.	Fennell	2715 Canary Palm Court
Mr.	Robert	L.	Ferguson	2718 Lake Grassmere Circle
Mr.	Thomas		Ferrill	2847 Myrtle Oak Lane
Ms.	Naomi	S.	Findley	2526 Fairbluff Road
Mr.	Jack		Finley	3921 North Citrus Circle
Ms.	Lois	H.	Fischer	3445 Greenbluff Road
	Avalyn		Fisher	3717 Cohen Drive
Mr.	Richard		Fisher	4012 Myrtle Oak Court
Mr.	Vic	C.	Fitzgerald	2226 Orangewood Circle
Ms.	Julie		Fitzgerald	3474 North Citrus Circle
Ms.	Paula	D.	Fitzpatrick	3826 Diamond Oak Way
Mr.	Donald		Flippen	4310 Water Oak Lane
Mr.	Chester		Florence	2043 Oak Grove Drive
Mr.	Thomas	M.	Foley	3923 Cohen Drive
Ms.	Deborah	B.	Ford	2113 Nectar Circle
Ms.	Elzie	J.	Foster	4204 Medalist Court
Mr. & Mrs.	David		Fouse	2414 Fairbluff Road
Mr.	James	A.	Fox	3312 Overlook Road
Mr.	J. Edward		Franklin	3780 Cohen Drive
	Garnet		Fredrick	2618 Fiddlewood Court
Mr.	Albert		Freeman	2339 Loveplum Court
	Marion	J.	French	3729 Diamond Oak Way
	Rainer		Fries	2617 Lake Grassmere Circle
Ms.	Nancy/Dee		Frizzell/Hutchinson	3769 Diamond Oak Way
Mr.	Firman	H.	Fruit	2665 Cayman Circle
Ms.	Sylvia	B.	Fuller	2018 Live Oak Lane
Mr.	Thomas		Furey	2130 East Lake Drive
Ms.	Betty		Gabryshak	2714 Canary Palm Court
Ms.	Donna		Gardner	3404 Greenbluff Road
Ms.	Alice	V.	Gardner	2230 South Citrus Circle
Mr.	Ronald	M.	Garner	4328 Black Oak Lane
Ms.	Mary	A.	Garrison	3313 North Citrus Circle
Ms.	Deborah	A.	Gartner	4118 Greenbluff Road
Ms.	Millie	C.	Genco	2028 White Oak Lane
Ms.	Winona		Genton	3732 North Citrus Circle
Mr.	Donald		Gibbs	2011 East Lake Drive
Ms.	Jean		Gibser	2146 Oak Grove Drive
Mr.	Peter	M.	Gilardi	2842 Myrtle Oak Lane
Mr.	James		Gillies	2490 Putter Road
Ms.	Lois		Gissingner	3786 Diamond Oak Way
Ms.	Marjorie		Glefke-Carle	4413 Red Oak Lane
	J.	R.	Godbey	3401 North Citrus Circle
Mr.	Charles	H.	Goertz	3889 Diamond Oak Way
Mr.	Elmer	L.	Goins	3801 Diamond Oak Way
Mr.	Donald		Goist	2406 Fairbluff Road
Mr.	Carlos		Goodson	4304 Black Oak Lane
Mr. & Mrs.	Tom	J.	Graham	3803 North Citrus Circle
Mr.	George		Granros	3935 Parway Road
Ms.	Wanda		Grant	2457 Putter Road
Mr. & Mrs.	Herbert	S.	Greene, III	4123 Greenbluff Court
Mr. & Mrs.	John	R.	Greer	2742 Lake Grassmere Circle
Mr.	Frank	O.	Gregerson	2449 Putter Road
Ms.	Gertrude	P.	Gregory	2729 Lake Grassmere Court
Ms.	Delphine		Grey	3441 Greenbluff Road
Ms.	Mary	G.	Guardabascio	2417 Putter Road
Mr.	John	J.	Gundlach	2517 Fairbluff Road
Ms.	Mary		Guthrie Parker	3866 Diamond Oak Way
Mr.	Walter		Haase	3724 North Citrus Circle
Mr.	Joseph		Hack	3802 Olax Court



**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr. & Mrs.	Dennis		Haeck	2549 Fairbluff Road
Ms.	Angela		Hale	3437 Greenbluff Road
Mr. & Mrs.	Leon	W.	Hall	3721 South Citrus Circle
Ms.	Janice		Hamlin	3412 Button Bush Drive
Mr.	Donald		Hammond	2426 Putter Road
Mr.	Charles	J.	Hardt	2044 Oak Grove Drive
	Carroll		Harris	3717 North Citrus Circle
Ms.	Norma	J.	Harris	3429 Greenbluff Road
Ms.	Sandra	L.	Harris	3434 North Citrus Circle
Ms.	Lola	W.	Hartle	3704 Olax Court
Mr.	Clarence		Hatfield	3760 Olax Court
	Lonnie		Hatfield	2611 Fiddlewood Court
Mr.	John	S.	Hauser	3819 North Citrus Circle
Mr.	Arthur		Haven	2627 Lake Grassmere Circle
Mr.	Richard	G.	Hazelton	4130 Greenbluff Road
Mr.	Vernon	A.	Hazzard	2341 Cayman Circle
Mr.	David	R.	Hedus	2124 Wax Myrtle Drive
Mr. & Mrs.	Donald	L.	Heidler	3905 North Citrus Circle
Mr.	Theodore		Heller	2114 Nectar Circle
Ms.	Toni		Henderson	4020 Myrtle Oak Court
Mr.	Leonard		Hendrickson	4016 Myrtle Oak Court
Mr. & Mrs.	James	R.	Herbert	2127 Canopy Circle
Mr.	Howard		Higgins	4252 Oak Grove Drive
Mr.	Ralph	M.	Higgins	3638 Duffer Court
Ms.	Diana		Hilterbran	3660 Parway Road
Mr.	Dennis	A.	Hites	3754 Diamond Oak Drive
Ms.	Olive		Hoag	3222 Citrus Lane
Ms.	Cornelia	S.	Hodges	3713 Diamond Oak Way
Mr.	Eugene	M.	Hodges	4145 Greenbluff Road
Mr.	Samuel		Holland	2652 Lake Grassmere Circle
Mr.	William		Hollingsed	3955 Cohen Drive
Ms.	Ellen	M.	Holt	2102 Canopy Circle
Mr.	William	A.	Holzworth	3781 Cohen Drive
Mr.	Frank		Honaker	3346 North Citrus Circle
Ms.	Frances	N.	Horn	3411 Button Bush Drive
Ms.	Katherine	J.	Horstmann	3565 Blossom Circle
Ms.	Myrtle	E.	Hough	3572 Blossom Circle
Mr.	George	E.	Howard	3936 North Citrus Circle
Ms.	Mary	L.	Howe	2509 Fairbluff Road
Mr. & Mrs.	Robert		Howe	3629 Parway Road
Mr. & Mrs.	Howard		Huegel	2413 Fairbluff Road
Mr. & Mrs.	Howard		Huenergardt	2628 Lake Grassmere Circle
Mr.	Roscoe		Huffmaster	2446 Fairbluff Road
Ms.	Irene	A.	Hunter	3758 Cohen Drive
Mr.	John		Hunter	3713 Grove Circle
Mr.	William		Huybers	3828 Cohen Drive
Mr. & Mrs.	Sholdan	A.	Idskou	4122 Greenbluff Road
Mr. & Mrs.	Salvatore		Indorato	2644 Lake Grassmere Circle
Mr. & Mrs.	Phillip	D.	Iorio	2706 Lake Grassmere Court
Mr.	Wilfred		Jacobsen	2309 Cayman Circle
Mr.	Charles	A.	James	2110 Canopy Drive
Ms.	Marylee		Jamison	4174 Greenbluff Court
Ms.	Janet		Janessa	3376 Overlook Road
	Marion		Janis	3762 Diamond Oak Way
Ms.	Nancy	L.	Jantzen	3746 Diamond Oak Way
Mr.	Elwood		Jeffries	3928 North Citrus Circle
Ms.	Eileen		Johns	3761 Grove Circle
Mr.	B. Kenneth		Johnson	4023 North Citrus Circle
Ms.	Maxine		Johnson-Dahly	3765 North Citrus Circle
Mr.	Wesley		Jones	3405 South Citrus Circle

**Zellwood Station Co-op, Inc.**  
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**July 22, 2004**

<b>Mr, Mrs</b>	<b>First Name</b>	<b>M.I.</b>	<b>Last Name</b>	<b>Property Address</b>
Mr.	W.	H.	Jorgenrud	3902 Parway Road
Mr.	Edward	A.	Joseph	3556 Blossom Circle
Mr.	John		Justice	2619 Fiddlewood Court
Ms.	Lois		Justice	3412 Greenbluff Road
Mr.	John		Justice	3413 South Citrus Circle
Mr.	Joseph		Kaider	4311 Black Oak Lane
Ms.	Dorothy		Kale	2549 Amyris Court
Ms.	Simone	H.	Kaness	2008 Canopy Circle
Ms.	Joyce		Keefe	3821 Cohen Drive
	Frankie		Keil	2150 Canopy Circle
Mr. & Mrs.	Duane		Keilbach	2558 Fairbluff Road
Mr.	Richard		Keith	2540 Amyris Court
Mr.	Jack		Kellam	3637 Duffer Court
	Uldine		Keller	2349 Cayman Circle
Mr.	John		Kelly	4212 Oak Grove Drive
Ms.	Dorothy	B.	Kelly	3976 North Citrus Circle
Ms.	Florence		Kelly	3837 Cohen Drive
Mr.	Clayton	O.	Kelty	2316 South Citrus Circle
Mr. & Mrs.	Donald	H.	Kennedy	3913 North Citrus Circle
Mr. & Mrs.	James	T.	Kielbasa	4317 Water Oak Lane
Mr.	Kenneth	E.	Kilmer	3645 Duffer Court
Ms.	Carol	C.	Kindred	2214 South Citrus Circle
Ms.	Joan	E.	King	2556 Amyris Court
Mr. & Mrs.	Joseph	F.	King	3808 Parway Road
Ms.	Cheryl		Kingman	4138 Greenbluff Road
Ms.	Hazel	M.	Kintzel	3773 North Citrus Circle
Mr.	George		Kling	2722 Lake Grassmere Circle
Mrs.	Wilma	B.	Knipe	2649 Cayman Circle
Ms.	Diane		Knox	3311 Overlook Road
Mr.	Ernest	A.	Kolarcik	3630 Duffer Court
Mr.	Robert	J.	Kraft	4114 Myrtle Oak Court
Ms.	Marilyn		Kreitzinger	2116 Spillman Drive
Mr. & Mrs.	Damian	M.	Lagennusa	3743 Olax Court
Mr.	Clement	E.	Lamarche	4268 Oak Grove Drive
Mr. & Mrs.	Clemente	E.	Lamarche	4126 Oak Grove Drive
Ms.	Jewell		Lamb	3336 Overlook Road
Mr.	Howard	C.	Lamont, Sr.	2145 Nectar Circle
Ms.	Joyce	B.	Lamun	3410 North Citrus Circle
Mr.	Gene		Landgrebe	2043 White Oak Lane
Mr.	Richard	H.	Lanphier	2541 Fairbluff Road
Mr.	Lawrence	L.	Lapanne	2701 Lake Grassmere Court
Ms.	Rose	M.	Larro	4134 Greenbluff Road
Ms.	Trudy	B.	Larsen	3716 Cohen Drive
	W.	E.	Lassiter	2702 Lake Grassmere Circle
Mr.	Bruce	E.	Leavitt	4038 North Citrus Circle
Mr. & Mrs.	Stanley		Leddon	3519 North Citrus Circle
Ms.	Murrel		Ledford	3720 Grove Circle
Mr. & Mrs.	Robert	E.	Lee	2548 Amyris Court
Mr.	Woodrow	W.	Lee	3620 Parway Road
Mr. & Mrs.	Arthur	H.	Lehmann	3722 Parway Road
Mr. & Mrs.	Steven	E.	Leonard	2122 Nectar Circle
Mr.	Ronald		Lewis	4007 North Citrus Circle
Mr.	Harvey		Libby	3528 North Citrus Circle
Ms.	Betty	A.	Lilje	3920 North Citrus Circle
Mr. & Mrs.	John		Lindenmuth	3908 Cohen Drive
Mr.	Thomas		Lisle	4028 Myrtle Oak Court
Ms.	Joanne		Littlehales	3532 Blossom Circle
Mr.	Robert	L.	Loetscher	3955 Parway Road
Mr.	Ronald		Lombardi	4011 Greenbluff Road
	Gail	I.	Long	2027 Oak Grove Drive

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr. & Mrs.	James	W.	Long	2323 Love Plum Court
Mr.	Richard	F.	Longtin	3801 Olax Court
Mr. & Mrs.	Henry	Z.	Longtin, Jr.	2633 Cayman Circle
Mr.	Frank	J.	Lowry	3995 Parway Road
Ms.	June	D.	Ludiam	3757 Cohen Drive
Mr.	Juan	B.	Lugo	3728 Olax Court
Mr.	John		Luster	2641 Cayman Circle
Mr.	James		Lyda	2668 Lake Grassmere Circle
	C. Bradley		Lynch	2118 Canopy Circle
Mr.	Robert	F.	Lynch	3918 Parway Road
Mr.	Robert		Lyons	2122 Spillman Drive
Ms.	Blanche		Macbeth	4406 Red Oak Lane
Mr.	Wilbur		Mace	4227 Oak Grove Drive
Mr.	Robert	H.	Mahaffey	3753 Diamond Oak Way
Mr. & Mrs.	Brian	M.	Mahon	2066 Live Oak Lane
Mr. & Mrs.	Roger		Main	2524 Amyris Court
Mr. & Mrs.	Vernon	R.	Manes	4336 Black Oak Lane
Mr.	Dale		Mankamyer	4032 Myrtle Oak Court
Mr.	Arthur		Manning	2612 Lake Grassmere Circle
Mr. & Mrs.	Harold		Maples	2714 Lake Grassmere Circle
Mr.	Glenn		Marchman	2422 Fairbluff Road
Mr.	Joseph	D.	Mareci	2206 South Citrus Circle
Mr. & Mrs.	Stephen		Marine	3709 Cohen Drive
Mr.	Gerard		Marino	2470 Fairbluff Road
Mr. & Mrs.	T.	L.	Marriott	2106 Nectar Circle
Mr.	Salvatore		Marrocco	2041 Live Oak Lane
Mr. & Mrs.	John		Massa	2648 Lake Grssmere Circle
Ms.	Janice		Matchett	4344 Black Oak Lane
Ms.	Estela	S.	Matuk	3968 North Citrus Circle
Mr.	Robert	M.	Maxwell	2011 White Oak Lane
Mr.	Joseph		McCarthy	2235 Evergreen Circle
Ms.	Dolores		McCaulley	2027 East Lake Drive
Ms.	Laura	S.	McClain	2129 Oak Grove Drive
Mr. & Mrs.	Ray	A.	McCollum, Jr.	3852 Cohen Drive
Mr.	Richard	W.	McCormick	3641 North Citrus Circle
Ms.	Patricia		McDonald	3809 Parway Road
Mr.	William	I.	McFaul	2142 Oak Lane
Mr. & Mrs.	Kenneth	G.	McGee	2684 Lake Grassmere Circle
Ms.	Louise		McGuinness	3927 Parway Road
Ms.	Margaret	M.	McHugh	3661 Duffer Court
Mr.	Gordon		McKay	3840 Parway Road
Ms.	Kathleen		McKee	2622 Fiddlewood Court
Mr. & Mrs.	Rupert	W.	McMann	2620 Lake Grassmere Circle
Mr.	Robert		McQuillen	3857 Parway Road
Mr. & Mrs.	Darrell		Meinke	2322 Love Plum Court
Mr.	Richard	G.	Mellin	2518 Fairbluff Road
Mr.	Robert	J.	Meszaros	2501 Amyris Court
Ms.	Shirley		Meyer	2421 Fairbluff Road
Ms.	L. Jean		Meyers	3603 South Citrus Circle
Mr. & Mrs.	Lee	C.	Michaelis	3652 Parway Road
Ms.	Margaret	J.	Michaelson	2707 Lake Grassmere Circle
Mr.	Lavon	E.	Miller	3777 Diamond Oak Way
Mr.	Donald		Mitchell	3814 South Citrus Circle
Ms.	Margaret		Monk	2636 Lake Grassmere Circle
Ms.	Ruby		Moore	3408 Greenbluff Road
Mr.	Claude	F.	Moore	2010 South Citrus Circle
Mr. & Mrs.	Daniel	B.	Moran, Sr.	2331 Loveplum Court
Mr. & Mrs.	Wayne	N.	Morgan	2000 Canopy Circle
Mr. & Mrs.	John		Morman	2525 Amyris Court
Mr.	Harry	E.	Morrow	4277 Oak Grove Drive

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

07/22/04

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr. & Mrs.	George	P.	Morse, Sr.	2721 Lake Grassmere Court
Mr.	W. Bruce		Mower	2028 East Lake Drive
Mr.	Ronald		Munger	3449 Greenbluff Road
Ms.	Patricia		Munro	3634 South Citrus Circle
Mr.	Charles	S.	Murtha	3801 Parway Road
Mr.	Donald		Myers	3365 Evergreen Road
Ms.	Barbara	J.	Myers	2357 Cayman Circle
Mr. & Mrs.	John	A.	Nelson	2615 Fiddlewood Court
Mr. & Mrs.	John	D.	Nelson	3357 Evergreen Road
Mr.	Robert		Newlan	3750 Cohen Drive
Mr.	T. Everett		Nicholls	2526 Putter Road
Mr.	Nick		Nixon	4005 Myrtle Oak Court
Mr.	William	L.	Nofsinger	3841 Diamond Oak Way
Mr.	William	T.	Nolan	2559 Cayman Circle
Ms.	Anna Marie		Noppinger	3433 Greenbluff Road
Mr.	Guy	E.	Nuss	2696 Lake Grassmere Circle
Mr.	John	F.	Nystrom	3858 North Citrus Circle
Mr.	Terrence		O'Keefe	4007 Cohen Drive
Mr. & Mrs.	Maston	A.	O'Neal, Jr.	3815 South Citrus Circle
	Marion		O'Neill	3911 Diamond Oak Way
Mr.	John	F.	Ortwein	2710 Lake Grassmere Circle
Ms.	Beverly	J.	Owens	4039 Cohen Drive
Mr.	Jerald	F.	Owens	2705 Lake Grassmere Court
	Zenie	A.	Palmer	4461 Red Oak Lane
Mr.	Richard		Paquet	3736 Olax Court
Mr. & Mrs.	B. Edward		Paradis	3511 Parway Road
Ms.	Maggie	A.	Parker	3772 Cohen Drive
Mr.	Edward		Paye	2711 Lake Grassemere Circle
Mr.	Louis	R.	Payne	2500 Amyris Court
Mr. & Mrs.	Sydney		Payne	4063 Cohen Drive
Mr. & Mrs.	Donald	E.	Pearson	4119 Greenbluff Court
Mr.	Rowland		Pearson	3848 Parway Road
Ms.	Grace	E.	Pease	3825 Diamond Oak Way
Mr. & Mrs.	Angelo		Pellegatto	4272 Oak Grove Drive
Mr. & Mrs.	Irving	L.	Perkins	4071 Cohen Drive
Ms.	Patricia		Perlaky	2340 South Citrus Circle
Mr.	William	A.	Peters	2113 Oak Grove Drive
Mr.	Gifford	F.	Petersen	3916 Cohen Drive
Mr.	Ronald	J.	Peterson	3653 Duffer Court
Mr.	Joseph	H.	Petrovit	3903 Parway Road
Mr.	Frank		Pettinga	2210 Orangewood Circle
Ms.	Doris		Pfeiffer	2112 South Citrus Circle
Ms.	Edna	M.	Phillips	3979 Cohen Drive
Mr. & Mrs.	Larry		Philpott	4147 Greenbluff Court
Ms.	Betty		Phipps	2249 Orangewood Circle
Mr. & Mrs.	William	L.	Pierce	3728 Grove Circle
Ms.	Linda		Pierce	3622 Duffer Court
Mr. & Mrs.	James	H.	Pierson	3410 Wax Myrtle Circle
Mr.	Frank		Pittman	3744 Olax Court
Mr.	Herbert		Pittrof	2688 Lake Grassmere Circle
Mr.	Harmon	E.	Pletzer	3833 Olax Court
Mr.	Joseph	H.	Poe	2474 Putter Road
Mr.	Chester		Pokusa	2307 Loveplum Court
Mr.	Wesley		Pomeroy, Sr.	3730 Parway Road
Mr. & Mrs.	Clarence	H.	Pommering	3865 Parway Road
Mr.	Sam		Poteet	2151 South Citrus Circle
Ms.	Roselyn	S.	Potter	2016 Canopy Circle
Mr. & Mrs.	Michael	J.	Preim	2640 Lake Grassmere Circle
Mr.	Henry	M.	Prentice	3822 South Citrus Circle
Ms.	Anna		Prescott	3416 Greenbluff Road

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr.	David		Price	2001 Canopy Circle
Ms.	Pauline	V.	Privett	2129 East Lake Drive
Mr.	Walter		Pulley	3947 Cohen Drive
Mr. & Mrs.	Gualberto		Ramos	3881 Diamond Oak Way
Mr. & Mrs.	George		Rankens	2020 Oak Grove Drive
Mr.	Ralph		Rasmussen	3646 Duffer Court
Mr.	William	S.	Redman	3341 Evergreen Road
Mr.	Stanley	N.	Reed	3810 Olax Court
Mr.	Douglas		Reed	4008 Greenbluff Road
Mr.	William	D.	Reed	3613 Duffer Court
Ms.	Carol		Reed	3368 Overlook Road
Ms.	Lena	P.	Remy	3322 North Citrus Circle
Mr. & Mrs.	Richard	D.	Renaux	3304 Overlook Road
Ms.	Geraldine		Reynolds	4146 Greenbluff Road
Ms.	Catherine		Ricevuto	3458 North Citrus Circle
Mr.	Charles		Richert	3409 Greenbluff Road
Mr. & Mrs.	Sam		Riggi	2703 Lake Grassmere Circle
Mr.	Franklin		Rippeon	2733 Lake Grassmere Court
Ms.	Helen		Ritchie	3829 Cohen Drive
Mr. & Mrs.	Leon	A.	Roberts	2679 Lake Grassmere Circle
Mr. & Mrs.	Richard	V.	Rohr	3833 Parway Road
Mr.	James	A.	Ronco	2508 Amyris Court
Mr. & Mrs.	Bernard		Root	4055 Cohen Drive
Mr.	Robert		Rosenberger	3473 Greenbluff Road
Ms.	Anna		Rowcliffe	2158 Canopy Circle
Mr. & Mrs.	William	H.	Rowell	2405 Fairbluff Road
Ms.	Carmen	S.	Ruiz-Diaz	3345 North Citrus Circle
Ms.	Anne	M.	Runyan	3338 North Citrus Circle
Ms.	Janet		Russell	3720 Olax Court
Mr.	Douglas		Russell	3312 South Citrus Circle
Mr.	John	C.	Ryfun	2372 Cayman Circle
Ms.	Shirley	E.	Sanborn	2604 Lake Grassmere Circle
Mr. & Mrs.	Richard	B.	Sargent	3328 Overlook Road
Mr. & Mrs.	Ronnie	L.	Sassman	3725 Cohen Drive
Ms.	Yvette	C.	Savage	2162 Oak Grove Drive
Mr.	Joseph	R.	Sbordone	3994 Parway Road
Mr.	Harold	P.	Sbrocco	2032 Canopy Circle
Ms.	Diane	R.	Schafer	2006 Wax Myrtle Drive
Mr.	James	C.	Scharren	3932 Cohen Drive
Mr.	Delmar		Scharrer	3849 Parway Road
Mr. & Mrs.	William		Schaum	4055 North Citrus Circle
Ms.	Norma	J.	Schloot	4006 North Citrus Circle
Mr.	Bernard	J.	Schmeltz	3926 Parway Road
Mr.	Richard	K.	Schmidt	3842 North Citrus Circle
Mr.	Martin	J.	Schmidt	2121 East Lake Drive
Ms.	J. Gertrude		Schneider	3948 Cohen Drive
Mr.	Leo		Schnurr	3960 North Citrus Circle
Mr. & Mrs.	Roy	E.	Schou	2729 Lake Grassmere Circle
Mr.	Charles		Schuetter	3428 Button Bush Drive
Ms.	Mary	E.	Schulten	2462 Fairbluff Road
Mr.	Nikolaus		Schuster	2541 Amyris Court
Mr.	Evan	W.	Scott, Jr.	3858 Diamond Oak Way
Ms.	Shirley	A.	Scruggs	3929 North Citrus Circle
Mr. & Mrs.	Walter		Sebren	2550 Fairbluff Road
Mr.	James		Sedlacek	2502 Putter Road
Ms.	Anna Mae		Sefton	2126 Canopy Circle
Ms.	Rita		Sellens	4039 North Citrus Circle
Mr.	Stanley	B.	Sexton	3424 Greenbluff Road
Mr. & Mrs.	William	G.	Sexton	2236 Evergreen Circle
	Frances		Shackelford	2621 Lake Grassmere Circle

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

Mr, Mrs	First Name	M.I.	Last Name	Property Address
Mr. & Mrs.	Kenneth	R.	Shaffer	2600 Lake Grassmere Circle
Mr.	Thomas		Shane	3817 Diamond Oak Way
Mr.	Stephen	E.	Sharpe	2333 Cayman Circle
Mr. & Mrs.	John	R.	Shaw	2142 Canopy Circle
Mr.	Thomas	J.	Shea	3818 Olax Court
Mr.	Joseph		Shea	3733 Cohen Drive
Mr.	A. Frances		Shearer	2564 Amyris Court
Mr.	Ed		Sheiman	2433 Putter Road
Mr. & Mrs.	Raymond	L.	Shepard	4025 Myrtle Oak Court
Ms.	Christina		Shepard	2664 Lake Grassmere Circle
Mr.	Clyde		Shields	3817 Parway Road
Mr.	Benjamin		Shuman	3856 Parway Road
Mr.	Arnold	A.	Skarjune	3337 North Citrus Circle
Mr.	James	C.	Slay	3806 South Citrus Circle
Mr.	James		Smeenge	2711 Canary Palm Court
Mr.	Robert	J.	Smith	3865 Diamond Oak Way
Ms.	Ruth	J.	Smith	3737 Diamond Oak Way
Ms.	Marie	H.	Smith	3721 Diamond Oak Way
Mr.	Russell		Smith	3844 Cohen Drive
Mr.	Robert	L.	Smith	3564 Blossom Circle
Ms.	Betty	B.	Smith	3413 Greenbluff Road
Mr.	Charles	T.	Snead	2623 Fiddlewood Court
Mr.	Robert	P.	Snider	2020 White Oak Lane
Ms.	Marjory	M.	Snodgrass	3611 South Citrus Circle
Mr.	Lester	J.	Snyder	2209 Orangewood Circle
Mr.	Henry		Sorrese	2706 Canary Palm Court
	Dale	E.	Speelman	3705 Diamond Oak Way
Mr.	John		Sperrick, Jr.	3714 Parway Road
Mr. & Mrs.	Bruce		Sprague	3712 Olax Court
Mr.	Walter	L.	Stanley	2151 Canopy Circle
Mr.	Charles	A.	Stanton	4154 Greenbluff Road
Mr.	John	R.	Stark	3723 Parway Road
Mr.	John		Stark	3205 Citrus Lane
Mr.	Edward		Starke	3417 Wax Myrtle Circle
Mr.	Leonard		Starts	4446 Red Oak Lane
Mr.	Lucien		Steele	3487 Greenbluff Road
Ms.	Joan		Steger	3453 Greenbluff Road
Mr.	Paul		Steiner	2035 White Oak Lane
Ms.	Linda	C.	Stelter	3433 Wax Myrtle Circle
Ms.	Sarah		Stewart	4219 Oak Grove Drive
Mr. & Mrs.	Jack	C.	Stiles	3915 Cohen Drive
Ms.	Gloria	M.	Stokes	3842 Olax Court
Mr.	Joseph		Strada	4158 Greenbluff Court
Mr. & Mrs.	Howard	E.	Street	3413 Overlook Road
	Arden		Strelauski	2608 Fiddlewood Court
Mr. & Mrs.	Kenneth	E.	Strock	3768 Diamond Oak Way
Mr.	Thomas		Stroh	2597 Lake Grassmere Circle
Ms.	June	L.	Suttie	2694 Lake Grassmere Circle
Mr. & Mrs.	Charles	A.	Swan	3749 Cohen Drive
Mr.	Paul	F.	Swenk	3849 Diamond Oak Way
Ms.	Betty		Swinehart	2430 Fairbluff Road
Mr.	Sheldon		Symington	3842 Diamond Oak Way
Mr.	Leroy		Szesny	3904 North Citrus Circle
Ms.	Kāy		Talton	3740 North Citrus Circle
Ms.	Carol		Tapia	3402 North Citrus Circle
Mr.	Clem		Tatum	3503 Parway Road
Ms.	Iva		Taylor	4170 Greenbluff Court
Ms.	Wannive		Taylor	3618 North Citrus Circle
Mr. & Mrs.	Jerome	P.	Thienes	2534 Fairbluff Road
	Francis	E.	Thomm	2036 Oak Grove Drive

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

<b>Mr, Mrs</b>	<b>First Name</b>	<b>M.I.</b>	<b>Last Name</b>	<b>Property Address</b>
Mr.	Roderick	P.	Thompson	3602 South Citrus Circle
Ms.	Sharon	A.	Thompson	3360 Overlook Road
Ms.	Darla		Thompson	4200 Medalist Court
Mr. & Mrs.	Robert	D.	Thomson	3628 Parway Road
Mr.	Wayne	F.	Thul	3543 North Citrus Circle
Ms.	Grace		Tilney	2049 Live Oak Lane
Mr.	Bob		Tobin	2510 Putter Road
Mr.	Victor		Todaro	2631 Lake Grassmere Circle
Mr.	Arthur		Towle	4129 Greenbluff Road
Mr. & Mrs.	Charles	L.	Townsend	3702 Cohen Drive
Mr.	Clarence	C.	Tracy	4015 Cohen Drive
Mr.	Marshall		Trowbridge	4438 Red Oak Lane
Mr. & Mrs.	Leon		Tubbs	4415 Canopy Circle
Mr.	Ralph	E.	Turner	3811 North Citrus Circle
Mr.	Kenneth		Turner	4162 Greenbluff Court
Mr.	Russell		Turvy	3985 Cohen Drive
Mr. & Mrs.	Anthony	J.	Unetich	4121 Greenbluff Road
Mr.	Edgar		Vale	2659 Lake Grassmere Circle
Mr.	Donald		Vance	3540 Blossom Circle
Mr. & Mrs.	John		Vanderdrift	2717 Lake Grassmere Court
Mr.	Charles		Varallo	2804 Hortree Court
Mr. & Mrs.	Glen		Venable	4166 Greenbluff Court
Mr.	John	A.	Verba	2122 Oak Grove Drive
	Lee		Victorelli	4031 Cohen Drive
Ms.	Virginia	L.	Viscusi	2365 Cayman Circle
Mr.	David		Vorbach	3756 North Citrus Circle
Mr. & Mrs.	Bruce	W.	Waite	4173 Greenbluff Court
Ms.	Cheryl		Wakefield	2134 Canopy Circle
Ms.	Delores		Walbaum	2572 Amyris Court
Mr.	Curtis		Walsh	4047 Cohen Drive
Mr.	Melvin		Walter	2516 Amyris Court
Ms.	June	E.	Ward	2111 Canopy Circle
Ms.	Celeste	W.	Weaver	2159 Canopy Circle
Ms.	Dorothy	E.	Weed	3963 Cohen Drive
Mr.	Gilbert	M.	Weede	3504 North Citrus Circle
Mr. & Mrs.	Karl		Wegner	3314 North Citrus Circle
Mr.	John		Wellman	3400 Greenbluff Road
Ms.	Kathleen		Wells	2009 Live Oak Lane
Mr.	Lawrence	R.	Wendell	3712 South Citrus Circle
Mr.	Maurice	H.	Wessel	3669 Duffer Court
Mr.	Raymond	L.	Wheeler	3462 Banberry Circle
Mr.	Henry	P.	Wheeler, III	2227 Evergreen Circle
Mr.	Paul		Whidden	3465 Greenbluff Road
Mr. & Mrs.	Paul	D.	White	3425 Greenbluff Road
Mr.	Edris		Wiese	2632 Lake Grassmere Circle
Mr.	Gerard		Wilberding	2660 Lake Grassmere Circle
Mr. & Mrs.	Donald	L.	Wilder	3841 Olax Court
Mr.	Jim	D.	Wilhelm, Sr.	3826 Olax Court
Mr.	Gordon		Willett	4208 Medalist Court
Mr.	William	H.	Williams	2024 Canopy Circle
Ms.	Catherine		Williamson	3606 Duffer Court
Mr.	Joe	C.	Willis	3794 Diamond Oak Way
Mr.	Lawrence	W.	Willis	3940 Cohen Drive
Mr.	Carl	E.	Willis	2575 Cayman Circle
Ms.	Louise		Wilson	2135 Canopy Circle
Mr. & Mrs.	Frederick	M.	Wilson	2509 Amyris Court
Mr.	Richard		Wilson	3834 Olax Court
Ms.	Lucille		Wittkamp	3943 Parway Road
Ms.	Joy		Wood	3662 Duffer Court
Ms.	Joyce		Wood	3469 Greenbluff Road

**Zellwood Station Co-op, Inc.**  
**Shareholder List**  
**July 22, 2004**

<b>Mr, Mrs</b>	<b>First Name</b>	<b>M.I.</b>	<b>Last Name</b>	<b>Property Address</b>
Mr. & Mrs.	Sammuel	D.	Wood	3406 Overlook Road
Ms.	Barbara		Woodland	3745 Grove Circle
Mr. & Mrs.	Richard	N.	Wright	2693 Cayman Circle
Mr. & Mrs.	Cecil	R.	Wyatt	3420 Greenbluff Road
Mr.	Harold	A.	Yaggie	3816 Parway Road
Ms.	Elizabeth		Yahner	3715 Parway Road
Ms.	Grace	A.	Zabrouski	2201 Oranewood Circle
Ms.	Ruth Ann		Zarling	2533 Amyris Court
			Zellwood Station Co-Op	2234 Oranewood Circle



**EXHIBIT "F"**

**AFFIDAVIT OF JAMES GLYNN  
ON BEHALF OF  
CITRUS RIDGE VILLAGE ASSOCIATION, INC.**

**AFFIDAVIT OF CITRUS RIDGE VILLAGE ASSOCIATION, INC.]**

I, James Glynn, the President of CITRUS RIDGE VILLAGE ASSOCIATION, INC. (the "Association"), having been duly sworn, state the following in support of the Dual Application for Partial Transfer to Governmental Authority and For Transfer of Wastewater Certificate No. 518S and Water Certificate No. 602W submitted for filing on July 24, 2003 by Zellwood Station Co-Op, Inc. (the "Utility").

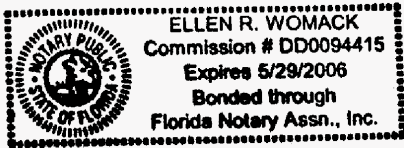
1. All current members of the Association are listed in Exhibit "A" attached hereto ("Members").

2. All such Members have an equal vote in the Association and are required by the Association to pay an equal share of all costs, fees, and charges incurred by the Association for, among other things, the water and wastewater utilities provided by Zellwood Station Co-Op, Inc. to common facilities utilized by the Members and managed on behalf of the Members by the Association.

Signature: *James Glynn*  
Print Name: James Glynn

STATE OF FLORIDA  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 20 day of July, 2004, by James Glynn.



AFFIX NOTARY STAMP

*Ellen R. Womack*  
Signature of Notary Public  
*Ellen R. Womack*  
(Print Notary Name)  
My Commission Expires: 5/29/06  
Commission No: DD0094415  
 Personally known; or  
 Produce Identification  
Type of Identification Produced:  
\_\_\_\_\_

Citrus Ridge Village Assoc Inc  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1420	3454 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3454 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1421	3462 SOUTH CITRUS CIRCLE RETA R. PUTNAM (H)			
1422	3500 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3500 SOUTH CITRUS CIRCLE ZELLWOOD, FL 32798			
1423	3508 SOUTH CITRUS CIRCLE SETH EBERHARDT (H) 9 SOUTHLAND DRIVE HILLSBOROUGH, NJ 08844			908-359-8851
1424	3516 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3516 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1425	3524 SOUTH CITRUS CIRCLE MURIEL E. BEEDELL (H)			
1426	3532 SOUTH CITRUS CIRCLE RUSSELL&ELIZABETH SODERBERG (H)			
1427	3540 SOUTH CITRUS CIRCLE MERLE WILLIAM RODGERS (H)			
1428	3548 SOUTH CITRUS CIRCLE FRANK & MARGARET HAGEN (H)			
1429	3602 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3602 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1430	3610 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3610 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1431	3618 SOUTH CITRUS CIRCLE FREDERICK/FRANCES JACKSON,III (H)			
1432	3626 SOUTH CITRUS CIRCLE STANLEY & LUCILLE JESEWITZ (H) C/O DEBORAH JESEWITZ 4509 157TH STREET DIG HARBOR, WA 98332			
1433	3634 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3634 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1434	3642 SOUTH CITRUS CIRCLE WILLIAM & DORCAS EIDSON (H)			
1435	3650 SOUTH CITRUS CIRCLE WILLIAM & MAE BENKE (H)			
1436	3658 SOUTH CITRUS CIRCLE WILLIAM B. PURNELL (H)			
1437	3666 SOUTH CITRUS CIRCLE AVA TAYLOR & DAVID FRINKLEY (H)			
1438	3704 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3704 SOUTH CITRUS CIRCLE ZELLWOOD, FL 32798			
1439	3712 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3712 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1440	3720 SOUTH CITRUS CIRCLE ROSE LOHR (H)			
1441	3728 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3728 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1442	3736 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3736 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1443	3744 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3744 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1444	3752 SOUTH CITRUS CIRCLE DOROTHY ESBJORN (H) C/O GLEN ESBJORN 120 COTTESMORE CIRCLE LONGWOOD, FL 32779	407-869-4159		
1445	3806 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3806 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1446	3814 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3814 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1447	3822 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3822 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1448	3830 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3830 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1449	3823 SOUTH CITRUS CIRCLE HELEN A. PAPPAS (H)			
1450	3815 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3815 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1451	3807 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3807 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1452	3745 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3745 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1453	3737 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3737 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1454	3729 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3729 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1455	3721 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3721 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1456	3713 SOUTH CITRUS CIRCLE LOUISE DEMINCK (H)	407-886-9318		
1457	2016 GROVE WAY MARY JANE HOLLOWAY (H)			
1458	3752 GROVE CIRCLE Albert Knickerbocker (H)			
1459	3760 GROVE CIRCLE THOMAS & BETTY JANE SANDERS (H)			
1460	3768 GROVE CIRCLE BILLIE JEAN MILLHOUSE (H)	407-889-0960		
1461	3769 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3769 GROVE CIRCLE ZELLWOOD, FL 32798			
1462	3761 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3753 GROVE CIRCLE ZELLWOOD, FL 32798			
1463	3753 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3753 GROVE CIRCLE ZELLWOOD, FL 32798			

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1464	3745 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3745 GROVE CIRCLE ZELLWOOD, FL			
1465	3737 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3737 GROVE CIRCLE ZELLWOOD, FL 32798			
1466	3729 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3729 GROVE CIRCLE ZELLWOOD, FL 32798			
1467	3721 GROVE CIRCLE JAY T. DERRICK (H)			
1468	3713 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3713 GROVE CIRCLE ZELLWOOD, FL 32798			
1469	3705 GROVE CIRCLE JOSEPH & NOEMIA CAMPOS (H)	407/464-3743		
1470	CITRUS RIDGE RESIDENT (H) 1470			
1471	3712 GROVE CIRCLE Harold and Theresa Waller (H)			
1472	3720 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3720 GROVE CIRCLE ZELLWOOD, FL 32798			
1473	3728 GROVE CIRCLE CITRUS RIDGE RESIDENT (H) 3728 GROVE CIRCLE ZELLWOOD, FL 32798			
1474	3736 GROVE CIRCLE LEE HAMMONS JACOBS, JR. (H)			

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Citrus Ridge Village Assoc Inc  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1475	2007 GROVE WAY CITRUS RIDGE RESIDENT (H) 2007 GROVE WAY ZELLWOOD, FL 32798			
1476	3657 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3657 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1477	CITRUS RIDGE RESIDENT (H)			
1478	3641 SOUTH CITRUS CIRCLE MARY JANE SCHILLING (H)			
1479	3633 SOUTH CITRUS CIRCLE ALLWIN & DOROTHY KLEIN (H)			
1480	3627 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3627 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1481	3619 SOUTH CITRUS CIRCLE JAMES A. GLYNN (H)			
1482	3611 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3611 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1483	3603 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3603 S. CITRUS CIRCLE ZELLWOOD, FL 33278			
1484	3540 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3540 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1485	3548 BLOSSOM CIRCLE L. MAXINE BENJAMIN (H)			

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Citrus Ridge Village Assoc Inc  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1486	3556 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3556 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1487	3564 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3564 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1488	3572 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3572 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1489	3565 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3565 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1490	3557 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3557 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1491	3549 BLOSSOM CIRCLE EDWARD & SANDRA SMALLMAN (H)			
1492	3541 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3541 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1493	3533 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3533 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1494	3525 BLOSSOM CIRCLE EVELYN H. FRANKS (H)			
1495	3517 BLOSSOM CIRCLE ROBERT & ESTHER GRAFF (H)			
1496	3509 BLOSSOM CIRCLE RALPH & VERA SCHRAM (H)			

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1497	3500 BLOSSOM CIRCLE JAMES W. & BERNICE MCGRAW (H)			
1498	3508 BLOSSOM CIRCLE CHARLES ZIRNHELD / P BRACKNELL (H)			
1499	3516 BLOSSOM CIRCLE MELVIN/VELTA SKUTT/C.SALELLAS (H) URB. CORRIENTES, #C07 RIO LA PLATA TRUJILLO ALTO, PR 00976	787-403-4304		
1500	3524 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3524 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1501	3532 BLOSSOM CIRCLE CITRUS RIDGE RESIDENT (H) 3532 BLOSSOM CIRCLE ZELLWOOD, FL 32798			
1502	2005 BLOSSOM WAY CITRUS RIDGE RESIDENT (H) 2005 BLOSSOM WAY ZELLWOOD, FL 32798			
1503	3541 SOUTH CITRUS CIRCLE Grace Ragins (H)			
1504	3533 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3533 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1505	3225 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3225 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1506	3517 SOUTH CITRUS CIRCLE OLAN CRYER (H)			
1507	3509 SOUTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3509 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

\*

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Citrus Ridge Village Assoc Inc  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1508	2004 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2004 EAST LAKE DR. ZELLWOOD, FL 32798			
1509	2012 EAST LAKE DR. BERNARD & ELSIE DE YOUNG (H)			
1510	2020 EAST LAKE DR. LINCOLN A. LAWRENCE (H)			
1511	2028 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2028 EAST LAKE DR. ZELLWOOD, FL 32798			
1512	2114 EAST LAKE DR. JOHN & LEONOR FERNANDES (H)			
1513	2122 EAST LAKE DR. HARRY T. & ISABELLE T. EUTSEY (H)			
1514	2130 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2130 EAST LAKE DR. ZELLWOOD, FL 32798			
1515	2138 EAST LAKE DR. JOHN & MELVA BEST (H)			
1516	2146 EAST LAKE DR. DONALD & MARCIA D'AMARIO (H) 30 Country Club Heights Monson, MA 01057-9514			
1517	2544 NORTH CITRUS CIRCLE LEONARD & NORA KINNISON (H)			
1518	2161 NECTAR CIRCLE CHARLES & EMILY BOYD (H)			
1519	2153 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2153 NECTAR CIRCLE ZELLWOOD, FL 32798			

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1520	2145 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2145 NECTAR CIRCLE ZELLWOOD, FL 32798			
1521	2137 NECTAR CIRCLE MARY A. MIHOLANCAN (H)			
1522	2129 NECTAR CIRCLE ROMAN N. CHRUSNIAK (H)			
1523	2121 NECTAR CIRCLE MELVIN & SHIRLEY SLAGTER (H)			
1524	2113 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2113 NECTAR CIRCLE ZELLWOOD, FL 32798			
1525	2106 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2106 NECTAR CIRCLE ZELLWOOD, FL 32798			
1526	2114 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2114 NECTAR CIRCLE ZELLWOOD, FL 32798			
1527	2122 NECTAR CIRCLE CITRUS RIDGE RESIDENT (H) 2122 NECTAR CIRCLE ZELLWOOD, FL 32798			
1528	2146 NECTAR CIRCLE DONALD & GEORGIA LUOMA (H)			
1529	3602 NORTH CITRUS CIRCLE WALTER & DOROTHEA HAWTHORNE (H)			
1530	3610 NORTH CITRUS CIRCLE DONALD & LORAIN PORTER (H)			
1531	3626 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3626 N. CITRUS CIRCLE ZELLWOOD, FL 32798			

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Citrus Ridge Village Assoc Inc  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1532	3634 NORTH CITRUS CIRCLE EDMUND & HELEN ANESZKO (H)			
1533	2249 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2249 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1534	2233 ORANGEWOOD CIRCLE SALVATORE A. TASCARELLA (H) 1680 KENMARE DR. DRESHER, PA 19025			
1535	2217 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2217 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1536	2209 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2209 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1537	2201 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2201 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1538	2202 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2202 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1539	2210 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2210 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1540	2218 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2218 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1541	2226 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2226 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1548	2234 ORANGEWOOD CIRCLE ZELLWOOD STN CO-OP (H) 2234 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798	407-814-0123		
1549	2242 ORANGEWOOD CIRCLE FREDERIC & ETHEL GRIFFITH (H)			
1550	2250 ORANGEWOOD CIRCLE CITRUS RIDGE RESIDENT (H) 2250 ORANGEWOOD CIRCLE ZELLWOOD, FL 32798			
1645	3519 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3519 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1646	3527 NORTH CITRUS CIRCLE ROBERT & SHIRLEY PETTITT (H) P.O. Box 88 RR#3 Keene, Ontario KOL 2G0	407/464-1013		705/295-6036
1647	3535 NORTH CITRUS CIRCLE LEE & ELIZABETH ZOECKLER (H)			
1648	3543 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3453 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1649	3601 NORTH CITRUS CIRCLE JOHN & CATHERINE MALONEY (H)			
1650	3609 NORTH CITRUS CIRCLE Mary Ann Rowe (H)			
1651	3617 NORTH CITRUS CIRCLE EMIL & MARIANNE STAVANA (H)			
1652	3625 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3625 N. CITRUS CIRCLE NURSING HOME/MR. STEVENS-SON ZELLWOOD, FL 32798	919-772-9208	321-228-1426	

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**Citrus Ridge Village Assoc Inc**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1653	3633 NORTH CITRUS CIRCLE PAUL & MARY SCHOENSEE (H)			
1654	3641 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3641 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1655	3649 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3649 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1656	3657 NORTH CITRUS CIRCLE KENNETH & BETTY STROUP (H)			
1769	2003 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2003 EAST LAKE DR. ZELLWOOD, FL 32798			
1770	2011 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2011 EAST LAKE DR. ZELLWOOD, FL 32798			
1771	2019 EAST LAKE DR. JACK & HAZEL MORRILL (H)			
1772	2027 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2027 E. LAKE DRIVE ZELLWOOD, FL 32798			
1773	2035 EAST LAKE DR. DONNA FALKINGHAM (H)			
1774	2105 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2105 EAST LAKE DR. ZELLWOOD, FL 32798			
1775	2113 EAST LAKE DR. WILBUR & MARION WOODLAND (H)			

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Citrus Ridge Village Assoc Inc  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1776	2121 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2121 EAST LAKE DR. ZELLWOOD, FL 32798			
1777	2129 EAST LAKE DR. CITRUS RIDGE RESIDENT (H) 2129 EAST LAKE DR. ZELLWOOD, FL 32798			
1778	3528 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3528 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
R-01	3665 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3665 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
R-02	3673 NORTH CITRUS CIRCLE CROSBY & ALICE PRICE (H)			
R-03	3681 NORTH CITRUS CIRCLE BONNIE MUSSELWHITE (H)			
R-04	3689 NORTH CITRUS CIRCLE GERALD & JOYCE SMITH (H)			
R-05	3666 NORTH CITRUS CIRCLE AIDA GILARDI (H)			
R-06	3674 NORTH CITRUS CIRCLE ROBERT & MARGARET BIBLE (H)			
R-07	3682 NORTH CITRUS CIRCLE CHARLES D. KEENER (H)			
R-08	3618 NORTH CITRUS CIRCLE CITRUS RIDGE RESIDENT (H) 3618 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
R-09	2309 CAYMAN CIRCLE CITRUS RIDGE RESIDENT (H) 2309 CAYMAN CIRCLE ZELLWOOD, FL 32798			

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LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
R-10	2317 CAYMAN CIRCLE ROBERT & CAROLYN BARRETT (H)			
R-11	2325 CAYMAN CIRCLE JEROME & LEIRA LAMBERT (H)			

Total Properties Listed: 158

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**EXHIBIT "G"**

**AFFIDAVIT OF RON J. SANTSPREE  
ON BEHALF OF  
OAK GROVE VILLAGE ASSOCIATION, INC.**

**AFFIDAVIT OF OAK GROVE VILLAGE ASSOCIATION, INC.**

I, Ron J. Santspree, the Vice President of OAK GROVE VILLAGE ASSOCIATION, INC. (the "Association"), having been duly sworn, state the following in support of the Dual Application for Partial Transfer to Governmental Authority and For Transfer of Wastewater Certificate No. 518S and Water Certificate No. 602W submitted for filing on July 24, 2003 by Zellwood Station Co-Op, Inc. (the "Utility").

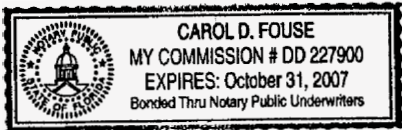
1. All current members of the Association are listed in Exhibit "A" attached hereto ("Members").

2. All such Members have an equal vote in the Association and are required by the Association to pay an equal share of all costs, fees, and charges incurred by the Association for, among other things, the water and wastewater utilities provided by Zellwood Station Co-Op, Inc. to common facilities utilized by the Members and managed on behalf of the Members by the Association.

Signature: *Ron J. Santspree*  
Print Name: Ron J. Santspree

STATE OF FLORIDA  
COUNTY OF *Orange*

The foregoing instrument was acknowledged before me this *20* day of *July*, 2004, by *Ron J. Santspree*



AFFIX NOTARY STAMP

*Carol D. Fouze*  
Signature of Notary Public

*Carol D. Fouze*  
(Print Notary Name)

My Commission Expires: *10-31-07*  
Commission No: \_\_\_\_\_

Personally known; or  
 Produce Identification  
Type of Identification Produced: *FL. D.L.*

**OAK GROVE VILLAGE ASSOC INC.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1	2041 LIVE OAK LANE ZELLWOOD STN. (H) C/O SALVATORE MARRACCO 2041 LIVE OAK LANE ZELLWOOD, FL 32798			
2	2049 LIVE OAK LANE ZELLWOOD STN. (H) C/O GRACE TILNEY 2049 LIVE OAK LANE ZELLWOOD, FL 32798			
3	2057 LIVE OAK LANE ZELLWOOD STN. (H) C/O BETTY JEAN DEMINCK 2057 LIVE OAK LANE ZELLWOOD, FL 32798			
4	2065 LIVE OAK LANE NEAL & MARY ANN GILLIS (H)			
5	2073 LIVE OAK LANE LAWRENCE & JUDY HALTER (H)			
6	2074 LIVE OAK LANE RICHARD & MARY LOUISE BISCHOF (H)			
7	2066 LIVE OAK LANE ZELLWOOD STN. (H) C/O MARGARET M. MAHON 97 WHEELER AVE., DORCHESTER ONTARIO, CANADA, NOL1G-2			
8	2058 LIVE OAK LANE ZELLWOOD STN. (H) C/O NELLIE CONKLIN RD #1 - BOX 254 MT. MORRIS, PA 15349			
9	2050 LIVE OAK LANE ZELLWOOD STN. (H) C/O HAZEL MARTIN 2050 LIVE OAK LANE ZELLWOOD, FL 32798			

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OAK GROVE VILLAGE ASSOC INC.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
A	2001 LIVE OAK LANE JOSEPH & EUGENIA BRINKMAN (H)			
B	2009 LIVE OAK LANE ZELLWOOD STN. (H) C/O KATHLEEN WELLS 2009 LIVE OAK LANE ZELLWOOD, FL 32798			
C	2017 LIVE OAK LANE JEFFERY W. & PATTI W. MATTHEWS (H) 641 MYSTIC OAK DR. APOPKA, FL 32712			
D	2025 LIVE OAK LANE WILLIAM E & DEBRA J. FECHT (H) 105 RENWICK LANE HORSEHEADS, NY 14845			
E	2033 LIVE OAK LANE PETER F. & MARY K. DITTNER (H) 517 Lost Tree Ln. Knoxville, TN 37922			
10	2042 LIVE OAK LANE ZELLWOOD STN. (H) C/O ELEANOR BARTELS 2042 LIVE OAK LANE ZELLWOOD, FL 32798			
11	2034 LIVE OAK LANE ZELLWOOD STN. (H) C/O JOHN BAKER 3859 THAXTON ROAD ATLANTA, GA 30331			
12	2026 LIVE OAK LANE HELEN CASE (ITL) (H)			
13	2018 LIVE OAK LANE ZELLWOOD STN. (H) C/O SYLVIA FULLER 2018 LIVE OAK LANE ZELLWOOD, FL 32798			

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**OAK GROVE VILLAGE ASSOC INC.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
14	2002 LIVE OAK LANE JAMES & JUDITH M. BROWN (H)			
15	4125 OAK GROVE DR. THOMAS & MILDRED REILLEY (H)			
16	4311 BLACK OAK LANE ZELLWOOD STN. (H) C/O PATRICIA MUNRO 3634 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
17	4141 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O FRANCES OLSON 4141 OAK GROVE DRIVE ZELLWOOD, FL 32798			
18	4149 OAK GROVE DR. MARY ALICE BLACK (H)			
19	2003 WHITE OAK LANE ZELLWOOD STN. (H) C/O GRACE E. MACMICHAEL 2003 WHITE OAK LANE ZELLWOOD, FL 32798			
20	2011 WHITE OAK LANE ZELLWOOD STN. (H) C/O ROBERT M. MAXWELL 202 RILEY ROAD DELPHI, IN 46923			
21	2019 WHITE OAK LANE ANNA M. MANCUSO (H)			
22	2027 WHITE OAK LANE LENORE F. GORDON (H)			
23	2035 WHITE OAK LANE ZELLWOOD STN (H) C/O PAUL STEINER 2035 WHITE OAK LANE ZELLWOOD, FL 32798			

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**OAK GROVE VILLAGE ASSOC INC.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
24	2043 WHITE OAK LANE ZELLWOOD STN. (H) C/O RICHARD DREIFUSS 2043 WHITE OAK LANE ZELLWOOD, FL 32798			
25	2044 WHITE OAK LANE LARRY S. POMEROY (H)			
26	2036 WHITE OAK LANE ZELLWOOD STN. (H) C/O ESTHER C. DOHERTY 2036 WHITE OAK LANE ZELLWOOD, FL 32798			
27	2028 WHITE OAK LANE ZELLWOOD STN. (H) C/O MILLIE C. GENCO 2028 WHITE OAK LANE ZELLWOOD, FL 32798			
28	2020 WHITE OAK LANE ZELLWOOD STN. (H) C/O ROBERT P. SNIDER 2020 WHITE OAK LANE ZELLWOOD, FL 32798			
29	4203 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O BILLIE & PEGGY DUNHAM 4203 OAK GROVE DRIVE ZELLWOOD, FL 32798			
30	4211 OAK GROVE DR. MARY L. SUMLER (H)			
31	4219 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O SARAH STEWART 4210 OAK GROVE DRIVE ZELLWOOD, FL 32798			
32	4227 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O WILBUR MACE 4227 OAK GROVE DRIVE ZELLWOOD, FL 32798			

\*

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

**OAK GROVE VILLAGE ASSOC INC.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
33	4235 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O ADA HITES 4235 OAK GROVE DRIVE ZELLWOOD, FL 32798			
34	4243 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O CARMELITA HUTCHINSON 4243 OAK GROVE DRIVE ZELLWOOD, FL 32798			
35	4251 OAK GROVE DR. Richard & Carolin Derby (H)			
36	4259 OAK GROVE DR. JONNIE CARSON & S. FLETCHER (H)			
37	4277 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O HARRY MORROW 28 EAST DRIVE FRANKLIN, NC 28734			
38	2003 OAK GROVE DR. EMILY LAINE/MARY JANE HEIDRICH (H)			
39	2011 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O MARION SCALISE 2011 OAK GROVE DRIVE ZELLWOOD, FL 32798			
40	2027 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O GAIL I. LONG 2027 OAK GROVE DRIVE ZELLWOOD, FL 32798			
41	2035 OAK GROVE DR. PAUL & JOAN M. WALLACE (H)			
42	2043 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O CHESTER FLORENCE 2043 OAK GROVE DRIVE ZELLWOOD, FL 32798			

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**OAK GROVE VILLAGE ASSOC INC.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
43	2024 WATER OAK CIRCLE Ralph J. & Evelyn E. Hedus (H) 14 Cedar Lane Cannan, CT 06018			
44	2016 WATER OAK CIRCLE ZELLWOOD STN. (H) C/O W.W. McLAUGHLIN 2016 WATER OAK CIRCLE ZELLWOOD, FL 32798			
45	2008 WATER OAK CIRCLE CHARLOTTE MAE GEAR (H)			
46	2007 WATER OAK CIRCLE LAWRENCE A. & DONNA HARNEY (H)			
47	2015 WATER OAK CIRCLE ZELLWOOD STN. (H) C/O EMMA MCDOWELL 2015 WATER OAK CIRCLE ZELLWOOD, FL 32798			
48	2023 WATER OAK CIRCLE PATRICIA SABIN (H)			
49	4310 WATER OAK LANE ZELLWOOD STN. (H) C/O DONALD FLIPPEN 4310 WATER OAK LANE ZELLWOOD, FL 32798			
50	4302 WATER OAK LANE ZELLWOOD STN. (H) JANE E. GOSNELL 4302 WATER OAK LANE ZELLWOOD, FL 32798			
51	4301 WATER OAK LANE ZELLWOOD STN. (H) C/O JOHN A. HICKMAN 4301 WATER OAK LANE ZELLWOOD, FL 32798			
52	4309 WATER OAK LANE ZELLWOOD STN. (H) C/O ROBERT E. WEFER 25 W. 238 WOODSTOCK COURT NAPERVILLE, IL 60540			

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OAK GROVE VILLAGE ASSOC INC.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
53	4317 WATER OAK LANE ZELLWOOD STN. (H) C/O JAMES T. KIELBASA 4317 WATER OAK LANE ZELLWOOD, FL 32798			
54	4325 WATER OAK CIRCLE JERRY HAZLEWOOD (H)			
55	2105 OAK GROVE DR. DONALD & THELMA COOPER (H)			
56	2116 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O WILLIAM A PETERS 1013 KIMBALL DOCK ROAD VERGENNES, VT 05491			
57	ZELLWOOD STN. (H) C/O WILLIAM DAVIS 127 DUNCAN TRAIL LONGWOOD, FL 32779			
58	2129 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O LAURA S. MCCLAIN 2129 OAK GROVE DRIVE ZELLWOODQ, FL 32798			
59	4344 BLACK OAK LANE ZELLWOOD STN. (H) C/O JANICE MATCHETT 4344 BLACK OAK LANE ZELLWOOD, FL 32798			
60	4336 BLACK OAK LANE ZELLWOOD STN. (H) C/O VERNON R. MANES 4336 BLACK OAK LANE ZELLWOOD, FL 32798			
61	4328 BLACK OAK LANE ZELLWOOD STN. (H) C/O RONALD M. GARNER 410 STONYRIDGE DRIVE SANDUCKY, OH 44870-6921			

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OAK GROVE VILLAGE ASSOC INC.  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
62	4320 BLACK OAK LANE ZELLWOOD STN. (H) C/O REV. JACK ANDREWS, SR 4320 BLACK OAK LANE ZELLWOOD, FL 32798			
63	4312 BLACK OAK LANE EARL & LEONA BREWER (H)			
64	4304 BLACK OAK LANE ZELLWOOD STN. (H) C/O CARLOS GOODSON 4304 BLACK OAK LANE ZELLWOOD, FL 32798			
65	4303 BLACK OAK LANE Wynne and Harriet Crosby (H)			
66	ZELLWOOD STN. (H) C/O JOHN BOGETTO, JR. 4311 BLACK OAK LANE ZELLWOOD, FL 32798			
67	4319 BLACK OAK LANE ZELLWOOD STN. (H) C/O ELIZABETH BURGESS 4319 BLACK OAK LANE ZELLWOOD, FL 32798			
68	4327 BLACK OAK LANE ZELLWOOD STN. (H) C/O RICHARD BUCK 3756 GREENS DRIVE WESCOSVILLE, PA 18106			
69	4335 BLACK OAK LANE DAVID & SYLVIA WEINER (H)			
70	4343 BLACK OAK LANE WILLIAM & MARHA MATETICH (H)			
71	4351 BLACK OAK LANE THOMAS & JANET GREYER (H)			

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**OAK GROVE VILLAGE ASSOC INC.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
72	2145 OAK GROVE DR. MARGUERITE TRAPHAGEN (H)			
73	2153 OAK GROVE DR. WILLIAM & MARTHA O'CALLAGHAN (H)			
74	2162 OAK GROVE DRIVE ZELLWOOD STN (H) C/O YVETTE SAVAGE 2162 OAK GROVE DRIVE ZELLWOOD, FL 32798			
75	2154 OAK GROVE DR. YVETTE L. COTE (H)	407/889-0702		
76	ZELLWOOD STN. (H) C/O JEAN GIBSER R R #1 - BOX 271 KINGSLEY, PA 18826			
77	2138 OAK GROVE DR. CHARLES W. ARTERBURY (H)	407-880-7555		
78	2130 OAK GROVE DR. ANTHONY & IRENE MERENDA (H)			
79	2122 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O JOHN A. VERBA 2122 OAK GROVE DRIVE ZELLWOOD, FL 32798			
80	2114 OAK GROVE DR. E. MCQUEEN-C/O W&S THOMPSON (H)			
81	2106 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O BURTON BOWEN 2106 OAK GROVE DRIVE ZELLWOOD, FL 32798			
82	2052 OAK GROVE DR. THOMAS D. & LOUISE A. LENNON (H) 1011 BUENA VISTA ST. NE. CANTON, OH 44714			330-499-5868

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OAK GROVE VILLAGE ASSOC INC.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
83	2044 OAK GROVE DRIVE ZELLWOOD STN (H) C/O CHARLES J. HARDT 116 FRASER ROAD VALENCIA, PA 16059			
84	2036 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O FRANCIS E. THOMM P.O BOX 362 WEST SUNBURY, PA 16061			
85	2028 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O MILDRED D'AMICO/M ROSSUM 2028 OAK GROVE DRIVE ZELLWOOD, FL 32798			
86	2020 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O ALBERT E. MEIER 109 ELLEN STREET GLENSHAW, PA 15116			
87	2012 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O ROBERT WENZEL 2012 OAK GROVE DRIVE ZELLWOOD, FL 32798			
88	2004 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O ALMIRA MATETICH 2004 OAK GROVE DRIVE ZELLWOOD, FL 32798			
89	4272 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O ANGELO PETTEGATTO 4272 OAK GROVE DRIVE ZELLWOOD, FL 32798			
90	4268 OAK GROVE DRIVE ZELLWOOD STN (H) LAMARCHE 2126 SPILLMAN DRIVE ZELLWOOD, FL 32798			

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OAK GROVE VILLAGE ASSOC INC.  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
91	4260 OAK GROVE DR. MARIA K.A. SZABOLCSI (H)	407-889-2588		
92	4252 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O HOWARD HIGGINS 4252 OAK GROVE DRIVE ZELLWOOD, FL 32798			
93	4244 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O SALVATORE TASCARELLA 4244 OAK GROVE DRIVE ZELLWOOD, FL 32798			
94	4236 OAK GROVE DR. HARRY & GWEN JOHNSON (H)			
95	ZELLWOOD STN. (H) HADDON M. SERVIS/HOLLY ABER 963 CHERRY BRANCH COURT HEATHROW, FL 32746			
96	4204 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O VELMA DOERNER 4204 OAK GROVE DRIVE ZELLWOODQ, FL 32798			
97	4166 OAK GROVE DRIVE ZELLWOOD STN. (H) C.O WOLSIC 4166 OAK GROVE DRIVE ZELLWOOD, FL 32798			
98	4158 OAK GROVE DR. Edd A. Rhodes (H)			
99	4150 OAK GROVE DRIVE ZELLWOOD STN. (H) ELLI J. LIPKA / ROBERT LIPKA 11 REDSTONE DRIVW PARSIPANNY, NJ 07054-2057			

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OAK GROVE VILLAGE ASSOC INC.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
100	4142 OAK GROVE DR. ANNE GARDNER (H)			
101	4134 OAK GROVE DR. DENNIS M. CALLEN (H)			
102	4126 OAK GROVE DRIVE ZELLWOOD STN. (H) LAMARCHE 4126 OAK GROVE DRIVE ZELLWOOD, FL 32798			
103	4118 OAK GROVE DR. BETH SCHNELL (H)			
104	4110 OAK GROVE DR. BRUCE E. GLUECK (H) c/o Bob Williams 4110 Oak Grove Drive Zellwood, FL 32798			
105	4102 OAK GROVE DR. ELIZ BRAUNSTEIN/KEN BRAUNSTEIN (H)			
110	4406 RED OAK LANE ZELLWOOD STN. (H) C/O BLANCH MACBETH 4406 RED OAK LANE ZELLWOOD, FL 32798			
111	4414 RED OAK LANE BARBARA BOGIE (H)			
112	4422 RED OAK LANE WALTER WACHOWSKI (H) 1933 County Road 370 McMillian, MI 48853			
113	4430 RED OAK LANE MARY ANN MENDENHALL (H)			
114	4438 RED OAK LANE ZELLWOOD STN (H) C/O EARL GENTRY 4438 RED OAK LANE ZELLWOOD, FL 32798			

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OAK GROVE VILLAGE ASSOC INC.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
115	4446 RED OAK LANE ZELLWOOD STN. (H) LEONARD STARTS 4446 RED OAK LANE ZELLWOOD, FL 32798			
116	4454 RED OAK LANE Carol Saso (H)			
117	4462 RED OAK LANE WALTER & EDITH PROSEK (H)			
118	4470 RED OAK LANE ZELLWOOD STN (H) C/O CHARLOTTE D. SNOW 4470 RED OAK LANE ZELLWOOD, FL 32798			
119	4478 RED OAK LANE John S. Brinze (H)			
120	4486 RED OAK LANE GAYLON BLACK (H) P.O. BOX 161547 ALTAMONTE SPRINGS, FL 32716-1547			
121	4477 RED OAK LANE CLYDE & VIRGINIA KULLMAN (H)			
122	4469 RED OAK LANE JOAN & CAROLE SCOLTOCK (H)			
123	4461 RED OAK LANE ZELLWOOD STN. (H) C/O ZENIE A. PALMER 4461 RED OAK LANE ZELLWOOD, FL 32798			
124	4453 RED OAK LANE HENRY & ALBERTA BATEMAN (H)			
125	ZELLWOOD STN. (H) C/O CLOTILDE MARTIN 803 E. GREENWOOD STREET ORLANDO, FL 32801			

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OAK GROVE VILLAGE ASSOC INC.  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
126	4437 RED OAK LANE ZELLWOOD STN. (H) C/O ANN S. STROTH 4437 RED OAK LANE ZELLWOOD, FL 32798			
127	4429 RED OAK LANE JANE W. KEMNITZ, TRUST (H) C/O FIRST NAT. BANK OF MT.DORA PO BOX 1406 MOUNT DORA, FL 32756			877/838-2140
128	4421 RED OAK LANE ZELLWOOD STN. (H) C/O GEORGE C. STEWART 4421 RED OAK LANE ZELLWOOD, FL 32798			
129	4413 RED OAK LANE ZELLWOOD STN. (H) C/O MARHORIE GLEFKE 4413 RED OAK LANE ZELLWOOD, FL 32798			
130	4405 RED OAK LANE C. RODERIC SMITH & L. GORDON (H)			
131	4407 CANOPY CIRCLE GAY P. JOHNSON (H)			
132	4415 CANOPY CIRCLE ZELLWOOD STN. (H) C/O BARBARA & LEON TUBBS 4415 CANOPY CIRCLE ZELLWOOD, FL 32798			
133	4423 CANOPY CIRCLE THOMAS & NATALIE KRUEGER (H)			
MV-01	2141 OAK LANE ROGER B. ARBAUGH (H)			
MV-02	2125 OAK LANE ZELLWOOD STN. (H) C/O WILLIAM REILLY 745 FAWN CREEK STREET LEAVENWORTH, KS 66048			

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LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
MV-03	2125 OAK GROVE DRIVE ZELLWOOD STN. (H) C/O MARION DUNN 2125 OAK GROVE DRIVE ZELLWOOD, FL 32798			
MV-04	2117 OAK LANE Roy and Barbara Santsprea (H)			
MV-05	2109 OAK LANE ROBERT J. MCCAULLEY (H)			
MV-06	2101 OAK LANE JANET & TERRY FREEDOM (H)			
MV-07	2102 OAK LANE ROY & GENEVIEVE MECKELBERG (H)			
MV-08	2110 OAK LANE ERMA PULSING (H)			
MV-09	2118 OAK LANE ZELLWOOD STN. (H) C/O RUTH STANSBURY 2118 OAK LANE ZELLWOOD, FL 32798			
MV-10	2126 OAK LANE ELINORE C. LEE (H)			
MV-11	2134 OAK LANE EVA F. SREBALUS (H)			
MV-12	2142 OAK LANE ZELLWOOD STN. (H) C/O WILLIAM I. MCFAUL 2142 OAK LANE ZELLWOOD, FL 32798			

Total Properties Listed: 146

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**EXHIBIT "H"**

**AFFIDAVIT OF LOU WALLACE  
ON BEHALF OF  
BANBURY VILLAGE ASSOCIATION, INC.**

**AFFIDAVIT OF BANBURY VILLAGE ASSOCIATION, INC.**

I, Lou Wallace, the Vice President of BANBURY VILLAGE ASSOCIATION, INC. (the "Association"), having been duly sworn, state the following in support of the Dual Application for Partial Transfer to Governmental Authority and For Transfer of Wastewater Certificate No. 518S and Water Certificate No. 602W submitted for filing on July 24, 2003 by Zellwood Station Co-Op, Inc. (the "Utility").

1. All current members of the Association are listed in Exhibit "A" attached hereto ("Members").
2. All such Members have an equal vote in the Association and are required by the Association to pay an equal share of all costs, fees, and charges incurred by the Association for, among other things, the water and wastewater utilities provided by Zellwood Station Co-Op, Inc. to common facilities utilized by the Members and managed on behalf of the Members by the Association.

Signature: Lou Wallace  
Print Name: Lou Wallace

STATE OF FLORIDA  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 20 day of July, 2004, by Lou WALLACE



AFFIX NOTARY STAMP

Carol D. Fouse  
Signature of Notary Public

CAROL D. FOUSE  
(Print Notary Name)

My Commission Expires: 10-31-07

Commission No: \_\_\_\_\_

Personally known; or

Produce Identification

Type of Identification Produced: \_\_\_\_\_

Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1364	2497 PUTTER RD. ZELLWOOD STN. (H) VACANT LOT 2497 PUTTER RD. ZELLWOOD, FL 32798			
1365	2489 PUTTER RD. ZELLWOOD STN. (H) VACANT LOT 2489 PUTTER RD. ZELLWOOD, FL 32798			
1366	2481 PUTTER RD. ZELLWOOD STN. (H) VACANT LOT 2481 PUTTER ROAD ZELLWOOD, FL 32798			
1367	2473 PUTTER RD. ZELLWOOD STN. (H) M.B. & VERA BENDER 2473 PUTTER RD. ZELLWOOD, FL 32798			
1368	2465 PUTTER RD. ZELLWOOD STN. (H) JEANNE VENTRY 2465 PUTTER RD. ZELLWOOD, FL 32798			
1369	2457 PUTTER RD. ZELLWOOD STN. (H) WANDA GRANT 2457 PUTTER RD. ZELLWOOD, FL 32798			
1370	2449 PUTTER RD. ZELLWOOD STN. (H) FRANK & MURIEL GREGERSON 2449 PUTTER RD. ZELLWOOD, FL 32798			
1371	2441 PUTTER RD. ZELLWOOD STN. (H) FRANCIS BISCHOP 2441 PUTTER RD. ZELLWOOD, FL 32798			

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LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1372	2433 PUTTER RD. ZELLWOOD STN. (H) EARL & SUSAN SHEIMAN 2433 PUTTER RD. ZELLWOOD, FL 32798			
1373	2425 PUTTER RD. JAMES N. & CAROL G. CARDWELL (H)			
1374	2417 PUTTER RD. ZELLWOOD STN. (H) MARY GUARDABASCIO 2417 PUTTER RD. ZELLWOOD, FL 32798			
1375	2409 PUTTER RD. SYLVIA R. KOCH (H)			
1376	2363 S. CITRUS CIRCLE LILLIAN VOROZILCHAK (H)			
1377	2355 S. CITRUS CIRCLE NEAL & DORCAS WOOD (H)			
1378	2347 S. CITRUS CIRCLE Sal Tascarella/Betty Martin (H)			
1379	2339 S. CITRUS CIRCLE GAROLD & JOYCE BOATWRIGHT (H)			
1380	2331 S. CITRUS CIRCLE ROBERT R. & LYNDIA HILGAR (H)			
1381	2323 S. CITRUS CIRCLE CHEIN-PING & JOHN HAMPTON, JR (H)			
1382	2315 S. CITRUS CIRCLE MARIE H. RAVOO (H)			
1383	2307 S. CITRUS CIRCLE CHARLES & BARBARA EDWARDS (H)			
1384	2237 S. CITRUS CIRCLE JOSIE & HOWARD STRICKLAND (H)			407-884-1639

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1385	2229 S. CITRUS CIRCLE OTTO & SHARON RAPERT (H)			
1386	2221 S. CITRUS CIRCLE WILLIAM & CAROL CROPLEY (H)			
1387	2213 S. CITRUS CIRCLE WILLIAM & DORIS LAURENT (H) 8721 OREGON AVE. MARMET, WV 25315			
1388	2205 S. CITRUS CIRCLE MARVIN W. & DONNA J. MUNDY (H)			
1389	2151 S. CITRUS CIRCLE ZELLWOOD STN. (H) SAM & ALICE POTEET 2151 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1390	2143 S. CITRUS CIRCLE HAROLD & HILDA BERTRAM (H)	407-889-3438		
1391	2135 S. CITRUS CIRCLE MARILYN A. ENGHAUSER (H)			
1392	2127 S. CITRUS CIRCLE JAMES J. ZEMAN (H)			
1393	2119 S. CITRUS CIRCLE SAMUEL R. WILSON (H)			
1394	2111 S. CITRUS CIRCLE WAYNE & BRENDA SALYERS (H)			
1395	2103 S. CITRUS CIRCLE Lewis and Dorothy Valkenaar (H)			
1396	2025 S. CITRUS CIRCLE BRADEN & SHELIA TOPMILLER (H)			
1397	2017 S. CITRUS CIRCLE JUDITH & MARK DOERR (H)			
1398	2009 S. CITRUS CIRCLE JENNILEE GRANDFIELD (H) 5 CAROLEE DRIVE DOVER, DE 19901			

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LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1399	2001 S. CITRUS CIRCLE PAUL & DORIS WHEELER (H)			
1400	3229 CITRUS LANE LAWRENCE & NANCY HOISTION (H)			
1401	3221 CITRUS LANE BETTY GOECKEL (H)			
1402	3213 CITRUS LANE ZELLWOOD STN. (H) MARTIN & KATHERINE CRAMER 3213 CITRUS LANE ZELLWOOD, FL 32798			
1403	3205 CITRUS LANE ZELLWOOD STN. (H) JOHN & VIRGINIA STARK 3205 CITRUS LANE ZELLWOOD, FL 32798			
1404	3206 CITRUS LANE DICKEY & DORIS CONDUFF (H)			
1405	3214 CITRUS LANE ZELLWOOD STN. (H) WALTER & JOYCE VOGEL 3214 CITRUS LANE ZELLWOOD, FL 32798			
1406	3222 CITRUS LANE ZELLWOOD STN. (H) OLIVE HOAG 3222 CITRUS LANE ZELLWOOD, FL 32798			
1407	3230 CITRUS LANE ALBERT J. & NANCY CURTIS (H)			
1408	3304 S. CITRUS CIRCLE RICHARD & KATHLEEN MOORE (H)			
1409	3312 S. CITRUS CIRCLE ZELLWOOD STN. (H) DOUG & JOYCE RUSSELL 3312 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

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LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1410	3320 S. CITRUS CIRCLE GERALD & LOUISE WALLACE (H)			
1411	3328 S. CITRUS CIRCLE JOHN W. & JANET G. RODENBAUGH (H)			
1412	3336 S. CITRUS CIRCLE ZELLWOOD STN. (H) ROBERT & ELEANOR LIPSIS 3336 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1413	3344 S. CITRUS CIRCLE ZELLWOOD STN. (H) BETTY BENEDETTO 3344 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1414	3406 S. CITRUS CIRCLE MICHAEL & JOANNE EVANS (H) 2500 WALBROOKE DR. LOUISVILLE, KY 40222			
1415	3414 S. CITRUS CIRCLE GUSTAF A. & IDA B. LAINE (H)			
1416	3422 S. CITRUS CIRCLE ZELLWOOD STATION (H) LUZ CONSUEGRA 3422 S, CITRUS CIRCLE ZELLWOOD, FL 32798			
1417	3430 S. CITRUS CIRCLE WILLIAM MCCUEN (H)			
1418	3438 S. CITRUS CIRCLE ZELLWOOD STN. (H) SARAH ANN SALMONS 3438 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1419	3466 S. CITRUS CIRCLE ZELLWOOD STN. (H) JOHN R. LANDGREBE 3466 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

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Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1606	2490 PUTTER RD. ZELLWOOD STN. (H) JIM & DOROTHY GILLIES 2490 PUTTER RD. ZELLWOOD, FL 32798			
1607	2482 PUTTER RD. ZELLWOOD STN. (H) GEORGE DELP 2482 PUTTER RD. ZELLWOOD, FL 32798			
1608	2474 PUTTER RD. ZELLWOOD STN. (H) JAMES SMITH 2474 PUTTER RD. ZELLWOOD, FL 32798			
1609	2466 PUTTER RD. CARL & SUSAN SHEIMAN (H)			
1610	2458 PUTTER RD. DONALD JORGENSEN (H)			
1611	2450 PUTTER RD. DENNIS L. SNYDER (H)			
1612	2442 PUTTER RD. THEODORE & JEAN HUBER (H)			
1613	2426 PUTTER RD. ZELLWOOD STN. (H) DON HAMMOND 18675 US HWY 19 N CLEARWATER, FL 33764			
1614	3311 OVERLOOK RD. ZELLWOOD STN. (H) DIANE KNOX 3311 OVERLOOK RD. ZELLWOOD, FL 32798			
1615	3319 OVERLOOK RD. CELESTE MCCULLEY (H)			

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

**Banbury Village Assoc., Inc.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1616	3327 OVERLOOK RD. ALDEN & JANETTE DAVIS (H)			
1617	3335 OVERLOOK RD. HOWARD & MARJORIE ANDERSON (H)			
1618	3343 OVERLOOK RD. LORETTA HALE (H)			
1619	3351 OVERLOOK RD. PAUL & JACQUELYN BUNTING (H)			
1620	3359 OVERLOOK RD. ESKOR J & BETTY J LAUGHLIN (H)			
1621	3367 OVERLOOK RD. FREDERICK & JOHANNA SCHMIDT (H)			407/880-8518
1622	3375 OVERLOOK RD. LARRY & DIANE MCQUEEN (H)			
1623	3405 OVERLOOK RD. HARRY & MARY BACKSTROM (H)			
1624	3413 OVERLOOK RD. ZELLWOOD STN. (H) HOWARD & MARIE STREET 3413 OVERLOOK RD. ZELLWOOD, FL 32798			
1625	3421 OVERLOOK RD. FRED & GRACE BULOW (H)			
1626	3429 OVERLOOK RD. STANLEY & LEOTA GRAY (H)			
1627	3430 OVERLOOK RD. JEANETTE ROSS (H)			
1628	3422 OVERLOOK RD. PATRICIA W. BORDEN (H)			
1629	3414 OVERLOOK RD. ZELLWOOD STN. (H) RITA SMITH 3414 OVERLOOK RD ZELLWOOD, FL 32798			

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1630	3406 OVERLOOK RD. ZELLWOOD STN. (H) SAMUEL DENNIS SYLVIA WOOD 3406 OVERLOOK RD. ZELLWOOD, FL 32798			
1631	3401 N. CITRUS CIRCLE ZELLWOOD STN. (H) J.R. GODBEY 3401 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1632	3409 N. CITRUS CIRCLE ZELLWOOD STN. (H) BARBARA DENT 3409 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1633	3417 N. CITRUS CIRCLE LYLE MILLER (H)			
1634	3425 N. CITRUS CIRCLE DIANE D. WILTSIE (H)			
1635	3433 N. CITRUS CIRCLE GAYLE L. GULSVIG (H)			
1636	3441 N. CITRUS CIRCLE THERESA A. FITZGIBBONS-SMITH (H)			
1637	3449 N. CITRUS CIRCLE PAUL & BERTHA KEPPLE (H)			
1638	3451 N. CITRUS CIRCLE Leo Jenness & Brenda Meyers (H)			
1639	3465 N. CITRUS CIRCLE Sharron and Frank Goodman (H)			
1640	3473 N. CITRUS CIRCLE RICHARD AND ALICE LEE (H) P.O. BOX 861 ZELLWOOD, FL 32798			
1641	3481 N. CITRUS CIRCLE ROBERT & JUDY PECK (H)			

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**Banbury Village Assoc., Inc.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1642	3489 N. CITRUS CIRCLE ZELLWOOD STN. (H) ROBERT EVANS 3489 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1643	3503 N. CITRUS CIRCLE JOSEPH C. BELLEAU (H)			
1644	3511 N. CITRUS CIRCLE CLINTON & DONNA SCOTT (ITL) (H)			
1664	3376 OVERLOOK RD. ZELLWOOD STN. (H) JANET JANESSA 3376 OVERLOOK RD. ZELLWOOD, FL 32798			
1665	3368 OVERLOOK RD. ZELLWOOD STN. (H) CAROL REED 3368 OVERLOOK RD. ZELLWOOD, FL 32798			
1666	3360 OVERLOOK RD. ZELLWOOD STN. (H) CHILDERS/THOMPSON 1244 TERRACE DELTONA, FL 32725			
1667	3352 OVERLOOK RD. ZELLWOOD STN. (H) GARY & JANICE FAAS 3352 OVERLOOK RD. ZELLWOOD, FL 32798			
1668	3336 OVERLOOK RD. ZELLWOOD STN. (H) JEWELL LAMB 3336 OVERLOOK RD. ZELLWOOD, FL 32798			
1669	3328 OVERLOOK RD. ZELLWOOD STN. (H) ROY CARLSON 3328 OVERLOOK RD. ZELLWOOD, FL 32798			

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**Banbury Village Assoc., Inc.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1670	3312 OVERLOOK RD. ZELLWOOD STN. (H) JAMES & MARY FOX 3312 OVERLOOK RD. ZELLWOOD, FL 32798			
1671	3304 OVERLOOK RD. ZELLWOOD STN. (H) THELMA DINKLE 3304 OVERLOOK RD. ZELLWOOD, FL 32798			
1672	3305 N. CITRUS CIRCLE ELEANOR G. STITT (H)			
1673	3313 N. CITRUS CIRCLE ZELLWOOD STN. (H) ROBERT & JANICE PIKE 3313 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1674	3321 N. CITRUS CIRCLE VIRGINIA HAYS (H)			
1675	3329 N. CITRUS CIRCLE ZELLWOOD STN. (H) DIANE CHILDERS 2461 DUMAS DRIVE DELTONA, FL 32738-5148			
1676	3337 N. CITRUS CIRCLE ZELLWOOD STN. (H) ARNOLD & MILDRED SKARJUNE 3337 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1677	3345 N. CITRUS CIRCLE ZELLWOOD STN. (H) JAMES & YVONNE GILBERT 3345 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1678	3346 N. CITRUS CIRCLE ZELLWOOD STN. (H) FRANK & JOANNE HONAKER 3346 N. CITRUS CIRCLE ZELLWOOD, FL 32798			

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**Banbury Village Assoc., Inc.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1679	3338 N. CITRUS CIRCLE ZELLWOOD STN. (H) ANNE RUNYAN 3338 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1680	3322 N. CITRUS CIRCLE ZELLWOOD STN. (H) LEE REMY 3322 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1681	3314 N. CITRUS CIRCLE ZELLWOOD STN. (H) KARL & HAZEL WEGNER 3314 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1682	3306 N. CITRUS CIRCLE ZELLWOOD STN. (H) JOHN & GERI ANDERSON 3306 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1683	2356 S. CITRUS CIRCLE MAX H. WARREN (H)	407/886-2520		
1684	2340 S. CITRUS CIRCLE ZELLWOOD STN. (H) PAT PERLAKY 2340 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1685	2324 S. CITRUS CIRCLE Anthony Diorio (H)			
1686	2316 S. CITRUS CIRCLE ZELLWOOD STN. (H) CLAY & JO KELTY 2316 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1687	3301 EVERGREEN RD. RUTH F. JOHNSON (H)			

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**Banbury Village Assoc., Inc.**  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1688	3309 EVERGREEN RD. ZELLWOOD STN. (H) BILL & FAY BOUCHER 3309 EVERGREEN RD. ZELLWOOD, FL 32798			
1689	3317 EVERGREEN RD. SANDY HASLAM (H)			
1690	3325 EVERGREEN RD. ZELLWOOD STN. (H) THELMA CALDWELL 3325 EVERGREEN RD. ZELLWOOD, FL 32798			
1691	3333 EVERGREEN RD. BRUCE W. & BEATRICE CUTSHALL (H)			
1692	3341 EVERGREEN RD. ZELLWOOD STN. (H) BILL & ORINE REDMAN 3341 EVERGREEN RD. ZELLWOOD, FL 32798			
1693	3349 EVERGREEN RD. KEN SOMMERFIELD (H)			
1694	3357 EVERGREEN RD. ZELLWOOD STN. (H) JOHN & BARBARA NELSON 3357 EVERGREEN ZELLWOOD, FL 32798			
1695	3365 EVERGREEN RD. ZELLWOOD STN. (H) DON & ALICE MYERS 3365 EVERGREEN RD. ZELLWOOD, FL 32798			
1696	3373 EVERGREEN RD. JUNE C. BOWSER (H)			
1697	3381 EVERGREEN RD. ZELLWOOD STN. (H) PEGGY BEVIER 3381 EVERGREEN RD. ZELLWOOD, FL 32798			

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Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1698	3389 EVERGREEN RD. John and Delma Mills (H)			
1699	3382 EVERGREEN RD. BETTY HORTON (H)			
1700	3374 EVERGREEN RD. LAWRENCE PATTEN (H)			
1701	3366 EVERGREEN RD. JEANETTE B. SIEFKER (H)			
1702	3358 EVERGREEN RD. PETER ADINOVICH (H)			
1703	3342 EVERGREEN CIRCLE WALTER E. & CHRISTINE HUNTER (H)			
1704	2236 EVERGREEN CIRCLE ZELLWOOD STN. (H) VIVIAN ZARICK 2236 EVERGREEN CIRCLE ZELLWOOD, FL 32798			
1705	2220 EVERGREEN CIRCLE Charles and Eleanor Steines (H) 18 TERRI DRIVE WEST MIDDLESEX, PA 16159			
1706	2212 EVERGREEN CIRCLE Clayton and Vera Youngs (H)			
1707	2204 EVERGREEN CIRCLE RICHARD RONEY (H)			
1708	2203 EVERGREEN CIRCLE MARILYN PILAND (H)			
1709	2211 EVERGREEN CIRCLE MARGARET A. SEYMOUR (H)			
1710	2219 EVERGREEN CIRCLE BRUCE A. SCHILLING, TRUSTEE (H)			
1711	2227 EVERGREEN CIRCLE ZELLWOOD STN. (H) CHET & GLENDINE HAMILTON 2227 EVERGREEN CIRCLE ZELLWOOD, FL 32798			

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**Banbury Village Assoc., Inc.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1712	2235 EVERGREEN CIRCLE ZELLWOOD STN. (H) JOE & PHYLLIS MCCARTHY 2235 EVERGREEN CIRCLE ZELLWOOD, FL 32798			
1713	2243 EVERGREEN CIRCLE ZELLWOOD STN. (H) MAURICE & JUDITH BEARDSLEY 2243 EVERGREEN CIRCLE ZELLWOOD, FL 32798			
1714	3318 EVERGREEN CIRCLE Robert and Janice Pike (D) (H) RR 2 BOX 710 STRONG, ME 04983			207-684-5131
1715	3302 EVERGREEN RD. BONNIE L. KIESEWETTER (H)			
1716	2230 S. CITRUS CIRCLE ZELLWOOD STN. (H) DAVE & HELEN BROWNE 2230 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1717	2222 S. CITRUS CIRCLE ZELLWOOD STN. (H) JEANNE BAKKUM 2222 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1718	2214 S. CITRUS CIRCLE ZELLWOOD STN. (H) CAROL KINDRED 2214 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1719	2206 S. CITRUS CIRCLE ZELLWOOD STN. (H) JOE & VIRGINIA MARECI 2206 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1720	2142 S. CITRUS CIRCLE ZELLWOOD STN. (H) WILLIAM DAVIS 127 DUNCAN TRAIL LONGWOOD, FL 32779			

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**Banbury Village Assoc., Inc.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1721	2136 S. CITRUS CIRCLE BERNEICE / DEANNA KELLY (H)			
1722	2128 S. CITRUS CIRCLE PAULINE JENNINGS/Y.D. LOVERN (H)			
1723	2120 S. CITRUS CIRCLE GENE LANDGREBE (H) 658 Majestic Oaks Drive Apopka, FL 32712	407-880-8008		
1724	2112 S. CITRUS CIRCLE ZELLWOOD STN. (H) DORIS PFEIFFER 2112 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1725	2026 S. CITRUS CIRCLE ZELLWOOD STN. (H) JOHN & IMA COOK 2026 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1726	2018 S. CITRUS CIRCLE CARL & MAXINE JUDAS (H)			
1727	2010 S. CITRUS CIRCLE ZELLWOOD STN. (H) CHARLIE & RUBY MOORE 2010 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1728	2002 S. CITRUS CIRCLE ZELLWOOD STN. (H) LEONARD BELANCA 2002 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1729	3311 S. CITRUS CIRCLE HERMINE E. JAFFE (H)			
1730	3319 S. CITRUS CIRCLE ZELLWOOD STN. (H) DICK FERRIS 3319 S. CITRUS CIRCLE ZELLWOOD, FL 32798			

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1731	3327 S. CITRUS CIRCLE ZELLWOOD STN. (H) DORIS FITZHERBERT 3327 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1732	3335 S. CITRUS CIRCLE LYLE Q. SHAW (H)			
1733	3405 S. CITRUS CIRCLE ZELLWOOD STN. (H) WES & EVELYN JONES 3405 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1734	3413 S. CITRUS CIRCLE ZELLWOOD STN. (H) LOUISE CHEATHAM 3413 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1735	3421 S. CITRUS CIRCLE ZELLWOOD STN. (H) MALI ROGERS 3421 S. CITRUS CIRCLE ZELLWOOD, FL 32798			
1736	3429 S. CITRUS CIRCLE RAY & LILLIAN BORGMAN (H)			
1737	3458 WAX MYRTLE CIRCLE RAE JEAN OPSAHL (H)			
1738	3450 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) ROBERT & RITA PROULX 3450 WAX MYRTLE CIRCLE ZELLWOOD, FL 32798			
1739	3442 WAX MYRTLE CIRCLE CLIFFORD H. & EDITH A. SEXTON (H)			
1740	3434 WAX MYRTLE CIRCLE CORNELIUS & NINA RACKLEY (H)			

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1741	3426 WAX MYRTLE CIRCLE BILL & DOROTHY LAWRENCE (H)			
1742	3418 WAX MYRTLE CIRCLE FRANK, ALICE, JOHN KIMBALL (H)			
1743	3410 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) JAMES & CAROLYN PIERSON 3410 WAX MYRTLE CIRCLE ZELLWOOD, FL 32798			
1744	3402 WAX MYRTLE CIRCLE RALPH F. GETTY (H)			
1745	3401 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) RICHARD & VIVIAN HARVEY 3401 WAX MYRTLE ZELLWOOD, FL 32798			
1746	3409 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) GUNSTEN SKOMEDAL 3409 WAX MYRTLE CIRCLE ZELLWOOD, FL 32798			
1747	3417 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) EDWARD STARKE 3417 WAX MYRTLE CIRCLE ZELLWOOD, FL 32798			
1748	3425 WAX MYRTLE CIRCLE JOSEPH A. HUGHES (H)			
1749	3433 WAX MYRTLE CIRCLE ZELLWOOD STN. (H) VIVIAN LILLEY 3433 WAX MYRTLE CIRCLE ZELLWOOD, FL 32798			
1750	3441 WAX MYRTLE CIRCLE CORDIAL M. FINLEY (H)			

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1751	3449 WAX MYRTLE CIRCLE PHILIP & IRENE JAEGER (H)			
1752	3457 WAX MYRTLE DRIVE EDWARD & MARTHA MANWARING (H)			
1753	2125 WAX MYRTLE DRIVE HERBERT HAYS & LYDIA (H)			
1754	2141 WAX MYRTLE DRIVE DONALD & JOAN MILLARD (H)			
1755	2149 WAX MYRTLE DRIVE DEAN & JUNE WOOD & D. HOBSON (H)			
1756	2157 WAX MYRTLE DRIVE JAMES & ELIZABETH DAVIS (H)			
1757	2156 WAX MYRTLE DRIVE WILLIAM & DOROTHY ESCHWEI (H)			
1758	2148 WAX MYRTLE DRIVE ZELLWOOD STN. (H) JUDITH BROWN 2148 WAX MYRTLE DRIVE ZELLWOOD, FL 32798			
1759	2140 WAX MYRTLE DRIVE ZELLWOOD STN. (H) MARGARET KONEFKE 76 HILLCREST BLVD. YPSILANTI, MI 48197			
1760	2132 WAX MYRTLE DRIVE DIMAS & WILEEN RIVERA (H)			
1761	2124 WAX MYRTLE DRIVE ZELLWOOD STN. (H) DAVID HEDUS 2124 WAX MYRTLE DRIVE ZELLWOOD, FL 32798			
1762	2116 WAX MYRTLE DRIVE BEVERLY B. KRAMER (H)			

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Banbury Village Assoc., Inc.  
 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1763	2108 WAX MYRTLE DRIVE LAWRENCE R. BROWN (H)			
1764	2100 WAX MYRTLE DRIVE STANLEY & MARGARET BRADY (H)			
1765	2030 WAX MYRTLE DRIVE JOHN & AMMALENE HATHCOX (H)			
1766	2022 WAX MYRTLE DRIVE ELLA MAE ANDERSON (H)			
1767	2014 WAX MYRTLE DRIVE ZELLWOOD STN. (H) HELEN HEINEY 2014 WAX MYRTLE DRIVE ZELLWOOD, FL 32798			
1768	2006 WAX MYRTLE DRIVE ZELLWOOD STN. (H) DIANE SCHAFER 2006 WAX MYRTLE DRIVE ZELLWOOD, FL 32798			
1779	3520 N. CITRUS CIRCLE ZELLWOOD STN. (H) EDWARD & SHIRLEY CRAREN 3520 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1780	3512 N. CITRUS CIRCLE ZELLWOOD STN. (H) BETTY MARTIN 3512 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1781	3504 N. CITRUS CIRCLE ZELLWOOD STN. (H) GILBERT WEDE 3504 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1782	3453 BANBERRY CIRCLE DONALD & DORTHEA SEGASSIE (H) PMB#321 2900 DELK RD. #700 MARIETTA, GA 30067	770/565-1040		

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1783	3461 BANBERRY CIRCLE LOUISE R. YANCY (H)			
1784	3469 BANBERRY CIRCLE WILLIAM & GRACE UNDERWOOD (H)			
1785	3477 BANBERRY CIRCLE JAMES & NORMA CHANNELL (H)			
1786	3470 BANBERRY CIRCLE ZELLWOOD STN. (H) ANNA KENNEDY 3470 BANBERRY CIRCLE ZELLWOOD, FL 32798			
1787	3462 BANBERRY CIRCLE ZELLWOOD STN. (H) RAY & PAM WHEELER 3462 BANBERRY CIRCLE ZELLWOOD, FL 32798			
1788	3454 BANBERRY CIRCLE DONALD & BARBARA YOUNGS (H)			
1789	3446 BANBERRY CIRCLE FRANCIS & GLORIA DICKSON (H)			
1790	3438 BANBERRY CIRCLE FLORA M. TUCCI (H)			
1791	3430 BANBERRY CIRCLE ZELLWOOD STN. (H) LACY & EULA FARMER 3430 BANBERRY CIRCLE ZELLWOOD, FL 32798			
1792	3422 BANBERRY CIRCLE W. HANS WITTIG REVOCABLE TRUST (H)			
1793	3414 BANBERRY CIRCLE KEITH & JACQUELINE NOLTE (H)			
1794	3406 BANBERRY CIRCLE ZELLWOOD STN. (H)			

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 Owner Telephone Directory as of 07/22/04

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1795	3413 BANBERRY CIRCLE ZELLWOOD STN. (H) ROBERT & ANNA SMART 3413 BANBERRY CIRCLE ZELLWOOD, FL 32798			
1796	3421 BANBERRY CIRCLE MARY M. ROZOTO (H)			
1797	3429 BANBERRY CIRCLE MICHAEL & MARY SHEWCHUK (H)			
1798	3437 BANBERRY CIRCLE JOHN & ANNA MAE NOVAK, JR (H)			
1799	3490 N. CITRUS CIRCLE ROBERT & FLORENCE PLUMMER (H)			
1800	3482 N. CITRUS CIRCLE EARL J. MILLER (H)			
1801	3474 N. CITRUS CIRCLE ZELLWOOD STN. (H) JULIE FITZGERALD 3474 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1802	3466 N. CITRUS CIRCLE SAM M. KO (H)			
1803	3458 N. CITRUS CIRCLE ZELLWOOD STN. (H) CATHY RICEVUTO 3458 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1804	3450 N. CITRUS CIRCLE ZELLWOOD STN. (H) EVA ATKINS 3450 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1805	3442 N. CITRUS CIRCLE ZELLWOOD STN. (H) WILLIAM & CINDY DAVIS 127 DUNCAN TRAIL LONGWOOD, FL 32779			

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 Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1806	3434 N. CITRUS CIRCLE ZELLWOOD STN. (H) BELLE CRAWFORD 3434 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1807	3418 N. CITRUS CIRCLE ZELLWOOD STN. (H) SOPHIA CZINKOTA 3418 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1808	3410 N. CITRUS CIRCLE ZELLWOOD STN. (H) JOYCE LAMUN 3410 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1809	3402 N. CITRUS CIRCLE ZELLWOOD STN. (H) CAROL TAPIA 3402 N. CITRUS CIRCLE ZELLWOOD, FL 32798			
1814	3403 BUTTON BUSH DR. CELILE Y. & PAULINE ROY (H)			
1815	3411 BUTTON BUSH DR. ZELLWOOD STN. (H) FRAN HORN 3411 BUTTON BUSH DR. ZELLWOOD, FL 32798			
1816	3419 BUTTON BUSH DR. ALBERT M & BEVERLY R ROBERTSON (H) 3408 Westridge Ct. Wayne, MI 48184-1026			
1817	3427 BUTTON BUSH DR. MYRON & JEAN WEBER (H)			
1818	3435 BUTTON BUSH DR. HERMAN & URSULA SEHLMAYER (H)			
1819	3443 BUTTON BUSH DR. CROSBY PRICE, JR (H)			

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Banbury Village Assoc., Inc.  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1820	3436 BUTTON BUSH DR. RICHARD & MILDRED MCLELLAN (H)			
1821	3428 BUTTON BUSH DR. ZELLWOOD STN. (H) CHARLIE & MARY EDNA SCHUETTER 3428 BUTTON BUSH DRIVE ZELLWOOD, FL 32798			
1822	3420 BUTTON BUSH DR. CATHERINE DAVIS (H)			
1823	3412 BUTTON BUSH DR. ZELLWOOD STN. (H) JANICE HAMLIN 3412 BUTTON BUSH DRIVE ZELLWOOD, FL 32798			
1824	3404 BUTTON BUSH DR. JOHN P. BORRELLI, SR. (H)			
1825	3332 BUTTON BUSH DR. HARVEY & MARY LEROY (H)			
1826	3326 BUTTON BUSH DR. RICHARD & LUCILLE VERDU (H)			
1827	3318 BUTTON BUSH DR. ROBERT & WINIFRED MAHLAND (H)			
1828	3310 BUTTON BUSH DR. ZELLWOOD STN. (H) AL & MARG DELMONTAGNE 3310 BUTTON BUSH DRIVE ZELLWOOD, FL 32798			
1829	3302 BUTTON BUSH DR. JEAN S. POTTER (H)			
1830	3309 BUTTON BUSH DR. ROBERT G. CARTWRIGHT (H)			
1831	3317 BUTTON BUSH DR. JOHN & THYRA SCHEIDT (H)			

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

**Banbury Village Assoc., Inc.**  
Owner Telephone Directory as of 07/22/04

LOT/UNIT #	PROPERTY ADDRESS	HOME PHONE	WORK PHONE	ALT. PHONE
1832	3325 BUTTON BUSH DR. MARGARET PETERSON (H)			

Total Properties Listed: 250

(H)=Owner (P)=Prev Owner (R)=Renter (V)=Developer (\*)=No Owner

### References Cited

- Tab 1. Order No. PSC-02-0781-FOF-SU, Docket No. 970409-SU, In re: Initiation of limited proceeding to restructure wastewater rates for Florida Water Service Corporation's Tropic Isles service area in St. Lucie County
- Tab 2. Order No. PSC-95-1436-FOF-WU, Docket No. 951154-WU, In re: Application for exemption from Florida Public Service Commission regulation for provision of water service in Orange County by Montpelier Village Club, Inc.
- Tab 3. Order No. 23897, Docket No. 900516-WU, In re: Petition of Central Lakes Corporation for a Declaratory Statement Regarding its Exempt Status under Section 367.022(7), Florida Statutes
- Tab 4. Order No. 18798, Docket No. 870596,-WS, In re: Investigation into the Jurisdictional Status of Covered Bridge Association, Inc. in Highlands County.
- Tab 5. Order No. PSC-03-0337-PAA-WU, Docket No. 020650-WU, In re: Application for partial transfer of facilities in Marion County from Marion Utilities, Inc. to Silver Springs Regional Water and Sewer, Inc., a non-profit corporation, and for amendment of Certificate No. 347-W.
- Tab 6. September 16, 2002 Commission Staff Letter to Silver Springs Regional Water and Sewer, Inc.
- Tab 7. September 25, 2002 Response Letter from Silver Springs Regional Water and Sewer, Inc. to the Commission re: voting rights of members.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Initiation of limited proceeding to restructure wastewater rates for Florida Water Service Corporation's Tropical Isles service area in St. Lucie County.

DOCKET NO. 970409-SU

In re: Application by Florida Water Services Corporation for transfer of facilities and attendant assets of Tropical Isles Wastewater Plant to Tropical Isles Utilities Corporation, a Florida not-for-profit corporation, and for cancellation of Certificate No. 482-S in St. Lucie County.

DOCKET NO. 011634-SU  
ORDER NO. PSC-02-0781-FOF-SU  
ISSUED: June 10, 2002

The following Commissioners participated in the disposition of this matter:

LILA A. JABER, Chairman  
J. TERRY DEASON  
BRAULIO L. BAEZ  
MICHAEL A. PALECKI  
RUDOLPH "RUDY" BRADLEY

ORDER APPROVING TRANSFER OF FACILITIES,  
CANCELING CERTIFICATE NO. 482-S, AND CLOSING DOCKETS

BY THE COMMISSION:

Florida Water Services Corporation (FWSC or seller) is a Class A utility providing water and wastewater service throughout Florida. Most of its systems are under our jurisdiction including the Tropical Isles Wastewater Plant (Tropical Isles or utility) which is a stand-alone wastewater system in St. Lucie County. While Tropical Isles does not provide water service, it is located in the Critical Water Supply Area of the South Florida Water Management District. Water service is provided by the Ft. Pierce

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

Utility Authority (FPUA). As of June 30, 2001, Tropical Isles had 251 active connections. According to FWSC's 2000 annual report, the system had operating revenues of \$107,845 and net operating income of \$42,610.

FWSC purchased the Tropical Isles system from Messrs. Spizizen and Shacket in 1989 with Messrs. Spizizen and Shacket retaining ownership of the modular housing park known as the Tropical Isles Mobile Home Park (TIMHP or park). Effective October 1, 1992, the St. Lucie County Board of County Commissioners transferred jurisdiction over privately-owned water and wastewater utilities in St. Lucie County to this Commission. By Order No. PSC-93-0621-FOF-SU, issued April 21, 1993, in Docket No. 930075-SU, we granted FWSC, then known as Southern States Utilities, Inc., Certificate No. 482-S for the territory served by Tropical Isles. The order also approved the continuation of the monthly flat rate being charged for wastewater service as established by the St. Lucie County Water and Sewer Authority.

At a service hearing in FWSC's most recent rate case (Docket No. 950495-WS), the Tropical Isles' customers questioned the validity of a flat rate for wastewater service since they received metered water service from the FPUA. By Order No. PSC-96-1320-FOF-WS, issued in the rate case on October 30, 1996, we required FWSC to investigate whether it could establish metered wastewater rates based on FPUA's water meter information.

As a result of FWSC's investigation, Docket No. 970409-SU was opened on April 1, 1997, to investigate the possibility of restructuring Tropical Isles' wastewater flat rate. A customer meeting on the matter was held on November 19, 1997. Based on customer comments, and other information obtained after the customer meeting, the scope of Docket No. 970409-SU was expanded to also investigate the revenue requirement for the Tropical Isles system.

By Proposed Agency Action Order No. PSC-00-0526-PAA-SU (PAA Order), issued March 13, 2000, we proposed a base facility/gallongage charge rate structure for Tropical Isles but declined to change the revenue requirement. However, the PAA Order was protested by Mr. Clarke Schaaf on behalf of the Tropical Isles Homeowners Association and the matter was set for hearing by Order No. PSC-00-2034-PCO-SU, issued June 12, 2000.

Subsequently, FWSC and the utility customers began negotiations for the sale of the utility to the customers. All controlling dates in Docket No. 970409-SU, including the hearing dates, were held in abeyance and continued pending the outcome of the negotiations. See Orders Nos. PSC-00-1197-PCO-SU, issued July 3, 2000; PSC-00-2135-PCO-SU, issued November 8, 2000; and PSC-01-1770-PCO-SU, issued August 30, 2001.

On December 10, 2001, FWSC filed an application in Docket No. 011634-SU for the transfer of the facilities and assets of Tropical Isles to Tropical Isles Utilities Corporation (TIUC or buyer) a not-for-profit corporation formed on behalf of the utility customers, and for the cancellation of Certificate No. 482-S. The transfer occurred on July 16, 2001, with provisions to be contingent upon Commission approval. Although the Tropical Isles Homeowners Association has declined to withdraw its protest to Order No. PSC-00-0526-PAA-SU, it has agreed that Docket No. 970409-SU can be closed once we approve the transfer to TIUC.

We have jurisdiction pursuant to Sections 367.045 and 367.071, Florida Statutes.

#### TRANSFER OF FACILITIES

On July 16, 2001, FWSC closed on an Agreement for Purchase and Sale (Agreement) for the transfer of utility facilities and assets to TIUC. The Agreement contained provisions for the transfer to be contingent upon our approval as required by Section 367.071, Florida Statutes. On December 10, 2001, FWSC filed an application in Docket No. 011634-SU for approval of the transfer of Tropical Isles' facilities and assets from FWSC to TIUC and for cancellation of Certificate No. 482-S.

The application, as filed, is in compliance with Section 367.071, Florida Statutes, and other pertinent statutes and provisions of the Florida Administrative Code with regard to authority for transfer. The application contains the correct filing fee, pursuant to Rule 25-30.020, Florida Administrative Code. The application also contains proof of compliance with the noticing provisions set forth in Rule 25-30.030, Florida Administrative Code. No objections to the application have been received and the time for



filing such has expired. The applicants have also returned the utility's original certificate for cancellation.

#### Buyer

Pursuant to Rule 25-30.037(2)(c), (d), (e) and (f), Florida Administrative Code, the application contains information on the corporate nature of the buyer. TIUC was incorporated on July 3, 2000, as a Florida not-for-profit corporation. Its officers are Roger Shacket, Louis McGough, and Donna Nickel. All members of TIUC are persons and entities, including TIMHP, who receive service from the Tropical Isles system within and adjacent to the park.

As an exempt entity formed solely for the purpose of owning and operating the Tropical Isles system, TIUC does not own any other utility facilities. For informational purposes, we note that the system is currently in compliance with all applicable standards set by the Florida Department of Environmental Protection and that TIUC has retained professional services to operate the facilities on a going-forward basis.

#### Agreement

Pursuant to Rule 25-30.037(2)(g), (h), (i), and (k), Florida Administrative Code, the application contains a copy of the Agreement between FWSC, the seller, TIUC, and TIMHP, collectively the buyers. The total purchase price for the Tropical Isles system is \$43,000, which includes all utility assets and property with the exception of a parcel of land that was erroneously conveyed to FWSC by TIMHP in 1989. The application and Agreement indicate that TIUC relied on TIMHP for the guarantees necessary to secure the funds to purchase the system.

While TIMHP, a for-profit entity, is considered one of the buyers, the Agreement is clear that the utility assets and property were sold exclusively to TIUC. However, the Agreement also includes several special provisions collectively referred to as the 2001 Transactions. It is necessary to understand the 2001 Transactions in order to determine if a non-profit exemption pursuant to Section 367.022(7), Florida Statutes, applies. The 2001 Transactions include two Prior Service Agreements (PSAs), a Standby Operating Agreement (SOA), and terms for a financial hold by TIMHP.

Prior Service Agreements

The two PSAs are for wastewater service to be provided without charge. One is for service without charge to six mobile home units within the Park until the residents of these units sell the lots. This PSA is the result of an agreement with these customers that predated FWSC's 1989 ownership of the utility. Currently, two residents have relocated, leaving four units still receiving service without charge. The other PSA is for service without charge to the clubhouse located in the park.

The non-profit exemption pursuant to Section 367.022(7), Florida Statutes, requires that service be provided solely to members. According to the application, the clubhouse and lots receiving service without compensation are members of TIUC. Even if these customers were not members, we have previously determined in Orders Nos. PSC-95-1436-FOF-WU, issued November 27, 1995, in Docket No. 951154-WU, and 23897, issued December 18, 1990, in Docket No. 900516-WU, that service by a non-profit corporation to a nonmember without compensation is non-jurisdictional. According to Section 367.021(12), Florida Statutes, only those entities which provide, or propose to provide, service to the public for compensation are a utility subject to Chapter 367, Florida Statutes. Therefore, any services which TIUC provides without compensation would not be considered utility services.

Standby Operating Agreement

The SOA is an agreement between the buyers, TIUC, and TIMHP, which augments and transcends the transfer Agreement. The SOA spells out the mechanism for the transfer of a parcel of land known as the 1989 Parcel to TIMHP (see Land Ownership below), the assignment of responsibility for the PSAs (above), and the terms for a financial hold over TIUC by TIMHP.

Financial Hold

As already noted, the Agreement is clear that TIUC now owns and operates the utility. However, TIMHP provided the financial guarantees which enabled TIUC to secure a loan to purchase the utility. The loan included additional money to fund TIUC's corporate reserves. In consideration, the SOA requires that TIMHP

be satisfied that TIUC will (a) provide wastewater service without interruption and in a nondiscriminatory manner, (b) operate and maintain the systems in environmental compliance, (c) assume and abide by the obligations of the PSAs, and (d) not allow ownership to pass to a third party.

As a consequence, the SOA required TIUC's By-Laws to provide that one member of TIUC's board be a TIMHP representative and that all withdrawals require two signatures, one of which must be that of the TIMHP representative. As long as TIMHP receives service from Tropical Isles through the clubhouse, its membership in TIUC is consistent with a non-profit exemption under Section 367.022(7), Florida Statutes.

In event of default by TIUC of the mutually-agreed upon operating and financial system requirements set forth in the SOA, TIMHP has the right under the SOA to assume operating control until the default is remedied or until the system is peacefully surrendered to TIMHP. The SOA also provides for automatic transfer of ownership to TIMHP in the event of an abandonment. In the event of a bona fide offer to purchase the utility system, TIMHP retains the first right of refusal. TIMHP's financial hold is not substantially different from contract provisions for mortgages held by regular lending institutions. As such, we find that the hold is not inappropriate.

However, we note that, because TIMHP is a for-profit entity, it would not be exempt from our regulation if it were to own or control utility service. Therefore, TIUC, or any successors in interest, shall notify this Commission of any change in circumstance or method of operation which causes it to no longer qualify for exemption pursuant to Section 367.022, Florida Statutes.

#### Land Ownership

Rule 25-30.037(2)(q), Florida Administrative Code, requires evidence that the utility owns the land upon which the utility treatment facilities are located, or a copy of an agreement which provides for the continued use of the land, such as a 99-year lease. The rule also provides for us to consider a written easement or other cost-effective alternative. For the reason noted below, a written easement has been provided.

As noted above, FWSC originally purchased the utility facilities and land in 1989 from Messrs. Spizizen and Shacket who, as TIMHP, retained ownership of the park. During that purchase, TIMHP conveyed a parcel of real property (1989 Parcel) to FWSC which erroneously included real property not related to the utility facilities. To correct the error, the Agreement in this transfer provided for TIUC to buy the utility facilities and property, exclusive of the 1989 Parcel. FWSC then conveyed the 1989 Parcel back to TIMHP which, in turn, granted an easement to TIUC for the portion of the 1989 Parcel which constitutes the land under the utility plant site. It was for this limited purpose that TIMHP is considered one of the buyers in the Agreement.

#### Public Interest

Rule 25-30.037(2)(j), Florida Administrative Code, requires a statement indicating how the transfer is in the public interest. In response, TIUC has indicated it is exempt from our regulation pursuant to Section 367.022(7), Florida Statutes, which exempts nonprofit corporations, associations, or cooperatives providing service solely to members who own and control such entities. The application contains a copy of TIUC'S registration with the Florida Department of State as a not-for-profit corporation pursuant to Section 617.0821, Florida Statutes. The registration was effective July 3, 2000. The application also contains copies of TIUC'S Articles of Incorporation and By-Laws as well as a copy of its Operating Policy and Procedures, which is a tariff.

A review of these documents verifies that service is intended to be provided solely to members (variously referred to as subscribers or accounts) and that each member has one vote in TIUC matters. Further, these documents confirm that TIUC intends to operate at all times on a cooperative, not-for-profit basis whereby the income of the corporation is used solely to cover losses and expenses. No interest or dividends are to be paid by TIUC on capital furnished by its members.

By means of these documents, we find that TIUC has demonstrated its exemption from regulation as defined in Section 367.022(7), Florida Administrative Code.

Rate Base, Acquisition Adjustment, Rates and Charges

In approving a transfer to an exempt entity, it is not necessary to establish rate base, consider the appropriateness of an acquisition adjustment, or approve the continuation of rates and charges. For informational purposes, rate base for the Tropical Isles system was last established by Order No. PSC-96-1320-FOF-WS, issued October 30, 1996, in Docket No. 950495-WS. As of the time of FWSC's 2000 annual report, rate base had been adjusted to \$282,257. As indicated earlier, FWSC sold the system to its customers for \$43,000.

Annual Reports and Regulatory Assessment Fees (RAFs)

Rule 25-30.110(3), Florida Administrative Code, requires an annual report be filed for any year a utility is jurisdictional as of December 31<sup>st</sup>. We have verified that FWSC is current on its annual reports for the Tropical Isles system through 2000 and has until May 31, 2002, in which to file its 2001 consolidated annual report. However, since the transfer to an exempt entity occurred in July of 2001, the Tropical Isles system was not jurisdictional as of December 31<sup>st</sup>. Therefore, there is no requirement for FWSC to include the Tropical Isles system in its 2001 annual report.

We have also verified that FWSC has paid RAFs for the Tropical Isles system up through the transfer in 2001 and that there are no penalties, interest, or refunds due. Therefore, FWSC has no further requirements with respect to annual reports or RAFs for the Tropical Isles system.

Conclusion

Based upon the above, the transfer of Tropical Isles Wastewater Plant to Tropical Isles Utilities Corporation, an exempt entity pursuant to Section 367.022(7), Florida Statutes, is hereby approved. Certificate No. 482-S is cancelled effective July 16, 2001. Tropical Isles Utilities Corporation, or any successors in interest, shall notify this Commission of any change in circumstance or method of operation which causes it to no longer qualify for exemption pursuant to Section 367.022, Florida Statutes.

ORDER NO. PSC-02-0781-FOF-SU  
DOCKETS NOS. 970409-SU, 011634-SU  
PAGE 9

Based on the foregoing, it is

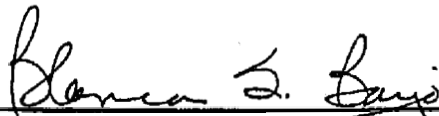
ORDERED by the Florida Public Service Commission that the Application by Florida Water Services Corporation for transfer of facilities and attendant assets of Tropical Isles Wastewater Plant to Tropical Isles Utilities Corporation, a Florida not-for-profit corporation, is hereby approved. It is further

ORDERED that Certificate No. 482-S is hereby cancelled effective July 16, 2001. It is further

ORDERED that Tropical Isles Utilities Corporation, or any successors in interest, shall notify this Commission of any change in circumstance or method of operation which causes it to no longer qualify for exemption pursuant to Section 367.022, Florida Statutes. It is further

ORDERED that Dockets Nos. 970409-SU and 011634-SU are hereby closed.

By ORDER of the Florida Public Service Commission this 10th Day of June, 2002.

  
\_\_\_\_\_  
BLANCA S. BAYÓ, Director  
Division of the Commission Clerk  
and Administrative Services

( S E A L )

JKE

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Any party adversely affected by the Commission's final action in this matter may request: 1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or 2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water and/or wastewater utility by filing a notice of appeal with the Director, Division of the Commission Clerk and Administrative Services and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Application for exemption from )  
Florida Public Service Commission )  
regulation for provision of water )  
service in Orange County by Montpelier )  
Village Club, Inc. )  
\_\_\_\_\_ )  
- )

DOCKET NO. 951154-WU  
ORDER NO. PSC-95-1436-FOF-WU  
ISSUED: November 27, 1995

The following Commissioners participated in the disposition of this matter:

- SUSAN F. CLARK, Chairman
- J. TERRY DEASON
- JOE GARCIA
- JULIA L. JOHNSON
- DIANE K. KIESLING

ORDER INDICATING EXEMPT STATUS OF MONTPELIER VILLAGE CLUB, INC.,

AND

CLOSING DOCKET

BY THE COMMISSION:

Background

Montpelier Village Club, Inc. (hereinafter Montpelier or homeowners association), is a homeowners association which oversees the operation of an irrigation system to homeowners in the community of Montpelier Village in Orange County. Potable water and wastewater service are provided by the County. The irrigation system was installed by the developer prior to construction of the homes and automatically irrigates each lot unless the line on the property is capped. Water for the irrigation system comes from a private well and is provided to members of the homeowners association for a monthly charge to operate and maintain the system.

After the developer turned over ownership of the irrigation system to the homeowners association, approximately 25 of 365 homeowners chose not to receive the service and agreed to allow the line on their property to be capped. One homeowner, however, refused both to join the homeowners association and also to allow the homeowners association access to her property to cap the line. Therefore, that homeowner is receiving irrigation service without making any payments. The homeowners association has placed a



lien on the homeowner's property against which the homeowner has brought suit in civil court.

The attorney for the homeowner filing the suit contacted Commission staff regarding the regulatory status of Montpelier Village Club, Inc. Our Staff determined that the homeowners association had neither a certificate to charge for irrigation service nor an exemption from regulation in accordance with Section 367.031, Florida Statutes. Since, we had determined in East Central Florida, Order No. PSC-92-0104-FOF-WU, that we had statutory responsibility over nonpotable water systems, forms were sent to Montpelier to either allow it to apply for a certificate or an exemption. The homeowners association chose to file for a nonprofit exemption pursuant to Section 367.022(7), Florida Statutes.

#### Exemption Application

On September 25, 1995, Montpelier filed an application with this Commission for recognition of its exempt status, pursuant to Section 367.022(7), Florida Statutes. Montpelier is a homeowners association located at 5605 Mormon Drive, Orlando, Florida 32821 (Orange County). Mr. John Davis, President of Montpelier, and primary contact person, filed the application on behalf of Montpelier. The address for Mr. Davis is 10567 Montpelier Circle, Orlando, Florida 32821.

Upon request and sufficient proof, the Commission will issue an order indicating the nonjurisdictional or exempt status of water or wastewater systems if they qualify under the appropriate provision of Chapter 367, Florida Statutes. Except as described below, the application was filed in accordance with Statute 367.022(7), Florida Statutes, and Rules 25-30.060(2) and (3)(g), Florida Administrative Code.

Mr. Davis filed a statement that Montpelier is a nonprofit corporation intending to provide service solely to members who own and control it. Montpelier's Articles of Incorporation and By-Laws were attached to the application and clearly show the requirements for membership and that the members' voting rights are one vote per unit of ownership. Control passed from the developer (International Community Corporation) to the non-developer members in 1985. A warranty deed was provided as proof of ownership of the utility facilities and the land upon which the facilities are located. In addition, pursuant to Section 837.06, Florida Statutes, and Rule 25-30.060(2)(f), Florida Administrative Code, anyone knowingly making a false statement in writing with the intent to mislead is guilty of a misdemeanor. By signing the application, Mr. Davis has acknowledged that he is aware of the penalty pursuant to Section 837.06, Florida Statutes, for knowingly making false statements in writing with the intent to mislead.

Section 367.022(7), Florida Statutes, exempts from regulation:

nonprofit corporations, associations, or cooperatives providing

service solely to members who own and control such nonprofit corporations, associations, or cooperatives.

Pursuant to its Articles of Incorporation and By-Laws, Montpelier intended to provide service solely to members who owned and controlled the homeowners association. However, Montpelier's irrigation system preceded the development of the community and irrigates the land automatically. The design of the system does not allow for individual homes to be selectively by-passed. Consequently, if a homeowner chooses not to become a member of the homeowners association, the only way Montpelier can avoid providing service is to access the homeowners' property to cap their line.

In the case at hand, one homeowner chose not to become a member of the homeowners association and also refused to allow the homeowners association to come on her property to cap the line. Therefore, Montpelier is providing service to the homeowner without compensation. To recover its costs, the homeowners association placed a lien on the homeowners property which the homeowner has challenged in court.

In a similar situation, this Commission issued a declaratory statement regarding Central Lake Utilities Corporation (Central Lake) in Docket No. 900516-WU, whereby Central Lake asked the Commission if it would still be entitled to exempt status as a nonprofit corporation if it provided wastewater treatment service for no compensation to a nonmember. The Commission answered the question in the affirmative by Order No. 23897, issued December 18, 1990. In that order, the Commission specifically said:

The Legislature did not intend to regulate the provision of all water and wastewater service. It only intended to regulate the provision of water and wastewater service sold to the public. The jurisdictional definition of the word "utility" in section 367.021(12), Florida Statutes, provides that only those who offer water and wastewater service to the public for compensation will be considered utilities subject to the provisions of the Water and Wastewater Regulatory Law.

Also, in Order No. 24044, issued on January 29, 1991, in Docket No. 900814-WU, the Commission denied an exemption to Zellwood Water Users, Inc. (Zellwood), because Zellwood was providing service to two nonmembers for compensation. In denying the exemption, the Commission stated, "this Commission has consistently required that service be provided only to members of the non-profit entity unless the service to non-members is provided without compensation, see Order No. 23897."

Based on the foregoing, Montpelier Village Club, Inc., shall be granted an exemption pursuant to Section 367.022(7), Florida Statutes, for service to its members. We further acknowledge that provision of irrigation service to a nonmember without compensation is non-jurisdictional pursuant to Section 367.021(12), Florida Statutes.

ORDER NO. PSC-95-1436-FOF-WU  
DOCKET NO. 951154-WU  
PAGE 4

However, there appears to be some question as to whether Montpelier will receive compensation from a nonmember through its pending lawsuit. Therefore, in the event of any change of circumstances or method of operation, Montpelier, or its successors in interest, shall notify the Commission within 30 days of such change so that its continued exempt status can be reevaluated.

Based on the foregoing, it is, therefore,

ORDERED by the Florida Public Service Commission that, based upon the facts as represented, Montpelier Village Club, Inc., 5605 Mormon Drive, Orlando, Florida 32821, is exempt from Commission regulation for its service to its members pursuant to the provisions of Section 367.022(7), Florida Statutes, and is not subject to this Commission's jurisdiction for its service to a nonmember without compensation pursuant to Section 367.021(12), Florida Statutes. It is further

ORDERED that should there be any change in circumstances or method of operation, the owner of Montpelier Village Club, Inc., or any successors in interest, shall inform this Commission within 30 days of such a change so that we may reevaluate its exempt or nonjurisdictional status. It is further

ORDERED that Docket No. 951154-WU is hereby closed.

ORDER NO. PSC-95-1436-FOF-WU  
DOCKET NO. 951154-WU  
PAGE 5

By ORDER of the Florida Public Service Commission, this 27th day of November, 1995.

/s/ Blanca S. Bayó

BLANCA S. BAYÓ, Director  
Division of Records and Reporting

This is a facsimile copy. A signed copy of the order may be obtained by calling 1-904-413-6770.

( S E A L )

RRJ

Dissent: Commissioner Diane K. Kiesling dissents from the Commission's decision in this docket.

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.59(4), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Any party adversely affected by the Commission's final action in this matter may request: 1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or 2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water and/or wastewater utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900 (a), Florida Rules of Appellate Procedure.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Application for exemption from )  
Florida Public Service Commission )  
regulation for provision of water )  
service in Orange County by Montpelier )  
Village Club, Inc. )  
\_\_\_\_\_ )  
 )  
 )

DOCKET NO. 951154-WU  
ORDER NO. PSC-95-1436-FOF-WU  
ISSUED: November 27, 1995

The following Commissioners participated in the disposition of this matter:

- SUSAN F. CLARK, Chairman
- J. TERRY DEASON
- JOE GARCIA
- JULIA L. JOHNSON
- DIANE K. KIESLING

ORDER INDICATING EXEMPT STATUS OF MONTPELIER VILLAGE CLUB, INC.,

AND

CLOSING DOCKET

BY THE COMMISSION:

Background

Montpelier Village Club, Inc. (hereinafter Montpelier or homeowners association), is a homeowners association which oversees the operation of an irrigation system to homeowners in the community of Montpelier Village in Orange County. Potable water and wastewater service are provided by the County. The irrigation system was installed by the developer prior to construction of the homes and automatically irrigates each lot unless the line on the property is capped. Water for the irrigation system comes from a private well and is provided to members of the homeowners association for a monthly charge to operate and maintain the system.

After the developer turned over ownership of the irrigation system to the homeowners association, approximately 25 of 365 homeowners chose not to receive the service and agreed to allow the line on their property to be capped. One homeowner, however, refused both to join the homeowners association and also to allow the homeowners association access to her property to cap the line. Therefore, that homeowner is receiving irrigation service without making any payments. The homeowners association has placed a

lien on the homeowner's property against which the homeowner has brought suit in civil court.

The attorney for the homeowner filing the suit contacted Commission staff regarding the regulatory status of Montpelier Village Club, Inc. Our Staff determined that the homeowners association had neither a certificate to charge for irrigation service nor an exemption from regulation in accordance with Section 367.031, Florida Statutes. Since, we had determined in East Central Florida, Order No. PSC-92-0104-FOF-WU, that we had statutory responsibility over nonpotable water systems, forms were sent to Montpelier to either allow it to apply for a certificate or an exemption. The homeowners association chose to file for a nonprofit exemption pursuant to Section 367.022(7), Florida Statutes.

#### Exemption Application

On September 25, 1995, Montpelier filed an application with this Commission for recognition of its exempt status, pursuant to Section 367.022(7), Florida Statutes. Montpelier is a homeowners association located at 5605 Mormon Drive, Orlando, Florida 32821 (Orange County). Mr. John Davis, President of Montpelier, and primary contact person, filed the application on behalf of Montpelier. The address for Mr. Davis is 10567 Montpelier Circle, Orlando, Florida 32821.

Upon request and sufficient proof, the Commission will issue an order indicating the nonjurisdictional or exempt status of water or wastewater systems if they qualify under the appropriate provision of Chapter 367, Florida Statutes. Except as described below, the application was filed in accordance with Statute 367.022(7), Florida Statutes, and Rules 25-30.060(2) and (3)(g), Florida Administrative Code.

Mr. Davis filed a statement that Montpelier is a nonprofit corporation intending to provide service solely to members who own and control it. Montpelier's Articles of Incorporation and By-Laws were attached to the application and clearly show the requirements for membership and that the members' voting rights are one vote per unit of ownership. Control passed from the developer (International Community Corporation) to the non-developer members in 1985. A warranty deed was provided as proof of ownership of the utility facilities and the land upon which the facilities are located. In addition, pursuant to Section 837.06, Florida Statutes, and Rule 25-30.060(2)(f), Florida Administrative Code, anyone knowingly making a false statement in writing with the intent to mislead is guilty of a misdemeanor. By signing the application, Mr. Davis has acknowledged that he is aware of the penalty pursuant to Section 837.06, Florida Statutes, for knowingly making false statements in writing with the intent to mislead.

Section 367.022(7), Florida Statutes, exempts from regulation:

nonprofit corporations, associations, or cooperatives providing

service solely to members who own and control such nonprofit corporations, associations, or cooperatives.

Pursuant to its Articles of Incorporation and By-Laws, Montpelier intended to provide service solely to members who owned and controlled the homeowners association. However, Montpelier's irrigation system preceded the development of the community and irrigates the land automatically. The design of the system does not allow for individual homes to be selectively by-passed. Consequently, if a homeowner chooses not to become a member of the homeowners association, the only way Montpelier can avoid providing service is to access the homeowners' property to cap their line.

In the case at hand, one homeowner chose not to become a member of the homeowners association and also refused to allow the homeowners association to come on her property to cap the line. Therefore, Montpelier is providing service to the homeowner without compensation. To recover its costs, the homeowners association placed a lien on the homeowners property which the homeowner has challenged in court.

In a similar situation, this Commission issued a declaratory statement regarding Central Lake Utilities Corporation (Central Lake) in Docket No. 900516-WU, whereby Central Lake asked the Commission if it would still be entitled to exempt status as a nonprofit corporation if it provided wastewater treatment service for no compensation to a nonmember. The Commission answered the question in the affirmative by Order No. 23897, issued December 18, 1990. In that order, the Commission specifically said:

The Legislature did not intend to regulate the provision of all water and wastewater service. It only intended to regulate the provision of water and wastewater service sold to the public. The jurisdictional definition of the word "utility" in section 367.021(12), Florida Statutes, provides that only those who offer water and wastewater service to the public for compensation will be considered utilities subject to the provisions of the Water and Wastewater Regulatory Law.

Also, in Order No. 24044, issued on January 29, 1991, in Docket No. 900814-WU, the Commission denied an exemption to Zellwood Water Users, Inc. (Zellwood), because Zellwood was providing service to two nonmembers for compensation. In denying the exemption, the Commission stated, "this Commission has consistently required that service be provided only to members of the non-profit entity unless the service to non-members is provided without compensation, see Order No. 23897."

Based on the foregoing, Montpelier Village Club, Inc., shall be granted an exemption pursuant to Section 367.022(7), Florida Statutes, for service to its members. We further acknowledge that provision of irrigation service to a nonmember without compensation is non-jurisdictional pursuant to Section 367.021(12), Florida Statutes.

ORDER NO. PSC-95-1436-FOF-WU

DOCKET NO. 951154-WU

PAGE 4

However, there appears to be some question as to whether Montpelier will receive compensation from a nonmember through its pending lawsuit. Therefore, in the event of any change of circumstances or method of operation, Montpelier, or its successors in interest, shall notify the Commission within 30 days of such change so that its continued exempt status can be reevaluated.

Based on the foregoing, it is, therefore,

ORDERED by the Florida Public Service Commission that, based upon the facts as represented, Montpelier Village Club, Inc., 5605 Mormon Drive, Orlando, Florida 32821, is exempt from Commission regulation for its service to its members pursuant to the provisions of Section 367.022(7), Florida Statutes, and is not subject to this Commission's jurisdiction for its service to a nonmember without compensation pursuant to Section 367.021(12), Florida Statutes. It is further

ORDERED that should there be any change in circumstances or method of operation, the owner of Montpelier Village Club, Inc., or any successors in interest, shall inform this Commission within 30 days of such a change so that we may reevaluate its exempt or nonjurisdictional status. It is further

ORDERED that Docket No. 951154-WU is hereby closed.



By ORDER of the Florida Public Service Commission, this 27th day of November, 1995.

/s/ Blanca S. Bayó

BLANCA S. BAYÓ, Director  
Division of Records and Reporting

This is a facsimile copy. A signed copy of the order may be obtained by calling 1-904-413-6770.

( S E A L )

RRJ

Dissent: Commissioner Diane K. Kiesling dissents from the Commission's decision in this docket.

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.59(4), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Any party adversely affected by the Commission's final action in this matter may request: 1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or 2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water and/or wastewater utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900 (a), Florida Rules of Appellate Procedure.

## BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition of Central Lakes Corporation for a Declaratory Statement Regarding its Exempt Status under Section 367.022(7), Florida Statutes.	)	DOCKET NO. 900516-WU
	)	ORDER NO. 23897
	)	ISSUED: 12-18-90

The following Commissioners participated in the disposition of this matter:

CHAIRMAN MICHAEL MCK. WILSON  
COMMISSIONER THOMAS M. BEARD  
COMMISSIONER BETTY EASLEY  
COMMISSIONER GERALD L. GUNTER  
COMMISSIONER FRANK S. MESSERSMITH

DECLARATORY STATEMENTBY THE COMMISSION:

By petition filed May 29, 1990, Central Lake Utilities Corporation (Central Lake) requested a declaratory statement regarding its entitlement to exempt status as a nonprofit corporation under the terms of section 367.022(7), Florida Statutes, if it provides wastewater treatment service for no compensation to an entity that is not a member of the nonprofit corporation.

CASE BACKGROUND

Central Lake Utilities Corporation (Central Lake) is a Florida nonprofit corporation that was formed to provide wastewater treatment service to its members, Lykes Development Corp. (Lykes) and Mission Inn, in Lake County, Florida. Each member holds 50 per cent of the authorized stock, and each member is entitled to elect one-half of the directors of the corporation. At present Central Lake only provides service to Mission Inn, but the by-laws provide that it may provide service to Lykes Development in the future.

Central Lake has filed this petition for declaratory statement because it wishes to provide wastewater treatment service to Silver Springs Citrus Cooperative (Silver Springs), a citrus processing plant located adjacent to Central Lake's wastewater treatment

DOCUMENT NUMBER-DATE

11111 DEC 18 1990

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ORDER NO. 23897  
DOCKET NO. 900516-WU  
PAGE 2

plant. Silver Springs has been ordered by Lake County to stop using septic tanks for collection of wastewater from its processing plant. Silver Springs is apparently unable to construct a wastewater treatment facility on its own property, and is therefore desirous of receiving service from Central Lake. Central Lake states in its petition, and again in a letter from its attorney to staff, that it wishes to provide service to Silver Springs, but it does not intend to charge Silver Springs for that service. Since Silver Springs is not a member of the nonprofit corporation, Central Lake is uncertain whether it will become subject to regulation by the Commission if it provides the service Silver Springs requests. Therefore, Central Lake has asked the Commission to declare that it may provide wastewater treatment service for no compensation to Silver Springs, and still remain exempt from Commission regulation by the terms of section 367.022(7), Florida Statutes.

#### PRELIMINARY MATTERS

Central Lake has shown a genuine question or doubt about its entitlement to an exemption from Commission regulation for its wastewater treatment system if it provides service at no compensation to an entity that is not a member of the nonprofit corporation. Central Lake has also shown a need for the Commission to issue an order resolving the issue, so that it can proceed with its plans to provide wastewater treatment service to Silver Springs. Therefore, the petition should be granted, with the understanding that a declaratory statement is a ". . . means of resolving controversy or answering questions or doubts concerning the applicability of any statutory provision, rule, or order as it does, or may, apply to petitioner in his or her circumstances only". Rule 25-22.021, Florida Administrative Code. The Commission's resolution of the question raised in the petition will apply only to Central Lake, and only under the particular set of circumstances presented here.

#### DISCUSSION

Three provisions of Chapter 367, Florida Statutes, the "Water and Wastewater System Regulatory Law", govern the jurisdictional question presented in this petition. The first provision, section 367.011 (2), states that "The Florida Public Service Commission shall have exclusive jurisdiction over each utility with respect to its authority, service, and rates". The second provision, section 367.021 (12), states that, " 'Utility' means a water or wastewater utility and, except as provided in s. 367.022, includes every person, lessee, trustee, or receiver owning, operating, managing,

ORDER NO. 23897  
DOCKET NO. 900516-WU  
PAGE 3

or controlling a system . . . who is providing, or proposes to provide, water or wastewater service to the public for compensation". The third provision, section 367.022, Florida Statutes, exempts entities that provide certain types of utility service from Commission regulation, even though they would otherwise meet the jurisdictional definition of a utility. Specifically, subsection (7) states that, "[n]onprofit corporations, associations, or cooperatives providing service solely to members who own and control such nonprofit corporations, associations, or cooperatives. . . " are not subject to regulation by the Commission as a utility.

Central Lake is clearly entitled to an exemption from Commission jurisdiction as a nonprofit corporation when it provides wastewater service to its members. Nor would Central Lake be subject to Commission jurisdiction for providing service to Silver Springs for free. The problem arises because Central Lake proposes to combine the two activities, and the question becomes whether Central Lake will become a jurisdictional utility by doing so.

Central Lake contends that it should not become a jurisdictional utility, because it will not be charging Silver Springs for the wastewater service it provides, and the provision of service without compensation is not the type of activity that the Legislature intended to subject to the Commission's regulatory authority.

[O]nly jurisdictional service outside the scope of an exemption in Section 367.022 should be deemed to disqualify the provider from such exemption. The Legislature intended that those providing service without compensation should not be subject to regulation, and intended as well that nonprofit corporations providing service to their members not be regulated. Petitioner submits that the combining of the two types of service - neither of which was intended to be regulated - should be permissible without either of such services thereby becoming subject to the Commission's jurisdiction. Petition for Declaratory Statement, p. 5.

This is a close question. One could justifiably argue that the exemption provided for a nonprofit association must be strictly construed against the one claiming the exemption, and since the exemption is offered to nonprofit corporations that provide service solely to their members, the exemption would be forfeited by a nonprofit corporation that provides service of any kind to nonmembers. (See, for example, Coe v. Broward County, 327 So.2d 69

ORDER NO. 23897  
DOCKET NO. 900516-WU  
PAGE 4

(Fla. 4th DCA 1976), and State v. Nourse, 340 So.2d 966 (Fla. 3d DCA 1976), which hold that statutory exceptions to general laws should usually be strictly construed against the one claiming the exception.) We believe, however, that the better reasoned position is the one argued by Central Lake: a wastewater utility entitled to an exemption from regulation should not lose that exemption when it provides wastewater service that would not be subject to the Commission's regulatory authority in the first place.

In construing the application of the Water and Wastewater Regulatory Law to the activity at issue here, one should give effect to every part of the statute in order to preserve the sense or purpose of the law and the general policy that dictated its enactment. Vocelle v. Knight Bros. Paper Co., 118 So. 2d 664 (Fla. 1st DCA 1960). Also, the law should be read in a manner that yields a rational, sensible result, and avoids an interpretation that produces unreasonable consequences. State v. Webb, 398 So. 2d 820 (Fla. 1981); Agrico Chemical Co. v. State Dept. of Environmental Regulation, 365 So.2d 759. The Water and Wastewater Regulatory Law should be read as a whole and the terms of the nonprofit corporation exemption should not be interpreted mechanistically to impose regulatory jurisdiction on activity that the Legislature clearly did not intend to regulate.

The Legislature did not intend to regulate the provision of all water and wastewater service. It only intended to regulate the provision of water and wastewater service sold to the public. The jurisdictional definition of the word "utility" in section 367.021(12), Florida Statutes, provides that only those who offer water and wastewater service to the public for compensation will be considered utilities subject to the provisions of the Water and Wastewater Regulatory Law. That jurisdictional requirement reflects the Legislature's primary intention to regulate, through its duly delegated administrative agency, the service, rates and charges of water and wastewater utilities, to prevent unreasonable and discriminatory charges for services that are essential to the public welfare. City of Tampa v. Tampa Waterworks Co., 34 So. 631 (Fla. 1903); Miami Bridge Co. v. Railroad Commission, 20 So. 2d 356 (Fla. 1944); Cohoe v. Crestridge Utilities Corp., 324 So.2d 155 (Fla. 2d DCA 1975).

In accordance with the Legislature's intent, the Commission has consistently granted an exemption from regulation to those entities that did not charge customers for the provision of water or water service, and to those entities that provided service only to themselves. See, for example, Order No. 19060, Docket No. 880159-WS, In Re: Petition by Adam Smith Enterprises, Inc. for a Declaratory Statement as to Jurisdictional Status, and Order No. 23239, Docket No. 900398-WU, In Re: Request for Exemption from

ORDER NO. 23897  
DOCKET NO. 900516-WU  
PAGE 5

Florida Public Service Commission Regulation for the Lykes Citrus Management Office and Shop Water System in Highlands County by Lykes Brothers, Inc. The Commission has also agreed under certain circumstances to a combination of exemptions or an application of multiple exemptions to a water or wastewater system. See, for example, Order No. 13259, Docket No. 840124-WS, In Re: Jurisdictional Status of Continental Home Parks, Inc., d/b/a/ Colony Mobile Home Park, and Order No. 19474, Docket No. 880513-SU, In Re: Request by Bonita By The Sea Hotel for exemption from FPSC regulation for a Sewer System in Lee County.

#### CONCLUSION

We find that the circumstances presented in this petition do not contradict the primary purpose and intent of the Water and Wastewater Regulatory Law, and we can identify no harm to the public interest therein. Therefore, we hold that Central Lake Utilities Corporation will remain entitled to an exemption from Commission regulation under the terms of section 367.022(7), Florida Statutes, when it provides wastewater treatment service to Silver Springs Citrus Cooperative for no compensation. Should there be a change in the facts and circumstances as presented in the petition, however, Central Lake must inform the Commission so that a determination can be made whether exempt status would still be appropriate. Central Lakes has already indicated in its letter to staff that it intends to do so. We also remind Central Lake that they have not formally requested an exemption from regulation under section 367.031, Florida Statutes. Therefore, Central Lake must submit a formal request for exemption with all necessary affidavits, information, and documentation, to demonstrate that it is entitled to exemption as a non profit corporation and that it will not receive compensation of any kind from Silver Springs for the wastewater service it receives from Central Lake.

Now, therefore, it is

ORDERED by the Florida Public Service Commission that the Petition for a Declaratory Statement filed by Central Lake Utilities Corporation is granted. It is further

ORDER NO. 23897  
DOCKET NO. 900516-WU  
PAGE 6

ORDERED that the substance of the Declaratory Statement is as set forth in the body of this order. It is further

ORDERED that this docket should be closed.

BY ORDER of the Florida Public Service Commission, this 18th day of DECEMBER, 1990.

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STEVE TRIBBLE, Director  
Division of Records and Reporting

( S E A L )

MCB

REC9516.CP

by: Kay Selman  
Chief, Bureau of Records

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.59(4), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Any party adversely affected by the Commission's final action in this matter may request: 1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of Records and Reporting within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or 2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water or sewer utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900 (a), Florida Rules of Appellate Procedure.

## BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Investigation into the Juris- ) DOCKET NO. 870596-WS  
 dictional Status of COVERED BRIDGE ) ORDER NO. 18798  
 ASSOCIATION, INC. in Highlands County. ) ISSUED: 2-3-88  
 \_\_\_\_\_ )

The following Commissioners participated in the disposition of this matter:

KATIE NICHOLS, CHAIRMAN  
 THOMAS M. BEARD  
 GERALD L. GUNTER  
 JOHN T. HERNDON  
 MICHAEL McK. WILSON

ORDER DECLINING TO FURTHER  
 REVIEW RELATED UTILITY'S CHARGES  
 ESTABLISHED BY SPECIAL AGREEMENT  
 PRECEDING COMMISSION JURISDICTION

AND

NOTICE OF PROPOSED AGENCY ACTION

ORDER FINDING DEVELOPER-CONTROLLED  
 NONPROFIT ASSOCIATION SUBJECT TO  
 COMMISSION REGULATION AND REQUIRING  
 APPLICATION FOR CERTIFICATES

BY THE COMMISSION:

NOTICE is hereby given by the Florida Public Service Commission of its intent, pursuant to Sections 367.022, 367.031, 367.041 and 367.121, Florida Statutes, to find Covered Bridge Association, Inc. (CBA) subject to the Commission's regulation and to require CBA to apply for original certificates authorizing its provision of water and sewer service in Highlands County. Those actions are preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding pursuant to Rule 25-22.029, Florida Administrative Code. By this Order, the Commission also declines, as final agency action, to further review certain charges by Leisure Lakes Utility that were established by a special agreement preceding Commission jurisdiction.

CASE BACKGROUND

By Order No. 17530, by which the Commission took certain actions regarding the application of Leisure Lakes Utility for a staff-assisted water and sewer rate case, the Commission also initiated a separately-docketed investigation of Covered Bridge Association, Inc. (CBA), a related nonprofit association, as follows.

The utility has historically charged the homeowners association, which operates the Covered Bridge clubhouse and attendant facilities, for all water pumped in excess of that directly charged to individually metered customers. That homeowners association apparently passed on such charges to the customers as part of homeowner assessments. The utility has been ordered herein to charge for water only on



the basis of metered consumption. Several customers have nonetheless expressed concern that the homeowners association, controlled by the developer, will recover compensation for water in excess of the metered rates authorized herein. Staff is directed to conduct a separately docketed investigation into the jurisdictional status of the homeowners association to determine whether any action by the Commission is appropriate regarding the association's billing practices.

PROPOSED FINDING THAT CBA IS SUBJECT TO COMMISSION REGULATION

Leisure Lakes Utility is a division of Highlands County Land and Title Company, which, since June 1, 1981, has been merged with the developer of the Covered Bridge subdivision. This Commission first obtained jurisdiction over non-exempt water and sewer utilities in Highlands County on September 7, 1982. In 1982 and continuing to the beginning of 1987, Leisure Lakes Utility provided water and sewer services to CBA and billed for such services as follows:

Water

1. Plant meter reading end of month
2. Less: Plant meter reading beginning of month
3. Equals: Total gallons consumed-current month
4. Less: Total gallons consumed by unit owners including unsold units owned by the developer
5. Equals: Total gallons (deemed) consumed by the association
6. Multiplied by: \$.50 rate per 1,000 gallons water

Sewer

CBA was assessed a flat sewer charge of \$2.00 multiplied by the number of units, including unsold units owned by the developer.

The Commission, by Order No. 17530, ordered Leisure Lakes Utility to charge for water solely on the basis of metered consumption, pursuant to the rate schedules therein approved. No protest to that proposed agency action was filed and the order, therefore, became final agency action on May 30, 1987.

Until recently, although water and sewer service was provided by Leisure Lakes to CBA for the association's common areas, only the clubhouse was metered. CBA was billed for all water provided throughout the subdivision in excess of metered consumption of individual customers of Leisure Lakes Utility.

Leisure Lakes Utility advises that, as of January 1, 1987, CBA is billed for metered water consumption in the same manner as the unit owners and at the same rates. In addition, pursuant to Order No. 17530, Leisure Lakes Utility contends that it has installed meters for all of the common areas where water is provided.

CBA currently charges each unit owner \$44.00 per month for maintenance. The developer is also charged \$44.00 per month for each unsold unit as well as \$5.00 per month for each vacant lot still owned by the developer.

The monthly maintenance fee covers lawn mowing, trash and garbage removal, a master TV antenna system, shuffleboard courts, roads, and maintenance of all common areas, including the clubhouse and swimming pool. The monthly maintenance fee includes compensation for all water and sewer service provided to those common areas, including the clubhouse, swimming pool, the area around the clubhouse, the median leading to the clubhouse, and the entrance area leading to the Covered Bridge subdivision.

Based on the foregoing, it appears that CBA, through the developer, owns, operates, manages, or controls the facilities used in providing water and sewer service to the public for compensation. CBA is, therefore, a utility, as that term is defined in Section 367.021(1), Florida Statutes.

However, CBA contends that the association qualifies for exempt status, pursuant to Section 367.022(7), Florida Statutes, which provides:

The following are not subject to regulation by the commission as a utility nor are they subject to the provisions of this chapter, except as expressly provided:

. . .

(7) Nonprofit corporations, associations, or cooperatives providing service solely to members who own and control such nonprofit corporations, associations, or cooperatives;

CBA has provided unaudited financial statements for the years ended December 31, 1982, 1983, 1984, 1985, 1986 and for the six months ended June 30, 1987. According to Alexander Jarek, Treasurer:

1. From its inception to December 31, 1983, CBA had accumulated operating losses of \$36,013.61. The developer, therefore, contributed \$24,567.74 to CBA's capital surplus.
2. The first profitable year of operation for CBA was the year ended December 31, 1984. A net profit of \$1,162.45 was earned, due to an increase in the monthly maintenance fee on November 1, 1984, from \$24.00 per month to \$40.00 per month. The monthly rate of \$24.00 had been in effect since September 1, 1980. Prior to September 1, 1980, the monthly rate was \$22.00 from August, 1979, and \$19.00 per month prior to August 1, 1979.
3. The year ended December 31, 1985 produced a net profit of \$23,256.52, which enabled CBA to purchase much-needed mowing equipment in the amount of \$15,747.61.

4. The year ended December 31, 1986 produced a net profit of \$6,046.82, which enabled CBA to purchase additional mowing equipment in the amount of \$8,400.00, as well as to make major repairs to the clubhouse roof.
5. For the six months ended June 30, 1987, CBA earned a net profit of \$5,307.32, which enabled the association to purchase additional mowing equipment and to make major repairs to the swimming pool and the master TV antenna system.

As a CBA member, the developer has paid and continues to pay a substantial portion of the monthly maintenance fees. According to Mr. Jaret, the following schedule demonstrates that assertion.

<u>Year Ended</u>	<u>Total Maintenance Fees</u>	<u>Paid by Developer</u>	<u>% of Total</u>
1982	\$ 73,501.32	\$22,032.00	30%
1983	74,788.74	21,216.00	28%
1984	80,197.00	20,458.00	26%
1985	106,680.00	15,260.00	14%
1986	106,620.00	13,620.00	13%
1987 (6 months)	<u>57,741.50</u>	<u>7,171.50</u>	<u>12%</u>
Total	\$499,528.56	\$99,757.50	20% average

We have reviewed CBA's articles of incorporation, by-laws, and a declaration of restrictions and covenants. CBA is a Florida nonprofit corporation that was incorporated on May 9, 1975. Under Article V(a) of the articles, the association is empowered to determine the time, manner and amount of homeowner assessments, "except that the amount of such assessments shall be uniform for each member assessed." Article V(b) empowers the association to maintain a general operating reserve as determined by its board of directors. CBA's articles provide that the board of directors is elected by the association's members. Membership is restricted under Article IV(b) to all persons who become (and remain) owners of dwelling units located in the Covered Bridge subdivision. Each member/unit owner is entitled to one vote. Under Article IV(c), the developer of Covered Bridge has the right to designate a majority of the board of directors of CBA until such time as the developer owns less than 5% of the total number of lots within the Covered Bridge subdivision. The by-laws of CBA essentially mirror the provisions of the articles of incorporation that are germane to our inquiry. The applicable Declaration of Restrictions and Maintenance Covenants also complements the articles and by-laws. Article XI of the declaration grants to the developer the absolute right to amend or terminate the declaration, so long as the developer owns 25% or more of the lots within Covered Bridge.

The Office of the Public Counsel and several of the individual members of the association have conveyed their

vigorous opposition to a finding of exempt status. Citing those provisions of the association's documents demonstrating that the developer controls CBA, Public Counsel contends that:

It is clear that the Board of Directors controls virtually every aspect of the corporation. Since the developer controls the Board, it is the developer, rather than the members, which controls the nonprofit corporation.

In addition, the individual members of the association submitted a written statement that:

We . . . have never voted on any matter concerning Covered Bridge Association, Inc., nor do we have any knowledge of any home owner members who have voted on any matter concerning Covered Bridge Association, Inc.

There has never been an annual meeting as described in the By-Laws of Covered Bridge Association, Inc. which include the reading of minutes, treasurer's report, etc. There has never been an election of members of the Board of Directors as specified in the By-Laws . . .

Covered Bridge Association, Inc. has been and continues to be totally controlled by the developer who also own and controls Highlands County Land and Title Company.

This statement was signed by 129 individual homeowners.

CBA responded by indicating that its board of directors is selected in accordance with Article IV(c) of the articles of incorporation, which provides that the developer has the right to designate a majority of the members of the association until such time as the developer owns less than 5% of the total number of lots within Covered Bridge as it is constituted from time to time. In addition, the developer selects one unit owner to serve on the board, from a slate presented by the unit owners. CBA contends that all board selections have been made in accordance with the foregoing provisions. CBA added that individual homeowners do not receive notices of meetings of the board of directors; only the members of the board receive such notices. The business affairs of the association are managed by the board of directors. According to CBA, upon reasonable notice by the members, the books and records of the association are available for review at the corporate office of the developer. We note that one of the individual members of the association, who serves as the president of a voluntary membership association known as Covered Bridge Home Owners Association, Inc., strongly disputes CBA's representation that such books and records are available for inspection by the membership.

It is clearly established that the developer controls CBA until such time as 95% the lots in the Covered Bridge subdivision are sold. About half of the 385 lots in the subdivision have been sold, with no lot having been sold in three years.

Based on the foregoing, we find that CBA does not qualify for exempt status pursuant to Section 367.022(7), Florida Statutes. Simply put, apart from the developer, members of CBA are members in name only. Those non-developer members do not control the association.

Thus, CBA currently provides water and sewer service without the authority of this Commission. It is, therefore, appropriate to require CBA to apply for water and sewer certificates, pursuant to Sections 367.031 and 367.041, Florida Statutes. CBA is hereby required to file completed certificate applications, in compliance with Section 367.041, Florida Statutes, and Chapter 25-30, Florida Administrative Code, within sixty (60) days of the effective date of the Commission order approving this recommendation. CBA is also cautioned, pending resolution of those applications, that inasmuch as its current rates and charges have been established without the Commission's authorization, any increases thereof without Commission approval may be grounds for show cause proceedings, seeking recovery of substantial penalties. Section 367.161, Fla. Stat.

#### GRANDFATHERED CHARGES OF LEISURE LAKES UTILITY

By Order No. 17530, we noted the existence of various special agreements in effect at the time the Commission obtained jurisdiction over privately-owned water and sewer utilities in Highlands County. These agreements provided for exceptions to the standard rates collected by Leisure Lakes Utility. Among these agreements was one involving the Covered Bridge clubhouse, which was billed for water at a rate of \$.50 per 1,000 gallons and for sewer at a \$2.00 per customer rate. In Order No. 17530, the Commission concluded that these special agreements could not be continued, and ordered all billings, included that provided to CBA, to be determined on the basis of metered consumption, pursuant to rates therein adopted and designed under the base facility charge rate structure. Thus, any concern regarding the utility's prospective recovery from the association of compensation in excess of that calculated under the newly-approved metered rates should be dispelled.

Public Counsel has nonetheless asserted that the Commission should also address Leisure Lakes Utility's charges to CBA prior to Leisure Lake Utility's implementation of metered rates for its billings to CBA, contending that such rates, which were not authorized by tariff, were unlawful and should be refunded.

We do not believe that further review of the retroactive effect of the special agreement regarding the clubhouse is appropriate.

The special contract rates and billing method were in effect at the time the Commission first obtained jurisdiction in Highlands County. Consistent with the spirit of Section 367.171, Florida Statutes, and long-standing policy, we believe that such special contract rates would have been grandfathered when Leisure Lakes Utility was first certificated by the Commission, along with all its other rates, which were, in fact, grandfathered.

It appears that Commission Staff was aware of the special contract rates during the Leisure Lakes Utility's certification. Through an oversight, Commission Staff did not address the special contract rates in its recommendation for certification. Accordingly, the Commission did not address the

special contracts at that time. Commission Staff did not incorporate the special contract rates into the tariff, nor did Commission Staff inform Leisure Lakes Utility to stop charging the special rates. As a result, the utility continued to charge what it thought were lawful rates, until new rates were established by Order No. 17530.

In September, 1984, Leisure Lakes Utility filed a request for its first staff-assisted rate case. In that proceeding, Commission Staff recommended a discontinuance of the special contract rates. However, based on a perception by the Commission that the utility had not fully cooperated with Commission Staff in that rate case, the Commission withdrew staff assistance and the docket was closed, without any action taken regarding the special contract rates.

We are assured by Commission Staff that since Leisure Lakes Utility first applied for certification, it has made full disclosure of the existence and terms and conditions of all special contract rates. The clubhouse rates, well-known to the utility's customers as members of CRA, were clearly evident to Commission Staff from a review of Leisure Lake Utility's billing records.

We further note that several individual customers' rates were also the subject of special contracts. One customer had been charged one-half of the water base charge and one-half of the standard sewer charge, based on the size of her lot. Another customer had been charged 150% of the standard sewer charge, based on the size of his lot.

Order No. 17530 acknowledged the existence of all such special contracts, including that pertaining to the clubhouse, and, without engaging in any retroactive review, acted only to supercede them on a prospective basis.

We find that under the circumstances discussed hereinabove, no further review of the special contract related to the clubhouse is warranted.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that Covered Bridge Association, Inc. is a utility subject to the jurisdiction of this Commission and is not entitled to exempt status from Commission regulation pursuant to Section 367.022(7), Florida Statutes. It is further

ORDERED that Covered Bridge Association, Inc. shall submit completed applications for original water and sewer certificates within sixty (60) days of the effective date of this order. Such applications shall be separately docketed. It is further

ORDERED that the provisions of this Order regarding exempt status and certification are issued as proposed agency action and shall become final unless an appropriate petition in the form provided by Rule 25-22.036, Florida Administrative Code, is received by the Director of Records and Reporting at his office at 101 East Gaines Street, Tallahassee, Florida 32399-0870, by the close of business on Monday, February 29, 1988. It is further

ORDERED that after Monday, February 29, 1988, this Commission will either issue a notice of further proceedings or an order acknowledging that the proposed provisions of this notice have become final. It is further

ORDERED that the Commission will not further retroactively review water and sewer rates and charges collected by Leisure Lakes Utility from Covered Bridge Association, Inc. for service provided to the Covered Bridge clubhouse. This decision is not issued as proposed action. It is further

ORDERED that in the event the proposed provisions of this Order become final, Docket No. 870596-WS shall be closed.

By Order of the Florida Public Service Commission,  
this 3rd day of FEBRUARY, 1988.

  
STEVE TRINDLE, Director  
Division of Records and Reporting

( S E A L )

WLS

Commissioner Gunter dissented from the decisions regarding exempt status and certification.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for partial transfer of facilities in Marion County from Marion Utilities, Inc. to Silver Springs Regional Water and Sewer, Inc., a non-profit corporation, and for amendment of Certificate No. 347-W.

DOCKET NO. 020650-WU  
ORDER NO. PSC-03-0337-PAA-WU  
ISSUED: March 10, 2003

The following Commissioners participated in the disposition of this matter:

LILA A. JABER, Chairman  
J. TERRY DEASON  
BRAULIO L. BAEZ  
RUDOLPH "RUDY" BRADLEY  
CHARLES M. DAVIDSON

ORDER APPROVING THE TRANSFER OF A PORTION OF MARION UTILITIES, INC.'S FACILITIES TO SILVER SPRINGS REGIONAL WATER AND SEWER, INC. AND AMENDMENT OF CERTIFICATE NO. 347-W TO REFLECT THE DELETION OF TERRITORY

AND

NOTICE OF PROPOSED AGENCY ACTION  
ORDER DECLINING TO OPEN AN INVESTIGATION TO  
EVALUATE THE GAIN ON SALE

BY THE COMMISSION:

NOTICE is hereby given by the Florida Public Service Commission that the action discussed herein declining to open an investigation to evaluate the gain on sale is preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding, pursuant to Rule 25-22.029, Florida Administrative Code.

DOCUMENT NUMBER DATE

02357 MAR 10 3

FPSC-COMMISSIONER CLERK



### Background

On July 5, 2002, Marion Utilities, Inc. (Marion or utility) filed an application for approval of the transfer of a portion of its facilities to Silver Springs Regional Water and Sewer, Inc. (Silver Springs), a non-profit corporation, and amendment of Certificate No. 347-W to reflect the deletion of territory. The transfer was effective July 31, 2002. The application for approval of the transfer was filed pursuant to Section 367.071, Florida Statutes.

Marion is a Class A utility which provides service in Marion County to approximately 4,724 water and 118 wastewater customers. The utility is located primarily in the St. Johns River Water Management District, all of which is considered a water use caution area.

This Commission assumed jurisdiction over privately-owned utilities in Marion County on May 5, 1981. The utility was granted Certificate No. 347-W by Order No. 10566, issued February 3, 1982, in Docket No. 820018-W. In the instant docket, Marion is seeking to transfer the service area known as Quadvillas Estates/Sugar Hills Quadvillas (Quadvillas), which is a residential area that has 217 customers, to Silver Springs. Silver Springs will provide both water and wastewater service to the area. Wastewater service is presently handled through the use of septic disposal systems. As a result of the contract for sale of this system, the utility has dismantled the treatment facility that provided potable water to the area and interconnected the distribution system to the Silver Springs' water system.

### Application

The application is in compliance with Section 367.071, Florida Statutes, and other pertinent statutes and provisions of the Florida Administrative Code. In particular, the application contains a filing fee in the amount of \$750, as required by Rule 25-30.020, Florida Administrative Code.

The application also contains proof of compliance with the noticing provisions set forth in Rule 25-30.030, Florida

Administrative Code. No objections to the application have been received and the time for filing such has expired.

The application also contains a copy of the contract for sale in accordance with Rule 25-30.037(2)(g), (h), (i), (l), (p), and (q), Florida Administrative Code. The contract includes information regarding financing of the purchase, value of the system being transferred, condition of the system, and ownership of the land.

Pursuant to Section 367.071, Florida Statutes, no utility shall transfer its certificate or assets without prior Commission approval. The May 31, 2002, contract for sale did not reference this requirement. Both Marion and Silver Springs have since acknowledged through an addendum to the contract that the sale is contingent upon Commission approval.

As part of the sales agreement, Marion agreed to modify the Quadvillas' distribution system to accommodate Silver Springs' system specification requirements. System improvements, including main replacement and extension, installation of fire hydrants, and replacement of meters total approximately \$63,000. In addition, the utility incurred approximately \$3,750 to remove well pumps, a hydropneumatic tank, and a generator, and to abandon wells. Marion intends to use some of the equipment removed from the Quadvillas' facility in its other systems.

The application contains information regarding the corporate nature of Silver Springs, as required by Rule 25-30.037(3), Florida Administrative Code. According to the information provided, Silver Springs was incorporated as a Florida non-profit corporation on October 2, 1989. Non-profit corporations are exempt from Commission regulation pursuant to Section 367.022(7), Florida Statutes.

Pursuant to Rule 25-30.037(2)(r), Florida Administrative Code, the utility provided information regarding payment of regulatory assessment fees (RAFs), penalties, interest, and refunds. Marion has paid RAFs through December 31, 2001, and has filed all annual reports through 2001. There are no outstanding interest, penalties, or refunds due as of December 31, 2001. Marion will pay the RAFs for the system being transferred for the

period from January 1, 2002, through July 31, 2002, with its RAFs due on March 1, 2003.

Based on the foregoing, we find that the transfer of a portion of Marion's facilities to Silver Springs is in the public interest and it is approved. Certificate No. 347-W, held by Marion, is hereby amended to reflect the deletion of the territory described on Attachment A of this Order, which by reference is incorporated herein. Marion is responsible for payment of RAFs for the system being transferred for the period from January 1, 2002, through July 31, 2002. In addition, Marion shall include the operations related to the system transferred in its 2002 annual report.

Gain on Sale

The issue of whether a gain on the sale of a utility system should be shared with the remaining customers has been addressed by this Commission in a number of dockets. In each case, we evaluated whether the remaining customers had contributed to the utility's recovery of its investment in the system being sold, and, therefore, should share in the gain on sale. See Dockets Nos. 911188-WS, 920199-WS, 950495-WS, 991890-WS, and 001826-WS.

On July 31, 2002, Marion transferred Quadvillas, with 217 customers, to Silver Springs. After the transfer, Marion has approximately 4,500 customers served by over 30 remaining systems. The utility reported the proceeds of the sale, book basis of plant, and seller's closing costs, and our staff estimated the tax relating to the sale.

Sales Proceeds	\$ 259,413
Deductions:	
Book Basis of Plant	34,785
Cost of Improvements Required by Contract	62,986
Seller's Closing Costs	<u>30,164</u>
Pre-Tax Gain	\$ 131,478
Taxes (30%)	<u>39,443*</u>
Net Gain	\$ 92,035*

\*Staff Estimate

Utility's Position

In response to our inquiry, Marion provided its comments as to why the gain on the sale of the system to Silver Springs should not be shared with its remaining customers. According to the utility, the system was purchased in 1981. Rates and rate base were last established for the utility by Order No. PSC-95-1193-FOF-WS, issued on September 22, 1995, in Docket No. 950170-WS. According to the Order, rate base for the water system was \$765,344 as of June 30, 1994. Rate base was not established for the individual systems at that time.

All of Marion's customers have uniform rates except the 137 customers of the Windgate East system. Although the utility's billing procedures accumulate separate revenue numbers for each system, expenses are recorded on a utility-wide basis. The utility provided an analysis using assumptions about the relationship between expenses, net income, and gross revenues showing that because the Quadvillas system contributed to the utility's net income, the remaining customers did not subsidize the Quadvillas system. The Quadvillas system is not contiguous to nor interconnected with any of Marion's other water and sewer systems.

The utility further supported its position by stating that it did not achieve its authorized rate of return in 2001. With the sale of the Quadvillas system, the utility will lose the revenue from those customers as well as the future income. The gain on sale will, in part, compensate the shareholders for the loss of future earnings.

The utility believes that its customers do not acquire a proprietary interest in the property, plant and equipment that are used for utility service. The ownership of the property, plant, and equipment resides with the shareholders. Likewise, any risk of loss in their investment is borne by the shareholders and not the utility customers. This risk of loss is generally rewarded with compensation for the risk. The gain on sale is this compensation. Therefore, it is the utility's position that the customers should not share in that gain. Certainly, if the sale resulted in a loss, that loss would be borne by the shareholders, not by the remaining customers.

Commission Practice regarding Gain on Sales

There are a number of cases in which we allocated all or a substantial part of the gains on sale of utility assets to ratepayers. However, all of these cases involved the sale of specific assets, not complete systems including customer bases. There are also cases wherein we addressed the gains on sale of utility facilities which included customer bases.

In Docket No. 911188-WS, we considered whether the customers of Lehigh Utilities, Inc. (Lehigh) should share in the gain on sale of the St. Augustine Shores (SAS) water and wastewater facilities to St. Johns County as a result of a condemnation. Both SAS and Lehigh had been owned by Southern States Utilities, Inc. (SSU). We decided that sharing the gain was not appropriate in Order No. PSC-93-0301-FOF-WS, issued February 25, 1993, stating:

We agree with the utility that ratepayers do not acquire a proprietary interest in utility property that is being used for utility service. We also agree that it is the shareholders who bear the risk of loss in their investments, not the Lehigh ratepayers. Further, we find that Lehigh's ratepayers did not contribute to the utility's recovery of its investment in St. Augustine Shores. Based on the foregoing, we find no adjustment for the gain on the sale of St. Augustine Shores to be appropriate.

In 1992, shortly after the Lehigh docket was filed, SSU filed an application for a rate increase for several of its systems under our jurisdiction. In Docket No. 920199-WS, the issue of the gain on sale of SAS was again considered in the context of whether the gain should be shared with the remaining shareholders of SSU. By Order No. PSC-93-0423-FOF-WS, issued March 22, 1993, in that docket, we found as follows:

We agree with Mr. Sandbulte that customers who did not reside in the SAS service area did not contribute to recovery of any return on investment in the SAS system. Further, when this system was acquired by St. Johns County, SSU's investment in the SAS system and its future contributions to profits were forever lost. Thus, the

gain on the sale serves to compensate the utility's shareholders for the loss of future earnings. Arguably, if the sale of this system had been accompanied by a loss, any suggestion that the loss be absorbed by the remaining SSU customers would be met with great opposition. However, the rationale for sharing a loss is basically the same as the rationale for sharing a gain. Since SSU's remaining customers never subsidized the investment in the SAS system, they are no more entitled to share in the gain from that sale than they would be required to absorb a loss from it.

The issue of the gain on the SAS sale was considered once again in SSU's subsequent rate case, Docket No. 950495-WS, along with several additional gains, including the sale of SSU's Venice Gardens (VGU) system to Sarasota County, also under condemnation. The Office of Public Counsel (OPC) argued that the remaining ratepayers should benefit from the gain because SSU had been found to be a single system and ratepayers had been required to pay a return on used and useful property. Further, OPC argued that the jurisdictional systems were absorbing administrative and general expenses and general plant costs that otherwise would have been paid by the VGU ratepayers. OPC also reiterated its objection to our decision in Docket No. 920199-WS regarding the SAS gain. SSU rebutted OPC's arguments, stating that the remaining customers did not contribute to SSU's recovery of its investment and did not bear the risk of loss. Further, SSU noted that the sale of VGU involved not only the sale of SSU's assets but also the loss of customers, and that the Commission's policy concerning gains and losses should be consistent with the (then) recently confirmed acquisition adjustment policy.

In Order No. PSC-96-1320-FOF-WS, issued October 30, 1996, we voted not to allocate any of the gains of the sales of SAS or VGU to the ratepayers, stating in relevant part:

We first observe that the sales of VGU and SAS were similar in many respects: they were involuntarily made by condemnation or under threat of condemnation; SSU lost the ability to serve the customers in both service areas, which were both regulated by non-FPSC counties; and the facilities served customers who were never included in a

uniform rate structure. By Order No. PSC-93-0423-FOF-WS, issued on March 22, 1993, we found that the gain on the sale of the SAS facilities should not be allocated to the ratepayers.

This part of Order No. PSC-93-0423-FOF-WS was affirmed by the First District Court of Appeal in the Citrus County decision.

Although OPC argued that the ratepayers have benefitted from the gains on the sale of property devoted to public service in previous dockets and absorbed a loss on the sale of the Skyline facility, we do not find the circumstances to be the same. Had either the SAS and VGU facilities been regulated by the FPSC at the time of the sale or previously included in a uniform rate structure, the situation would be different. However, we conclude that similar treatment should be afforded based on the previous decision in Docket No. 920199-WS. The record lacks sufficient evidence to support the contrary. Therefore, we shall not allocate either the VGU or SAS gains to the ratepayers.

Pursuant to Order No. 98-0688-FOF-WS, issued May 19, 1998, in Docket No. 971667-WS, we approved the transfer of all of Florida Water Services Corporation's (FWSC) water and wastewater facilities in Orange County to Orange County, with the exception of the Druid Hills water system. Since FWSC charged uniform rates within Orange County and there was a remaining system, we ordered that a docket be opened to evaluate any gain on sale. On June 15, 1998, Docket No. 980744-WS was established for that purpose. OPC filed a notice of intervention in this docket on June 29, 1998. The docket is set for hearing on August 7, 2003.

In Docket No. 001826-WU, we considered the gain on sale of two facilities, including customer base. In that case, Heartland Utilities, Inc. requested Commission approval for the transfer of two of its three facilities to the City of Sebring at an estimated gain of \$1,035,774. Approximately 700 customers were served by the systems sold, compared with 37 customers served by the remaining system. In Order No. PSC-01-1986-PAA-WU, issued October 8, 2001 (Consummating Order No. PSC-01-2179-CO-WU, issued November 6,

2001), we voted not to address the gain on sale at that time, because it did not appear, based on available facts, that the remaining customers had subsidized the cost of the systems transferred.

Most recently, we again addressed the investigation into ratemaking consideration of gain on sale from sales of the facilities of Utilities, Inc. of Florida (Utilities, Inc.) to the City of Maitland in Orange County and the City of Altamonte Springs in Seminole County in Order No. PSC-02-0657-PAA-WU, issued on May 14, 2002, in Docket No. 991890-WS. In that investigation, our staff found that this Commission has generally based its decisions on treatment of gains on sale of utility property on the following key factors:

1. Whether the property sold was used and useful in providing utility services;
2. Whether the property was included in uniform rates;
3. Whether a system, including customer base, was sold, as opposed to specific assets;
4. The extent to which ratepayers would have borne the risk, had the sale been at a loss; and
5. Consistency with other Commission practice, such as the calculation of rate base when a facility is purchased for more or less than its net book value.

On June 4, 2002, OPC protested our decision in Order No. PSC-02-0657-PAA-WU. In the meantime, Docket No. 020071-WS was established to process Utilities, Inc.'s application for a rate increase in Seminole, Orange, Pasco, Marion, and Pinellas Counties. OPC filed a notice of intervention in that docket. Order No. PSC-02-1467-PCO-WS, issued October 25, 2002, in Dockets Nos. 991890-WU and 020071-WS, ordered that Docket No. 991890-WU be closed and Docket No. 020071-WS remain open in order to conduct a hearing on the utility's rate case as well as the protest to the gain on sale. This docket is set for hearing on June 4, 2003.



Applicability of Commission Practice to this Case

The sale of the Quadvillas system involved the sale of facilities included in rate base, along with the customer base served by these facilities. Based on our review of prior Orders and the utility's cancelled tariff sheets, all of the utility's systems in Marion County, except for the Windgate East system, have been under a uniform rate structure since 1981. We agree with the utility that it would be very difficult to determine how much any customer or group of customers contributed to the utility's investment in, or operation of, the facility.

Further, we have consistently acknowledged that where the utility is losing the revenue stream provided by the transferred customer base, it is reasonable for the shareholders to be compensated by receiving the gain on sale of the facility. Further, we have consistently found that paying rates for utility service does not vest ratepayers with an ownership interest in the utility's assets. Accordingly, we do not find it appropriate to open an investigation to further evaluate the gain on sale aspects for the Quadvillas system at this time.

It is, therefore,

ORDERED by the Florida Public Service Commission that the transfer of a portion of Marion Utilities, Inc.'s facilities from Marion Utilities, Inc., 710 Northeast 30<sup>th</sup> Avenue, Ocala, Florida 34470, to Silver Springs Regional Water and Sewer, Inc., 5300 East Silver Springs Boulevard, Suite A, Silver Springs, Florida 34488, is hereby approved. It is further

ORDERED that Certificate No. 347-W, held by Marion Utilities, Inc., is hereby amended to reflect the deletion of the territory being transferred. A description of the territory being deleted is shown on Attachment A of this Order, which by reference is incorporated herein. It is further

ORDERED that Marion Utilities, Inc. shall pay regulatory assessment fees for the system being transferred for the period from January 1, 2002, through July 31, 2002. It is further

ORDER NO. PSC-03-0337-PAA-WU  
DOCKET NO. 020650-WU  
PAGE 11

ORDERED that Marion Utilities, Inc. shall include in its 2002 annual report the operations of the system being transferred for the period from January 1, 2002, through July 31, 2002. It is further

ORDERED that no investigation to evaluate whether Marion Utilities, Inc.'s sale of its Quad Villas Estates/Sugar Hill Quadvillas system involves a gain on sale that should be shared with the remaining customers shall be opened at this time. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective upon the issuance of a Consummating Order unless an appropriate petition, in the form provided by Rule 28-106.201, Florida Administrative Code, is received by the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings" attached hereto. It is further

ORDERED that in the event this Order becomes final, this docket shall be closed.

By ORDER of the Florida Public Service Commission this 10th day of March, 2003.

BLANCA S. BAYÓ, Director  
Division of the Commission Clerk  
and Administrative Services

By: Marcia Sharma  
Marcia Sharma, Assistant Director  
Division of the Commission Clerk  
and Administrative Services

( S E A L )

ALC/JB

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

As identified in the body of this order, our action declining to open an investigation to evaluate the gain on sale is preliminary in nature. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, in the form provided by Rule 28-106.201, Florida Administrative Code. This petition must be received by the Director, Division of the Commission Clerk and Administrative Services, at 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on March 31, 2003. If such a petition is filed, mediation may be available on a case-by-case basis. If mediation is conducted, it does not affect a substantially interested person's right to a hearing. In the absence of such a petition, this order shall become effective and final upon the issuance of a Consummating Order.

Any objection or protest filed in this docket before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

Any party adversely affected by the Commission's final action in this matter may request: (1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of the Commission Clerk and Administrative Services within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or (2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case

ORDER NO. PSC-03-0337-PAA-WU  
DOCKET NO. 020650-WU  
PAGE 13

of a water or wastewater utility by filing a notice of appeal with the Director, Division of the Commission Clerk and Administrative Services and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.

ORDER NO. PSC-03-0337-PAA-WU  
DOCKET NO. 020650-WU  
PAGE 14

ATTACHMENT A

MARION UTILITIES, INC.

Amended Water Territory Description  
Marion County

Section 1 Township 15 South, Range 22 East

QUADVILLAS ESTATES:

The East  $\frac{1}{2}$  of the Northeast  $\frac{1}{4}$  of the Northwest  $\frac{1}{4}$  of  
the Northwest  $\frac{1}{4}$ .

SUGAR HILLS QUADVILLAS:

The Northwest  $\frac{1}{4}$  of the Northwest  $\frac{1}{4}$  of Section 1,  
except the East  $\frac{1}{4}$  of the Northeast  $\frac{1}{4}$  of the Northwest  
 $\frac{1}{4}$  of the Northwest  $\frac{1}{4}$  of said Section 1.

STATE OF FLORIDA

COMMISSIONERS:  
LILA A. JABER, CHAIRMAN  
J. TERRY DEASON  
BRAULIO L. BAEZ  
MICHAEL A. PALECKI  
RUDOLPH "RUDY" BRADLEY



TIMOTHY DEVLIN, DIRECTOR  
DIVISION OF ECONOMIC REGULATION  
(850) 413-6900

Public Service Commission

September 16, 2002

Mr. Tim Thompson  
Marion Utilities, Inc.  
710 NE Ave.  
Ocala, FL 34470

Re: Docket No. 020650-WU, Application for partial transfer of facilities in Marion County from Marion Utilities, Inc.(Marion) to Silver Springs Regional Water and Sewer Inc. (Silver Springs), a non-profit corporation, and for amendment of Certificate No. 347-W.

Dear Mr. Thompson:

With respect to our phone conversation last week, I am including for clarification purposes the list of items we need to continue with our review of the above mentioned application. The items are as follows:

1. A statement regarding customer membership to Silver Springs. We need to know if Marion's former customers from Sugar Hill Quadra Villas and Quad Villa Estates will have the same voting rights as the rest of the Silver Springs' membership. In addition to your comments about customer membership to Silver Springs, please include some remarks as to how the transfer is in the public interest.
2. An updated statement of the booked assets for the Quad Villas system. This statement should note any property Marion intends to salvaged from the water treatment plant at Quad Villas.
3. A statement detailing per item the cost of improvements presently being performed by the utility at the Sugar Hill Quadra Villas and Quad Villa Estates area. Please include any further estimated costs if this project is not completed by the time you submit this information.
4. Chapter 367.071, Florida Statutes, requires that no utility shall transfer its certificate or assets without prior Commission approval. Provide a statement signed by both parties indicating that the transfer will be contingent on Commission approval.

DOCUMENT NUMBER-DATE

10003 SEP 19 2002

FPSC-0001155-011 CLERK

Mr. Thompson  
Page 2  
September 16, 2002

5. Please provide an affidavit that shows notice to each customer of the system being transferred was given in accordance with Rule 25-30.030, Florida Administrative Code.

As agreed, the requested information should be received by September 30, 2002. **Please note that the response should be addressed to the Division of Commission Clerk & Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, FL 32399-0850, with the docket number highlighted for reference by the Commission.** If there are any questions, please feel free to contact Stanley Rieger at (850) 413-6970.

Sincerely,



Patti Daniel  
Certification Supervisor

cc: • Division of Commission Clerk & Administrative Services  
Division of Economic Regulation ( Rieger, Clapp)  
General Counsel (Brubaker, Crosby)



September 25, 2002

Public Service Commission  
Mr. Timothy Devlin, Director  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0865

**Re: Transfer of facilities from Marion Utilities, Inc. to Silver Springs Regional  
Water & Sewer, Inc. Certificate No. 347-W**

Dear Mr. Devlin;

This letter is written to address "Membership" to those who obtain water and/or sewage services from Silver Springs Regional water & Sewer, Inc.. As published in the Bylaws of the Corporation, Article V,(enclosed); a member is one who is a record owner of property served by the water system, or a person having a substantial possessory interest in the property (a person who has the legal right to control and occupy under lease, the property) served by the water system. Each record owner or person who holds interest in the property served, shall have only one membership for each property served, thereby designating one vote.

The Board of Directors meet monthly, the first Wednesday of every month, and all meetings are open to the public. There is an agenda which is published before each meeting, which will designate which Members are present and the nature of their business.

If I can be of further assistance or additional information is needed, I can be reached at the below listed telephone number or address.

Sincerely,

Donna McMurdy  
Administrator

enclosure

cc: Mr. Tim Thompson, Marion Utilities, Inc.  
psc0925

5300 East Silver Springs Boulevard  
Silver Springs, Florida 34488  
Phone 352-236-3600  
Fax 352-236-3003



## ARTICLE V

### Membership

Section 1. Membership will be limited to those who obtain the organization's services, acquire a tangible interest in its assets in proportion to the business done with the organization and have a voice in its management.

Section 2. Every person (which word as used herein includes and legal entity) who is a record owner of a fee or undivided fee interest, or having a substantial possessory interest, in a property served by the water system may become a member of the Corporation upon signing such applications and agreements for the purchase of water as may be provided and required by the Corporation and upon the payment of such connection fee as may be imposed by the Board of Directors provided that only one membership at a time may be held for each property served. A single membership may be issued to all persons owning or having a substantial possessory interest in the property. Only one membership may be held with respect to property at one time. The Board of Directors shall cause to be issued appropriate certificates of membership, provided that membership shall not be denied because of the applicant's race, color, creed, or national origin. Membership may be denied if capacity of the Corporation's water system is exhausted by the need of its existing members, or, if the proposed use by the applicant is such that it would interfere with existing uses previously authorized by the Board of Directors.

A. A substantial possessor interest is one where the person or persons have a legal right to control and occupancy of a property but do not have the legal or the equitable ownership of the property. It may be under a lease or similar right to possession.

(1) Before membership is allowed to one or more persons claiming such an interest, the Corporation will endeavor to obtain the application for membership from the owner of such property.

(2) Where membership is granted to one or more persons having a substantial possessory interest, the Corporation as a condition to the membership may require such applicant to post such collateral or bond as the Directors determine necessary to fully protect the Corporation from any additional risk that may be involved to the Corporation by reason of the lack of legal ownership in the applicant.

Section 3. Each member shall have only one membership for each property served, regardless of the number of service connections he may obtain to serve his property. Each

membership certificate shall represent one vote. When more than one person holds the interest in a property served, the vote shall be exercised by the person in whose name the certificate is registered or by such person as the several persons may designate, but in no event shall more than one vote be cast with respect to any property.

Section 4. Membership shall be transferable but the transfer will be effective only when noted on the books of the Corporation. Such transfer will be made only to a person who obtains a qualifying interest in the property. A member will transfer his membership in the Corporation to his successor in interest as part of the transaction whereby he disposes of his interest in the property. The Secretary, upon request, will make note of such transfer upon the records of the Corporation but need not issue a new certificate to the successor in the interest of the former member.

Section 5. When membership in the Corporation is not transferred, it shall terminate upon the disposition or other termination of the member's interest in the property, regardless of whether or not the certificate is surrendered to the Corporation. Membership also may be terminated by action of the Board of Directors where the use of the property is changed so as to materially increase the amount of water consumed to the prejudice of other existing members or to the prejudice of the orderly operation of the system.

Section 6. Termination of membership will not result in forfeiture of the former member's rights and interest in the organization's assets and he will not be precluded from receiving his proportionate share of any subsequent distribution of such assets by the organization.

Section 7. The termination of the membership of any member shall not disqualify for membership any other person who has or obtains an interest in the property of the terminated member and who otherwise meets the requirements of these Bylaws.

Section 8. In the event a member's property interest is divested other than by voluntary means, such member's membership will pass to the trustee, receiver, executor, or the like who will be entitled either in person or through a designated representative to exercise all of the rights incident to such membership, but subject to such duties and liabilities also applicable to the membership. The trustee, receiver, executor, or the like, may terminate such membership by written notice to such effect, delivered or mailed to the Secretary of the Corporation. Upon the final disposition of such property rights, the owner thereof shall be entitled to membership in like manner as if the membership had been transferred to him by the original member as set forth in Section 4 above.

Section 9. Upon the transfer of a membership, the Corporation will not look to the successor in interest for the payment of any past due amounts. The Corporation will seek collection only from the individual who incurred such charges or assessments or from the property itself if a judgment lien had been duly perfected against such property.