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REPLY TO CENTRAL FLORIDA OFFICE

MARTIN S. FRIEDMAN, P.A.
VALERIE L. LORD

December 12, 2005

Ms. Blanca Bayo
Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399

HAND DELIVERY

RECEIVED: FPSC
DEC 12 AM 10:35
COMMISSION CLERK

Re: Docket No.: 050912-w5; Application of Plantation Bay Utility Company for Authority to Transfer Majority Organizational Control
Our File No.: 36062.08

Dear Ms. Bayo:

Enclosed you will find the original and twelve (12) copies of Plantation Bay Utility Company's Application for Authority to Transfer Majority Organizational Control and an original and twelve (12) copies of its Emergency Petition for Variance or Waiver of Rules 25-30.037 (3) (i) , (j) and (k), and 25-30.030 (4) (c), Florida Administrative Code. Also enclosed is the Plantation Bay Utility Company's check in the amount o f \$3,000.00 which we believe represents the appropriate filing fee for this matter.

Should you have any questions regarding this filing, please do not hesitate to give me a call.

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.

Initials of person who forwarded check:

Very truly yours,

VALERIE L. LORD
For the Firm

VLL/mp
Enclosures

- cc: Roseann Gervasi, Esquire, (w/enclosures) (via hand delivery)
- Mr. Bart Fletcher (w/enclosures) (via hand delivery)
- Mr. Douglas Ross, Jr. (w/enclosures)
- Ms. Jean Trinder (w/enclosures)

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application of PLANTATION BAY
UTILITY CO. for authority for transfer
of majority organizational control

Docket No. 050912-WS

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

PLANTATION BAY UTILITY CO. (the *Petitioner*), by and through its undersigned attorneys and pursuant to Section 120.542, Florida Statutes, hereby petitions the Florida Public Service Commission for a variance or waiver of certain requirements of Rules 25-30.030 and 25-30.037, Florida Administrative Code, as specifically identified below. In support of this Petition, the Petitioner asserts the following:

1. The name and address of the Petitioner is:

Plantation Bay Utility Co.
100 Plantation Bay Drive
Ormond Beach, Florida 32174

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

Martin S. Friedman, Esquire
Valerie L. Lord, Esquire
Rose, Sundstrom & Bentley, LLP
Sanlando Center
2180 W. State Road 434, Suite 2118
Longwood, FL 32779

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DOCUMENT NUMBER-DATE

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3. The transfer of majority organizational control of the Petitioner will be accomplished by a transfer of 775 shares of the stock in the Petitioner by one of its shareholders, Mr. Francois Lazare, to another shareholder, Mr. Morteza Hosseini-Kargar. Mr. Hosseini-Kargar is the President and a director of the Petitioner. The Petitioner's utility operations will not be affected by the transfer. Because the transfer will not affect utility operations, a number of provisions of the Florida Administrative Code are inapplicable.

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

This provision requires that the notice of the transfer application include "a description using township, range and section reference" of the territory being transferred. The territory which is affected by this proceeding will not be affected by the transfer. The Petitioner requests that it be allowed to send an identical one page notice to all of its customers without reference to a territory description. The proposed notice would be substantially in the form attached hereto. This waiver or variance of this Rule is justified since this is a proceeding for the approval of the transfer of the shares of stock held by one of the Petitioner's existing shareholders to another existing shareholder. The customer knows the name of the Petitioner, which is the important fact, not a lengthy legal description. The purpose of the underlying rule is to provide customers with notice of a point of entry to protest a proposed transfer. This is accomplished by the attached notice. This Commission approved a similar notice in Order No. PSC-99-2422-PAA-WS.

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

This Rule requires an applicant for approval of the transfer of majority organizational control to file evidence that it owns the land upon which the treatment plants are located. Since the proposed transfer does not affect the title to real estate, providing this documentation will serve no useful purpose. Evidence of ownership of such land has been provided in connection with various proceedings by each of the subsidiaries. This Commission reached a similar result in Order No. PSC-00-0475-FOF-WS.

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

An applicant for approval of a change in majority organizational control pursuant to this Rule must file the original and two copies of tariff sheets reflecting the change in ownership. Because this transaction involves the transfer of ownership of the shares of stock of the ultimate parent company, not of the Petitioner, which is the owner of the regulated utilities, there are no tariff changes necessary and refiling existing tariffs would serve no useful purpose.

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

This Rule requires a utility seeking approval of the change in majority organizational control to file the Certificates. Since there are no changes in the name of the Petitioner as a result of the transfer of the shares of stock in the Petitioner by one of the existing shareholders of the Petitioner to another shareholder of the Petitioner, filing the Certificates would serve no useful purpose.

WHEREFORE, PLANTATION BAY UTILITY CO., requests this Commission, on an emergency basis pursuant to Rule 28-10.004(2), Florida Administrative Code, grant a

waiver or variance of the provisions of Rules 25-30.030(4)(c), and 25-30.037(3)(I), (j) and (k), Florida Administrative Code.

Respectfully submitted on this 12th day of December, 2005, by:

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BY: 

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