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MARGARET A. MENDUNI

July 14, 2008

Ms. Ann Cole, Director
Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Betty Easley Conference Center, Room 110
Tallahassee, FL 32399-0850

HAND DELIVERY

RECEIVED-FPSC
08 JUL 14 AM 11:55
COMMISSION CLERK

Re: Docket No. 080167-WS

Dear Ms. Cole:

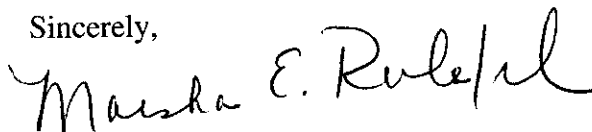
Enclosed for filing on behalf of Aqua Utilities Florida, Inc. ("AUF") are the following documents:

1. Assignment and Grant of Easements, Rights of Way and Other Property recorded September 25, 2007, in Official Records Book 07435, Pages 0141-0144, Public Records of Polk County, Florida; and
2. Special Warranty Deed recorded September 25, 2007, in Official Records Book 07435, pages 0145-1046, Public Records of Polk County, Florida.

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

Thank you for your assistance with this filing.

Sincerely,



Marsha E. Rule

MER/rl

Enclosures

cc: Ms. Stephanie Clapp

F:\USERS\ROXANNE\aquautilities\breezehill\Cole.july 14 08.wpd

DOCUMENT NUMBER-DATE

06031 JUL 14 08

FPSC-COMMISSION CLERK

INSTR # 2007199788
BK 07435 PGS 0141-0144 PG(s) 4
RECORDED 09/25/2007 07:50:25 AM
RICHARD M WEISS, CLERK OF COURT
POLK COUNTY
RECORDING FEES 35.50
RECORDED BY L Rutledge

**ASSIGNMENT AND GRANT OF EASEMENTS, RIGHTS OF
WAY AND OTHER PROPERTY**

CAL CLAIR, INC.
Grantor

TO

AQUA UTILITIES FLORIDA, INC.
Grantee

RECORD AND RETURN TO:
LAND SERVICES USA
Brenda Sears
22 North Church St., Suite 100
West Chester, PA 19380
610-429-3145

1

DOCUMENT NUMBER-DATE

06031 JUL 14 8

FPSC-COMMISSION CLERK

**ASSIGNMENT AND GRANT OF EASEMENTS, RIGHTS OF
WAY AND OTHER PROPERTY**

THIS ASSIGNMENT is made this 14th day of June, 2007, between **CAL CLAIR, INC.** ("Grantor"), a Florida corporation, and **AQUA UTILITIES FLORIDA, INC.**, a Florida corporation ("Grantee").

WHEREAS, pursuant to the Asset Purchase Agreement dated May 29, 2007, by and between the Purchaser and the Seller (the "**Agreement**"), and a Bill of Sale and Assignment dated contemporaneously herewith, the Grantor has, granted, sold, conveyed, assigned, transferred, set over and vested in Grantee, its successors and assigns, all of Grantor's right, title and interest in the "Water System Assets" and the "Sewer System Assets", as both are defined in the Agreement, including but not limited to all of the assets, properties and rights of which are held, used or useful in collecting, distributing, pumping or treating water and/or wastewater or in providing water and/or wastewater service for the public.

WITNESSETH, that Grantor for and in consideration of the sum of One Dollar (\$1.00) lawful money of the United States of America, and other valuable consideration, unto it well and truly paid by Grantee at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, has assigned, granted, bargained, sold, aliened, enfeoffed, released and confirmed, and by these presents does assign, grant, bargain, sell, alien, enfeoff, release and confirm unto Grantee, its successors and assigns:

Grantor's right, title and interest in and to any and all: (a) those certain rights of way, easements, licenses, leases and other rights of way and interests owned by Grantor which are rights in real property related to the provisions of water withdrawal, wastewater treatment, collection, treatment and service (collectively, "Easements"), (b) any and all water and wastewater pipes, mains and facilities located within any of the Easements that are related to or used in the provision of water service to the public, (c) those water and wastewater mains and facilities that may be located in private property without written instruments where rights may have arisen from the passage of time, the operation of law or otherwise but which have not been judicially determined to exist, and, (d) all rights to easements that may be shown on subdivision or development plans to the extent necessary to permit Grantee the full use and enjoyment of the Water System Assets and the Sewer System Assets [(a) – (c) being herein referred to as the "**Premises**"] together with Grantor's rights, liberties, privileges, hereditaments and appurtenances whatsoever thereunto belonging, or in and otherwise appertaining, and the reversions, remainders, rents, issues and profits thereof, and all the estate, right, title, interest, property, claim and demand whatsoever in and to the same and every part of said Premises;

TOGETHER WITH all of Grantor's occupancy rights and privileges to use, maintain, replace and repair all water and wastewater pipes and mains and appurtenant facilities located in the public rights-of-way of State highways and County and/or Township roads.

TOGETHER WITH the rights of ingress, egress and regress to and from said Easements, water mains and appurtenances, at any and all times for the purpose of operating the Assets and laying, relaying,

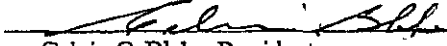
installing, operating, inspecting, maintaining, repairing, altering, removing, renewing and replacing the Assets and their appurtenances, together with the right to move in and use such equipment and material as may be required to accomplish the foregoing, subject to the obligation of Grantee, after laying said water mains and appurtenant facilities and after any subsequent maintenance, repair, alteration, removal or replacement of the Assets by it or them to restore the surface of the ground disturbed as nearly as practicable to its contour and condition prior to such disturbance thereof;


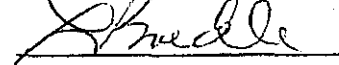
TO HAVE AND TO HOLD the Easements and Premises hereby granted, or mentioned and intended so to be, with the appurtenances, unto the Grantee, its successors and assigns, to and for the only proper use and behoof of the Grantee, its successors and assigns, forever.

This Assignment and Grant shall inure to the benefit of and shall be binding upon Grantor, its successors and assigns, and Grantee, its successors or assigns.

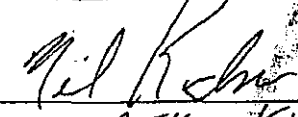
IN WITNESS WHEREOF the Grantor has caused this Assignment and Grant to be duly executed the day and year first above written.

CAL CLAIR, INC.

By: 
Calvin C. Blake, President

The foregoing document was acknowledged before me by CALVIN C. BLAKE, as President of CAL CLAIR, INC., a Florida corporation, who is personally known to me, or who produced _____, as identification, this _____ day of June, 2007.


NEIL KISBEE
Print/Type Name of Notary Public
Commission No. _____
My Commission Expires: ON RETIREMENT
OR DEATH

NEIL M. KISBEE
146 Simcoe Street North
Oshawa, Ontario L1G 4S7
Lawyer



APPLICATION FOR
TRANSFER OF A WASTEWATER FACILITY OR ACTIVITY PERMIT

Facility ID: _____ Date: _____

Facility Name: _____

Facility Address: _____

Permit No.: _____ Date Issued: _____ Date Expired: _____

NOTIFICATION OF SALE OR LEGAL TRANSFER

Permittee Name: _____

Title: _____

Mailing Address: _____

I hereby notify the Department of the sale or legal transfer of this wastewater facility or activity under Rule 62-620.340(2), F.A.C. Further, I agree to assign my rights as permittee to the proposed permittee in the event the Department agrees to the transfer of permit.

Date of proposed transfer: _____

Date Signed: June 14/2007 _____
Signature of Existing Permittee

REQUEST FOR TRANSFER OF PERMIT

Applicant Name: Aqua Utilities Florida, Inc.

Title: ATTN: John M. Lihvarcik, COO

Mailing Address: P.O. Box 490310, Leesburg, FL 34749

I hereby certify that I have examined the application and the documents submitted by the existing permittee which are the basis of this permit that was issued by the Department. I state that they accurately and completely describe the permitted facility or activity. Further, I state that I am familiar with the permit and I agree to comply with its terms and conditions. I agree to assume the rights and liabilities contained in the permit and the statutes and rules under which it was issued. I also agree to promptly notify the Department of any future change in ownership of or responsibility for this facility or activity.

Date Signed: 06/14/07 _____
Signature of Applicant

INSTR # 2007199789
BK 07435 PGS 0145-0146 PG(s)2
RECORDED 09/25/2007 07:50:25 AM
RICHARD M WEISS, CLERK OF COURT
POLK COUNTY
DEED DOC 665.00
RECORDING FEES 18.50
RECORDED BY L Rutledge

This instrument was prepared by:

Mr. Robert J. Stambaugh
SHARIT, BUNN & CHILTON, P. A.
Attorneys at Law
Post Office Box 9498
Winter Haven, FL 33883-9498

RECORD AND RETURN TO:
LAND SERVICES USA
Brenda Sears
22 North Church St., Suite 100
West Chester, PA 19380
610-470-3145

SPECIAL WARRANTY DEED

MADE this 19th day of June, 2007, by and between CAL CLAIR, INC., a Florida corporation, Grantor, and AQUA UTILITIES FLORIDA, INC., a Florida corporation, whose mailing address is 1100 Thomas Avenue, Leesburg, FL 34748, Grantee.

WITNESSETH, that the said Grantor, for and in consideration of the sum of TEN DOLLARS AND 0. V. C., in hand paid by the said Grantee, the receipt whereof is hereby acknowledged, has granted to the said Grantee, its successors and assigns forever, the following described land, situate, lying and being in the County of Polk, State of Florida, to-wit:

All that part of Tract A of WALK IN THE WATER VILLAGE UNIT ONE according to the plat thereof recorded in Plat Book 64, Page 39 of the Public Records of Polk County, Florida, LESS AND EXCEPT that part lying East of a line lying 154.00 feet East of and parallel with the East boundary of Lot 27 of WALK IN THE WATER VILLAGE UNIT ONE.

AND

Commence at the Northwest corner of Section 32, Township 30 South, Range 29 East, Polk County, Florida, thence run on an assumed bearing of North 89° 22' 30" East 625.92 feet along the North line of said section; thence South 00° 16' 17" East 50.31 feet to the Point of Beginning; thence South 00° 16' 17" East 207.82 feet; thence South 56° 13' 58" West 244.67 feet to a point on the Northeasterly right-of-way line of Walk-in-Water Road, thence North 43° 50' 22" West 164.36 feet along said right-of-way; thence North 51° 24' 05" East 23.88 feet; thence North 00° 45' 25" West 208.02 feet; thence North 89° 33' 02" East 300.34 feet, returning to the Point of Beginning.

TOGETHER WITH an easement for utilities over and across the following described property:

Commence at the Northwest corner of Section 32, Township 30 South, Range 29 East, Polk County, Florida; thence run along the North line of said Section 32, on an assumed bearing of North 89° 22' 30" East 625.92 feet; thence South 00° 16' 17" East 258.13 feet, thence South 56° 13' 58" West, 244.67 feet to the Northeasterly right-of-way line of Walk-in-Water Road for the Point of Beginning; thence South 43° 50' 22" East, 1035.49 feet along said right-of-way line to the

Southwesterly corner of Lot 1 at Walk-in-Water Village, Unit Three, as recorded in Plat Book 73, page 14, of the public records of Polk County, Florida, thence North 46° 09' 38" East 25.00 feet along the Northwesterly boundary line of said Lot 1; thence North 43° 50' 22" West, 1031.05 feet; thence South 56° 13' 58" West 25.39 feet returning to the Point of Beginning.

PARCEL ID NO. 303229-000000-033030.

Subject to taxes for the year 2007 and subsequent years; covenants, conditions, restrictions, easements, reservations, leases, contracts, agreements, resolutions, ordinances, and limitations of record, if any.

TOGETHER WITH all the tenements, hereditaments and appurtenances, with every privilege, right, title, interest and estate, reversion, remainder and easement thereto belonging or in anywise thereto appertaining.

TO HAVE AND TO HOLD the same in fee simple forever.

And the said Grantor, for itself and for its successors and assigns, does hereby fully warrant the title to said land, and will defend the same against the lawful claims of all persons whomsoever claiming or to claim the same by, through, and under the Grantor.

IN WITNESS WHEREOF, the said Grantor has hereunto set its hand and corporate seal, by its duly authorized officer, the day and year first above written.

Signed, Sealed and Delivered in the Presence of:

Nicky Williams
Nicky Williams
Print/Type Name of Witness

Linda Bueckle
Linda Bueckle
Print/Type Name of Witness

CAL CLAIR, INC., a Florida corporation

BY: Calvin C. Blake
Calvin C. Blake, President
Post Office Box 1408
Lake Wales, FL 33859-1408

COUNTRY OF CANADA
PROVINCE OF ONTARIO

The foregoing document was acknowledged before me by CALVIN C. BLAKE, as President of CAL CLAIR, INC., a Florida corporation, who is personally known to me, or who produced _____, as identification, this 14 day of June, 2007.

NEIL KISBEE
Neil Kisbee
Print/Type Name of Notary Public
Commission No. _____

My Commission Expires: ON RETIREMENT
OR DEATH

2

NEIL M. KISBEE
146 Simcoe Street North
Oshawa, Ontario L1G 4S7
Lawyer

DOCUMENT NUMBER - DATE

06031 JUL 14 8

FPSC - COMMISSION CLERK