

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for increase in water and)
wastewater rates in Alachua, Brevard,)
DeSoto, Highlands, Lake, Lee, Marion,)
Orange, Palm Beach, Pasco, Polk, Putnam,)
Seminole, Sumter, Volusia, and Washington)
Counties by Aqua Utilities Florida, Inc.)

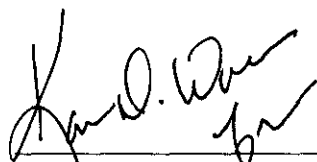
DOCKET NO. 080121-WS

FILED: November 26, 2008

**AQUA UTILITIES FLORIDA, INC.'S NOTICE OF WITHDRAWAL OF
REQUEST FOR CONFIDENTIAL CLASSIFICATION OF EXHIBIT SS-14**

Aqua Utilities Florida, Inc. ("AUF") hereby gives notice of its withdrawal of its request for confidential classification of Exhibit SS-14 to the Rebuttal Testimony of Stan Szczygiel. An unredacted copy of Exhibit SS-14 is attached to this notice. By withdrawing its request for confidential classification of Exhibit SS-14, AUF in no way is waiving any of its rights to request confidential classification of any other related documents or to seek a protective order relating to any other confidential information.

Respectfully submitted this 26th day of November, 2008 by:



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-and-

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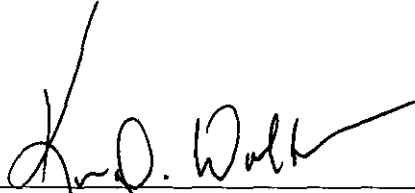
CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was furnished by hand delivery on
November 26, 2008 to the following:

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CONFIDENTIAL



TOWERS
PERRIN

Aqua America

Executive Compensation Analysis

February 2007

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III. Results

Summary of Overall Results

- The table below summarizes the overall results of our competitive compensation analysis; details are provided on the following pages.

Aqua America Variance from the Competitive 50th Percentile			
Market Reference	Base Salary	Total Cash Compensation	Total Direct Compensation
Utility Industry	-13%	-14%	-5%
General Industry	-23%	-29%	-32%

- In general, Aqua America's base salaries, target total cash compensation, and total direct compensation levels are within the competitive range (+/- 15 percent) versus the utility industry 50th percentile data (although below full median rates) and below the competitive range versus the general industry 50th percentile.

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Aqua America

Executive Compensation Analysis

February 2008

III. Results

Summary of Overall Results

- The table below summarizes the overall results of our competitive compensation analysis; details are provided on the following pages.

Aqua America Variance from the Competitive 50th Percentile			
Market Reference	Base Salary	Total Cash Compensation	Total Direct Compensation
Utility Industry (Actual Revenues)	10%	13%	8%
Utility Industry (Adjusted Revenues)	28%	24%	17%
Blended (1)	18%	12%	6%
General Industry	11%	27%	28%

Notes:

(1) Blended reflects the utility industry (actual revenues) 50th%ile base salary, utility industry (actual revenues) 50th%ile annual incentive, and average of the utility industry (actual revenues) and general industry 50th%ile LTI.

- In general, Aqua America's base salaries, total cash compensation, and total direct compensation levels are within the competitive range (+/- 15 percent) versus the utility industry 50th percentile data based on reported revenues and on a blended basis.
 - Relative to the utility industry data based on adjusted revenue figures, Aqua America is below the 50th percentile competitive range.
 - Aqua America is also below the general industry 50th percentile data.