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Utilities, Inc.
Affiliate

Dkt# 110153-SU, ACN 11-192-4-2
TYE 12/31/2010

REDACTED

Title Audited Financial Statements

Utilities, Inc. and Subsidiaries

Consolidated Financial Statements
December 31, 2010, 2009 and 2008

CONFIDENTIAL

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Utilities, Inc. and Subsidiaries
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Report of Independent Auditors

To the Board of Directors and Shareholders of Utilities, Inc.:

In our opinion, the accompanying consolidated balance sheets and the related consolidated statements of operations, changes in shareholders' equity, and cash flows present fairly, in all material respects, the financial position of Utilities, Inc. and its subsidiaries (the Company) at December 31, 2010 and 2009 and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2010 in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP

March 6, 2011

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Utilities, Inc. and Subsidiaries
Consolidated Statements of Operations
(In thousands)

	(a)	(b)	(c)
	Year Ended December 31,		
	2010	2009	2008
Operating revenues:			
Water	\$	\$	\$
Wastewater			
Other			
Non-regulated services			
Total			
Operating expenses:			
Operations and maintenance			
Depreciation and amortization			
Taxes other than income			
Provision for (benefit from) income taxes			
Total			
Operating income			
Non-operating expense (income):			
Interest expense, net			
Allowance for funds used during construction			
Total			
Gain on disposal of utility systems			
Income taxes related to disposal of utility systems			
Net gain on sale of utility systems			
Net income (loss)	\$	\$	\$

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The accompanying notes are an integral part of these financial statements.

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Utilities, Inc. and Subsidiaries
Consolidated Balance Sheets
(In thousands)

	December 31,	
	(a) 2010	(b) 2009
Property, plant and equipment:		
Property, plant and equipment, at cost	\$	\$
<u>Less accumulated depreciation</u>		
Property, plant and equipment, net		
Current assets:		
Cash and cash equivalents		
Restricted cash		
Accounts receivable, net		
Prepayments and other assets		
Total		
Regulatory and other assets:		
Regulatory assets		
Deferred charges		
Goodwill		
Total		
Total assets	\$	\$
Equity:		
Common shares, \$.10 par value, 1,000,000 shares authorized and issued	\$	\$
Paid-in capital		
Retained earnings		
Total		
Long-term debt		
Commitments and contingencies (See Note 13)		
Current liabilities:		
Short-term debt		
Accounts payable		
Customer deposits		
Accrued taxes		
Accrued interest		
Other		
Total		
Deferred credits and other liabilities:		
Deferred income taxes		
Deferred investment tax credits		
Other		
Total		
Contributions in aid of construction		
Advances in aid of construction		
Total capitalization and liabilities	\$	\$

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The accompanying notes are an integral part of these financial statements.

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Utilities, Inc. and Subsidiaries
Consolidated Statements of Changes in Shareholders' Equity
(Dollars in thousands)

	(a)	(b)	(c)	(d)	(e)
	Common Shares		Paid-in Capital	Retained Earnings	Total
	Shares	Amount			
Balance at December 31, 2007			\$	\$	\$
Net loss					
Balance at December 31, 2008					
Net income					
Contribution from parent					
Balance at December 31, 2009					
Net income					
Balance at December 31, 2010			\$	\$	\$

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The accompanying notes are an integral part of these financial statements.

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Utilities, Inc. and Subsidiaries
 Consolidated Statements of Cash Flows
 (In thousands)

	(a)	(b)	(c)
	Year Ended December 31,		
	2010	2009	2008
Cash flows from operating activities:			
Net income (loss)	\$	\$	\$
Adjustments to reconcile net income (loss) to net cash provided by operating activities:			
Depreciation and amortization			
Deferred income taxes and investment tax credits, net			
Amortization of deferred charges and regulatory assets			
Amortization of debt and acquisition charges			
Allowance for funds used during construction-equity			
Gain on disposition of assets			
Other, net			
Changes in assets and liabilities:			
Accounts receivable			
Prepayments			
Deferred charges being amortized			
Regulatory assets			
Accounts payable and accrued liabilities			
Accrued taxes and interest			
Other assets and liabilities, net			
Net cash provided by operating activities			
Cash flows from investing activities:			
Capital expenditures			
Acquisition expenditures			
Change in restricted cash			
Proceeds from disposition of utility systems			
Net cash provided by (used in) investing activities			
Cash flows from financing activities:			
Contributions in aid of construction, net			
Payable to developer			
Capital contribution from parent			
Debt and equity issuances			
Increase (decrease) in short term borrowing			
Net cash provided by (used in) financing activities			
Net increase (decrease) in cash and cash equivalents			
Cash and cash equivalents at beginning of period			
Cash and cash equivalents at end of period	\$	\$	\$
Supplemental cash flow information:			
Interest paid (net of amounts capitalized)	\$	\$	\$
Income taxes paid	\$	\$	\$
Non-cash property, plant and equipment contributions	\$	\$	\$

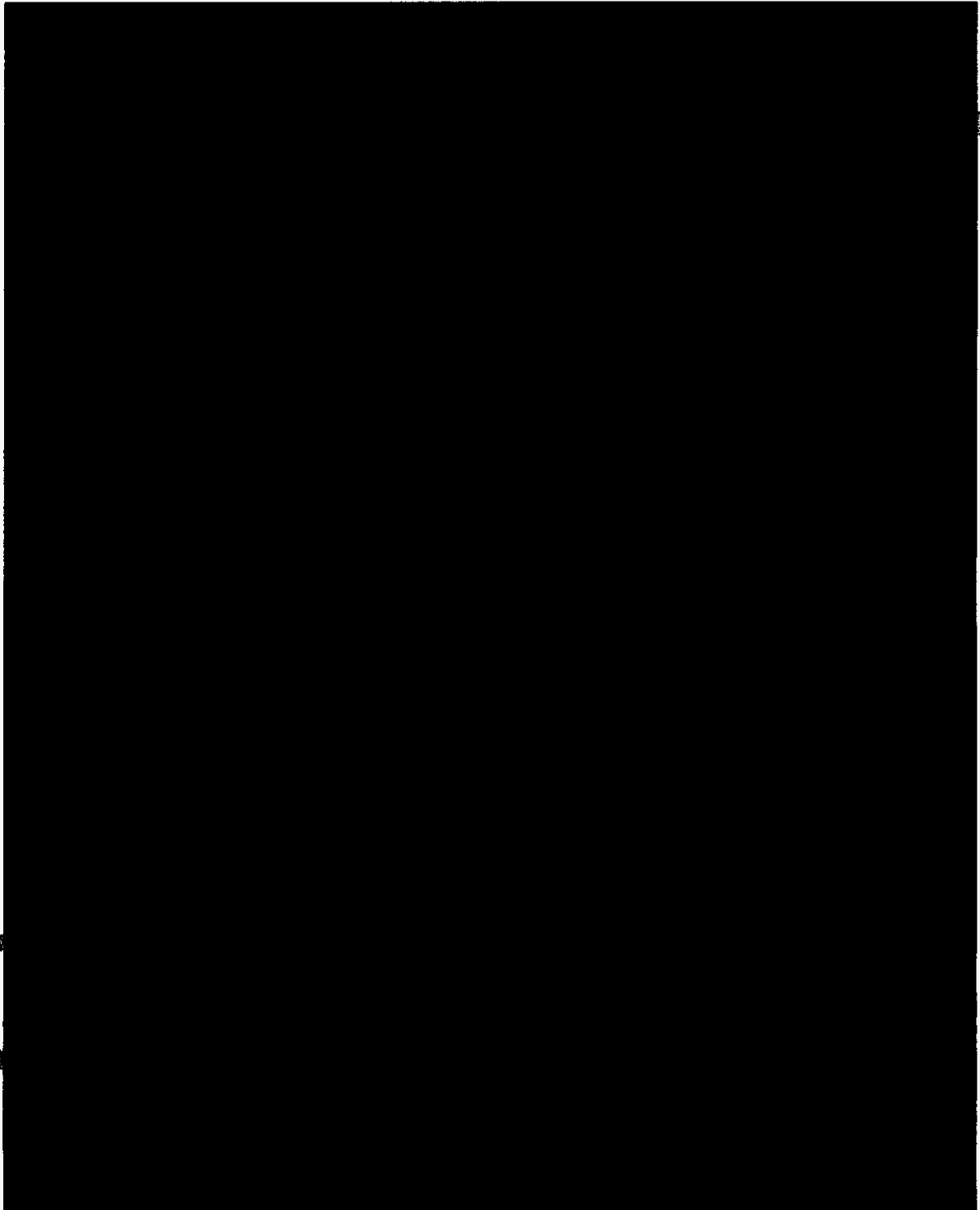
The accompanying notes are an integral part of these financial statements.

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Utilities, Inc. and Subsidiaries

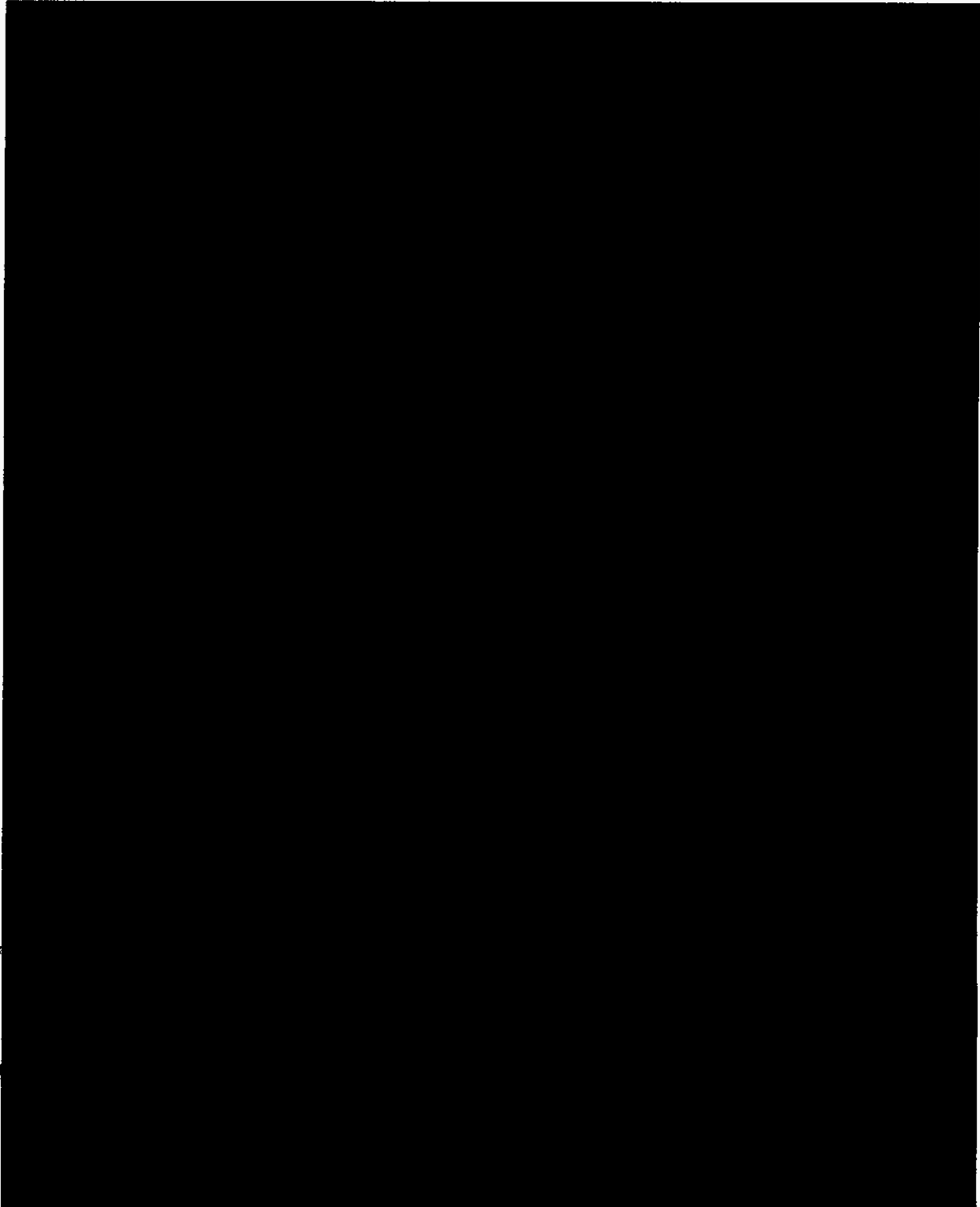
Notes to Consolidated Financial Statements

(In thousands of dollars)



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Utilities, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(In thousands of dollars)

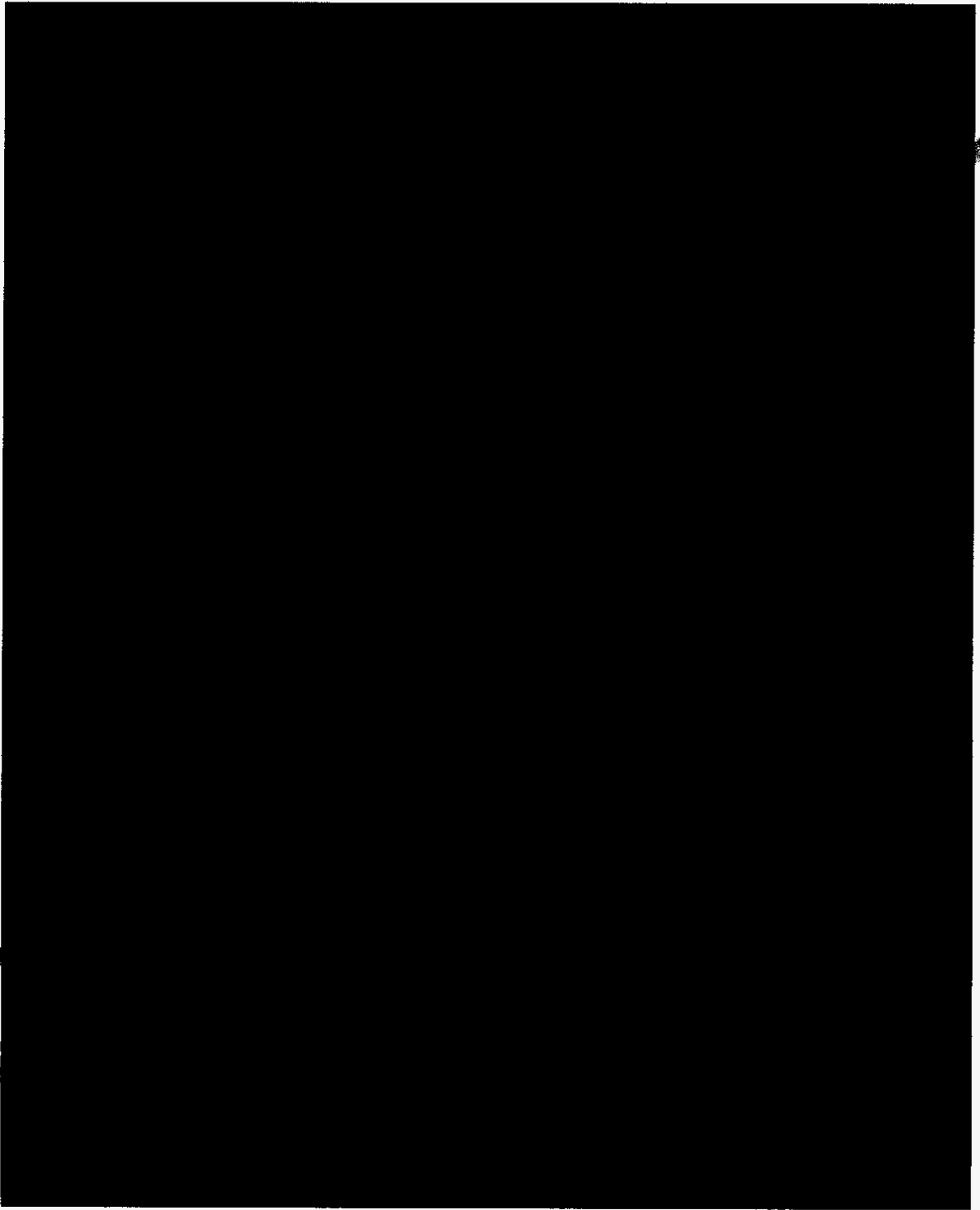


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Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

(In thousands of dollars)



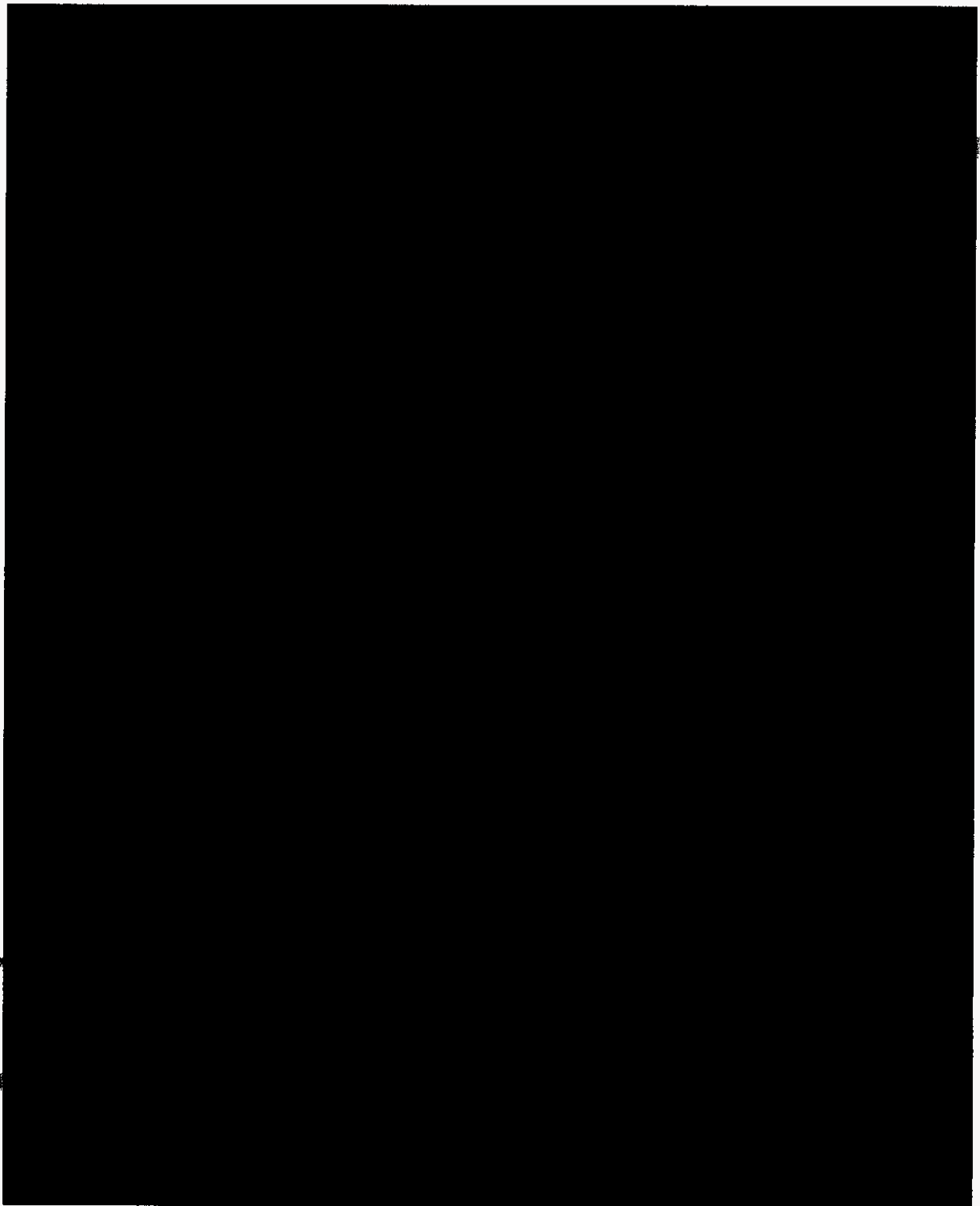
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Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

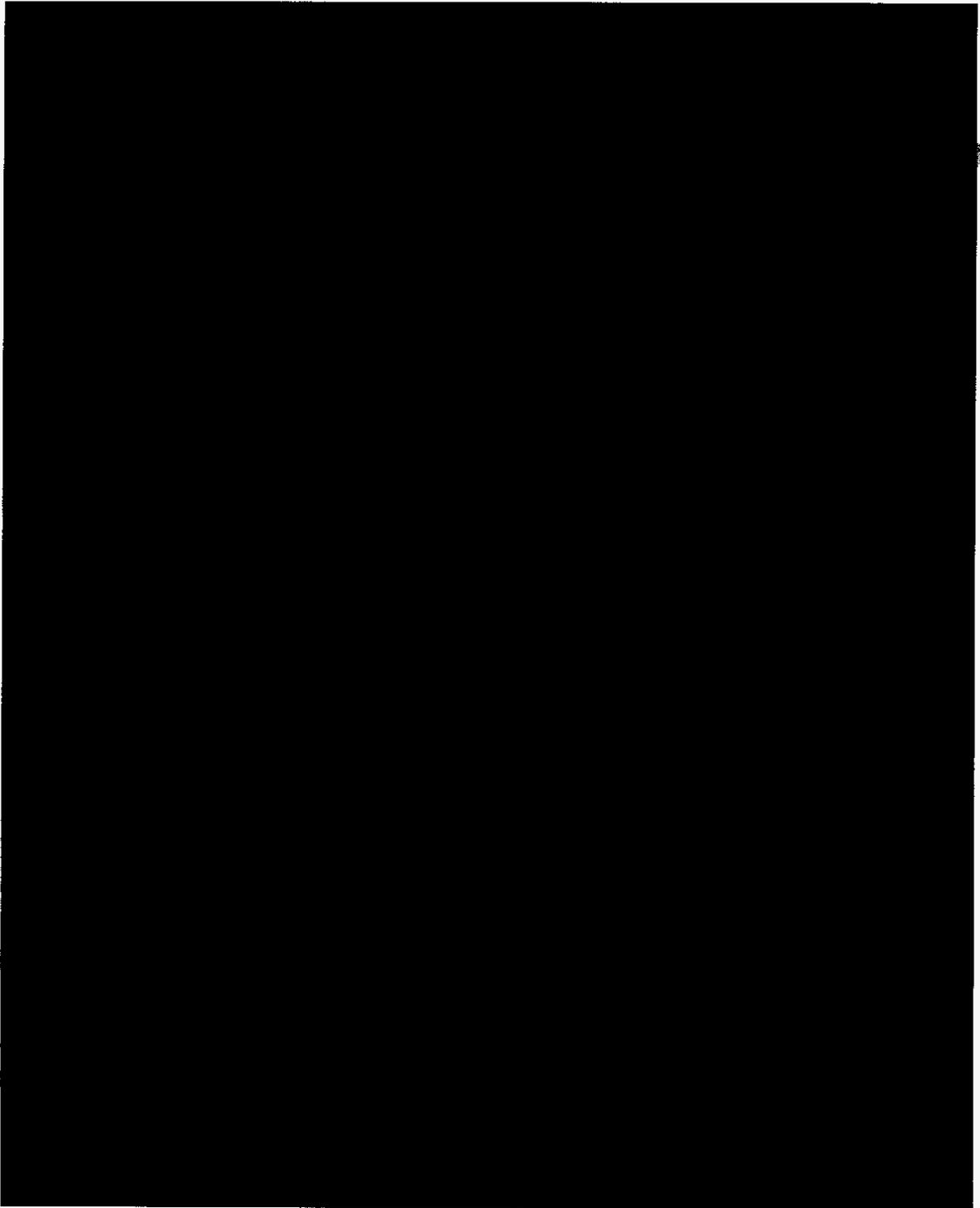
(In thousands of dollars)



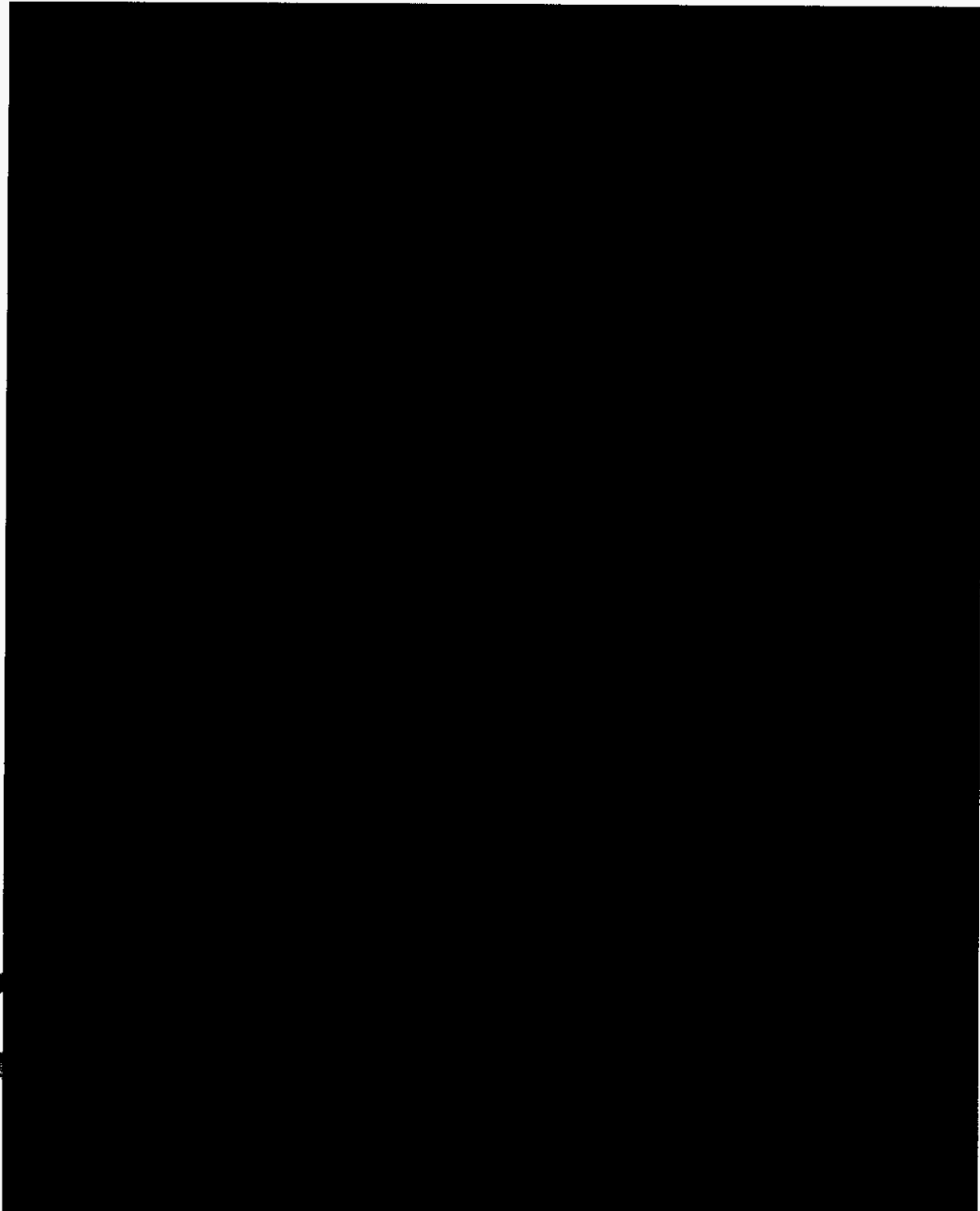
Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

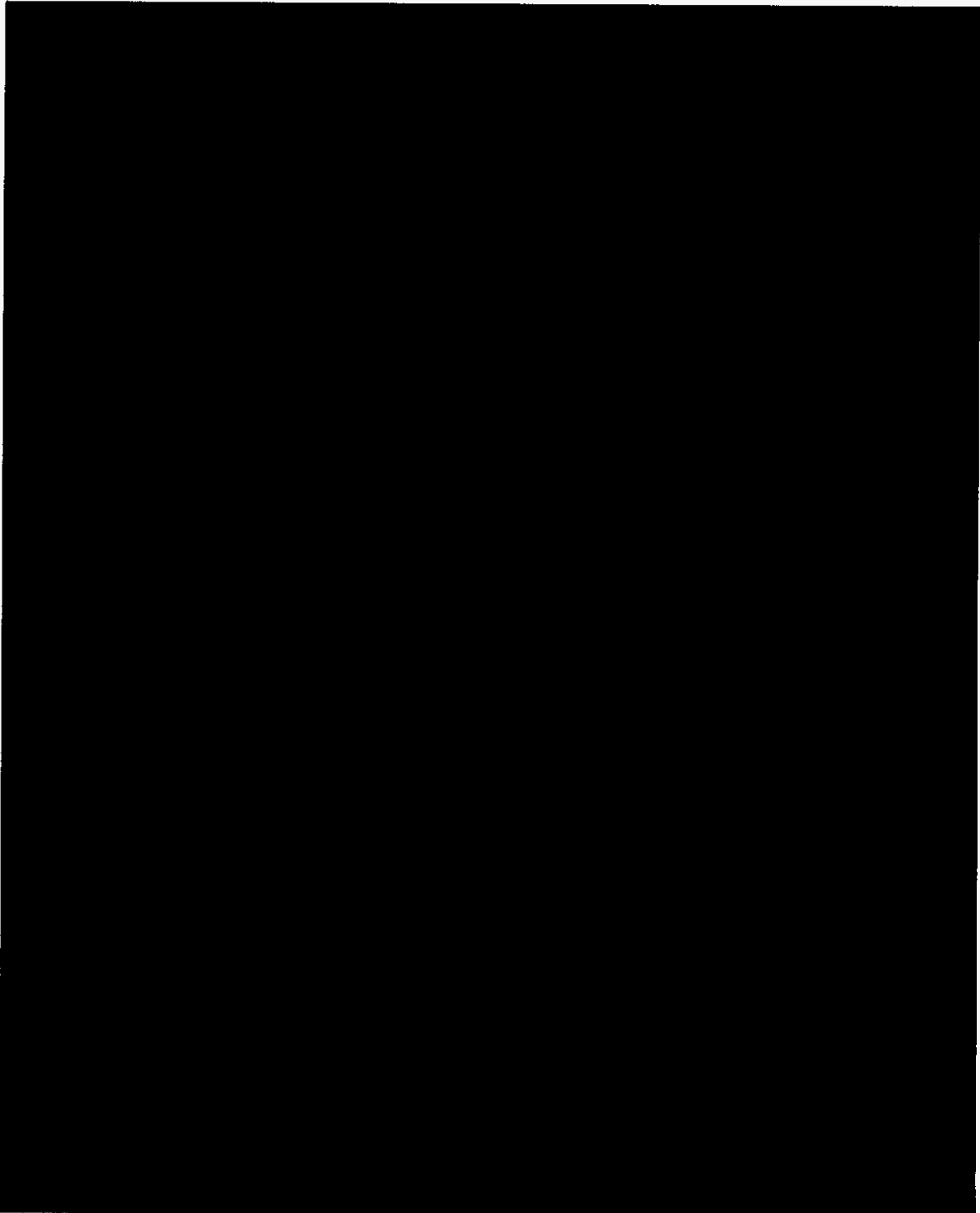
(In thousands of dollars)



Utilities, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(In thousands of dollars)



Utilities, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(In thousands of dollars)



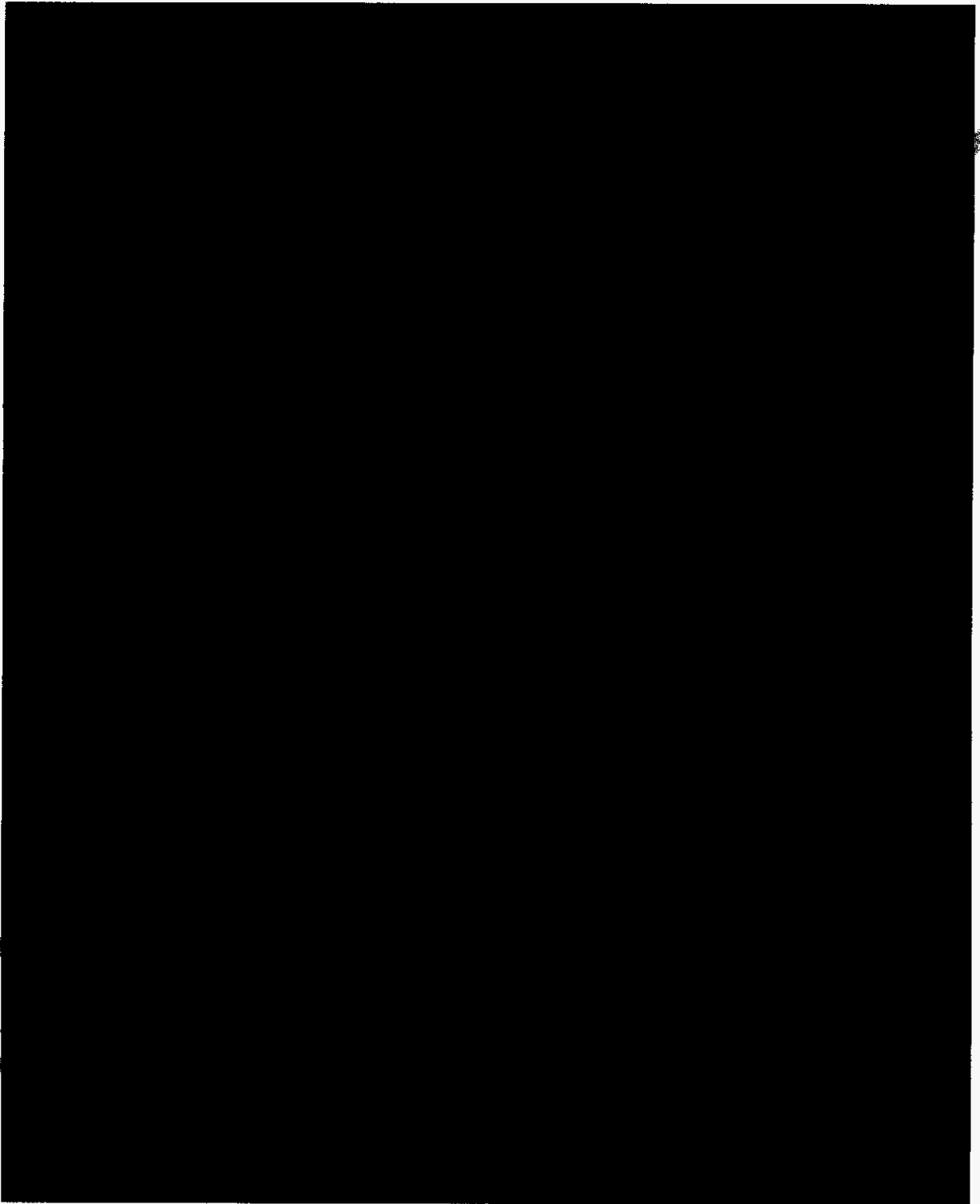
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Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

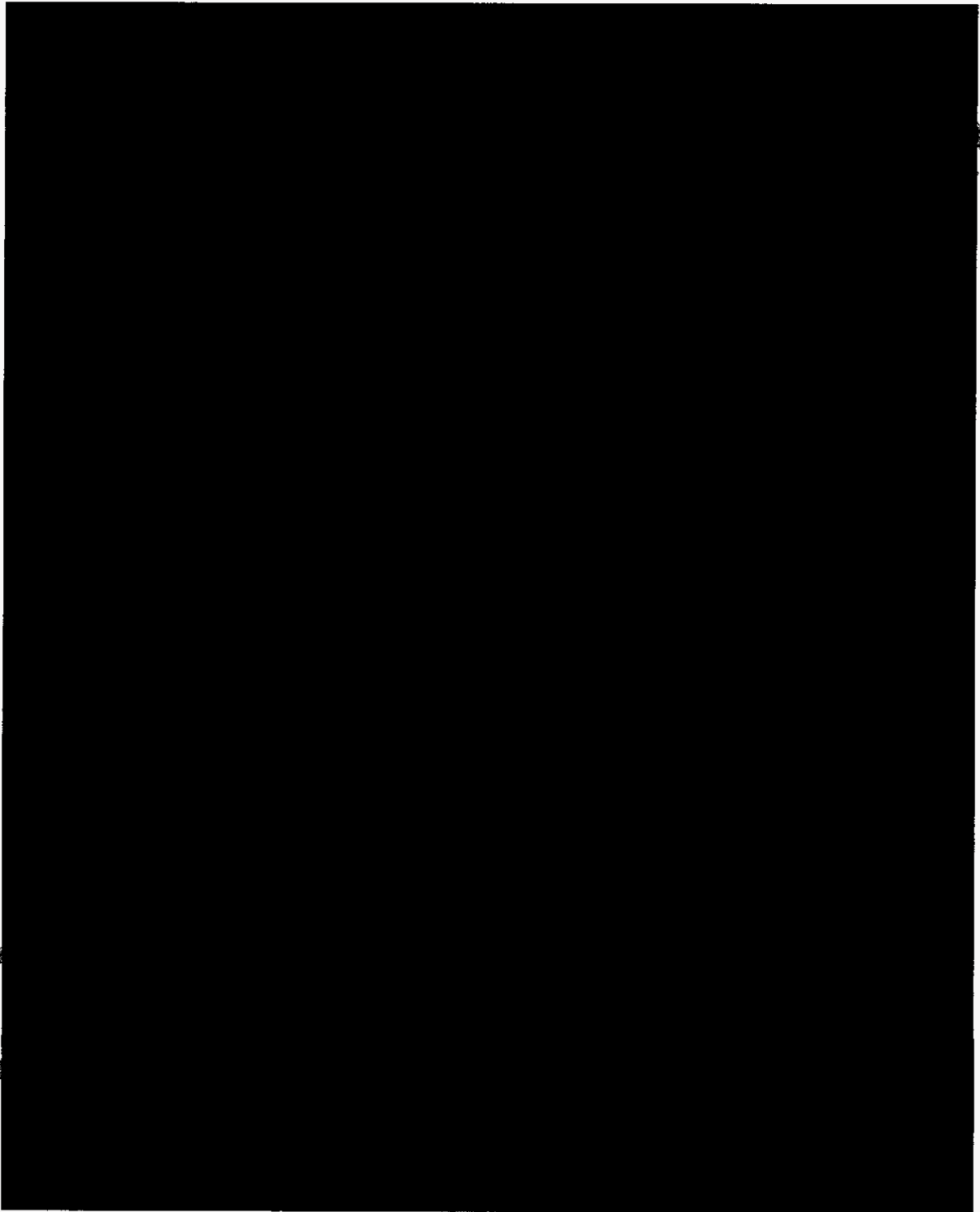
(In thousands of dollars)



Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

(In thousands of dollars)

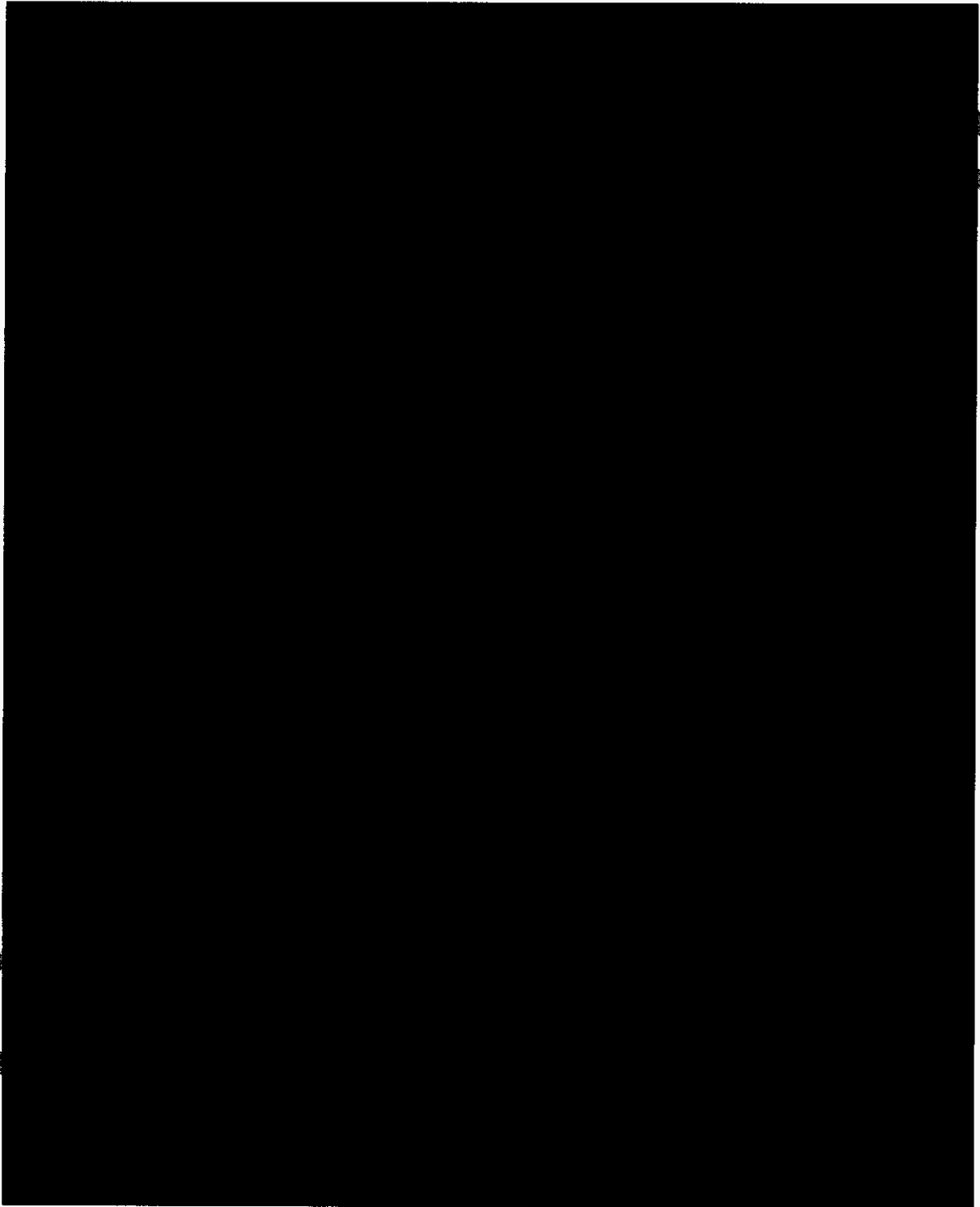


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Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

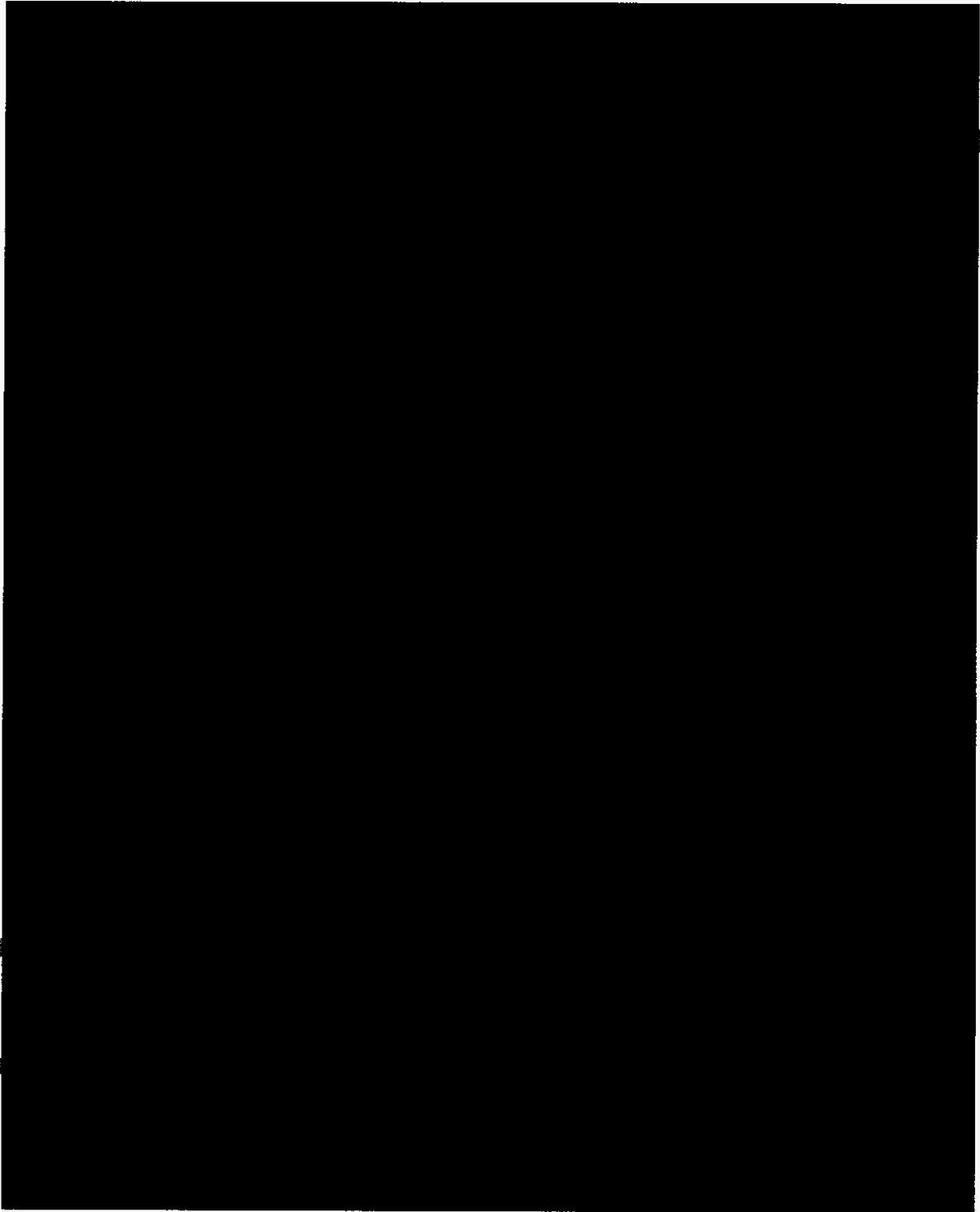
(In thousands of dollars)



Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

(In thousands of dollars)

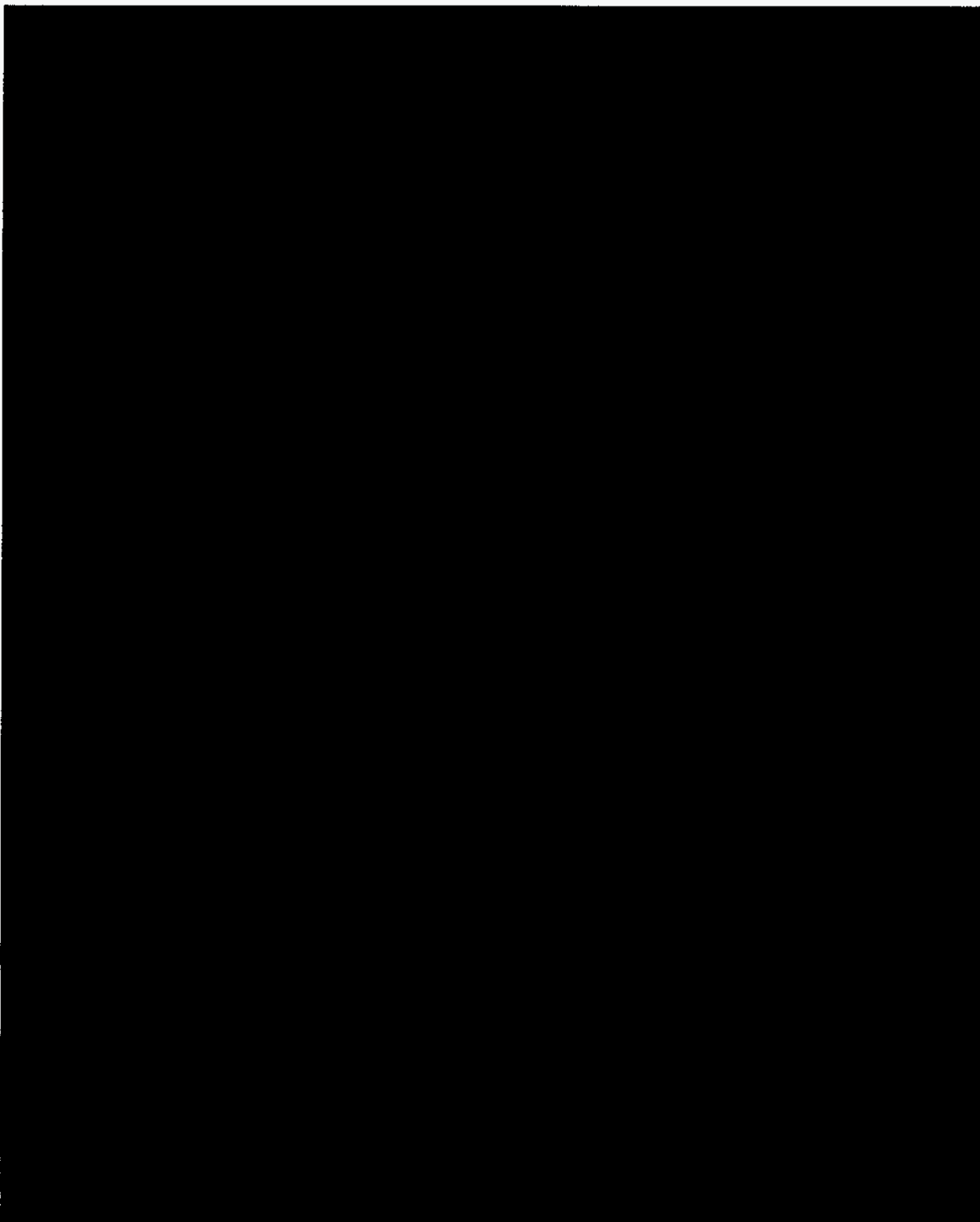


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Utilities, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

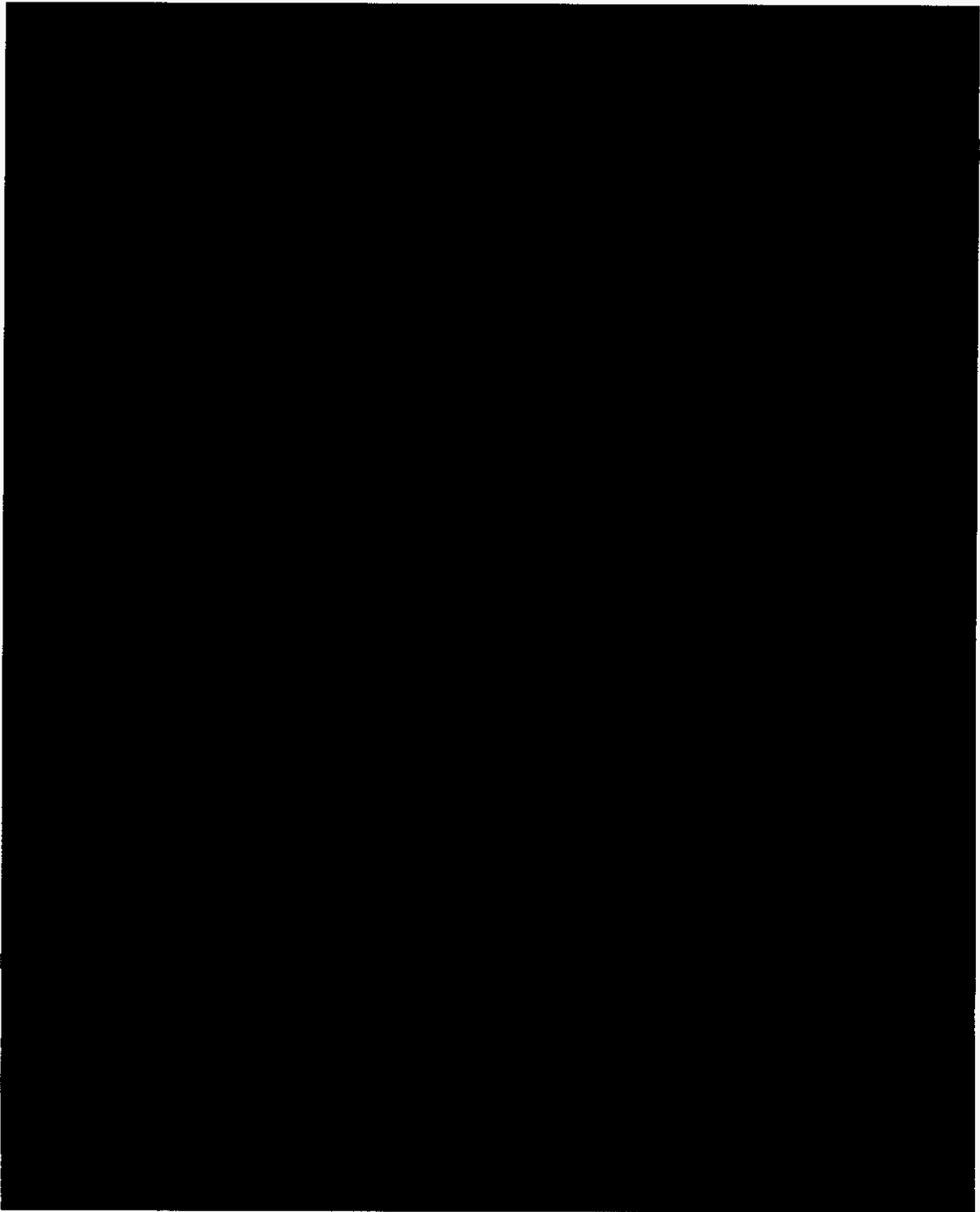
(In thousands of dollars)



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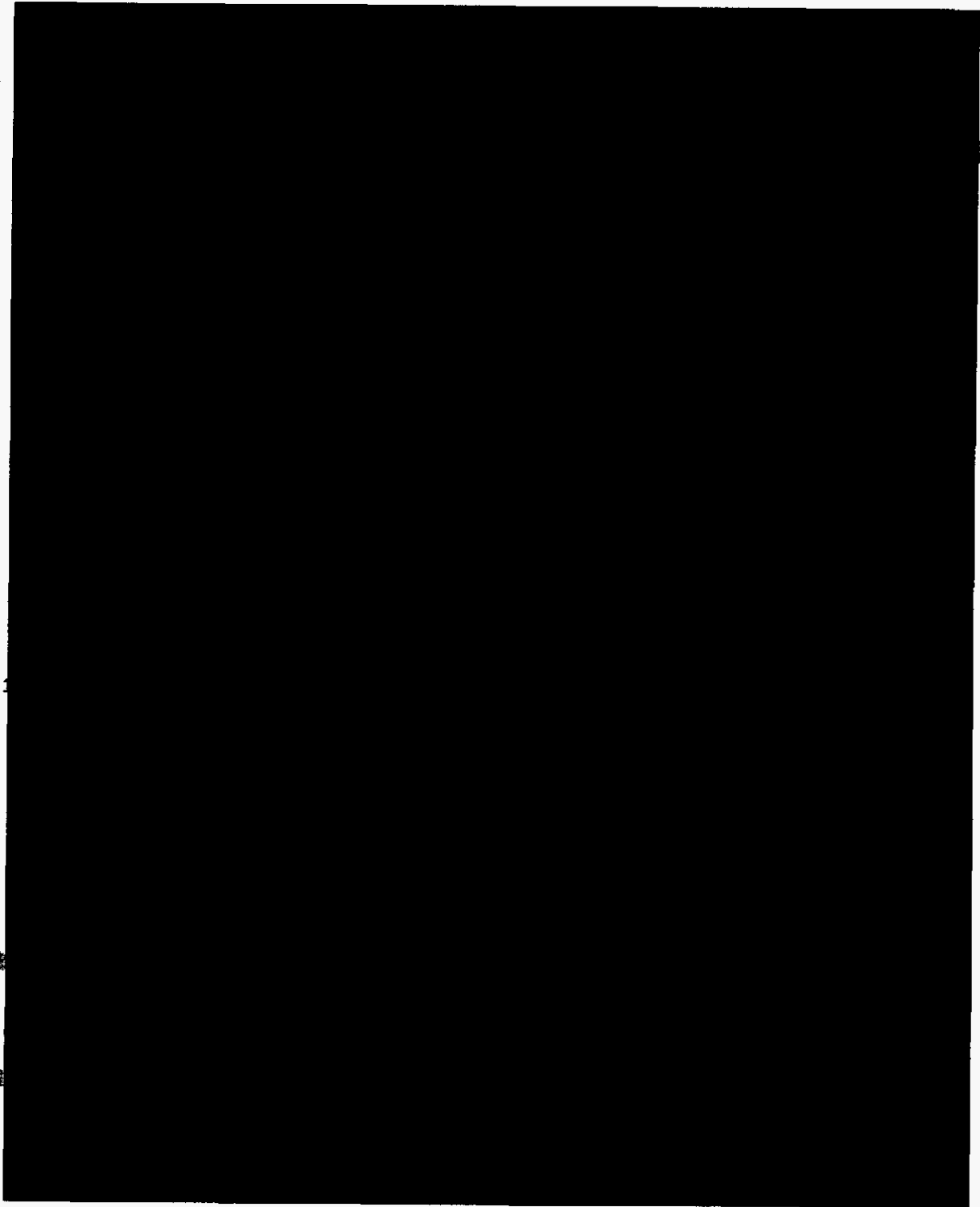
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Utilities, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(In thousands of dollars)



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Utilities, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(In thousands of dollars)



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Utilities, Inc.
 Affiliate Audit
 Dkt# 110153-SU, ACN 11-192-4-2
 TYE 12/31/2010

PBC

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Title Total Payroll allocated (a)

Totals	Name	Position	State	Department	Current Salary	(b) 2011 Overtime Annualized	(c) Total	(d) 3% increase Effective April 1st included in column (a)	(e) Total Pro Forma Salary
(1)	Andrejko, James	Controller	IL	611000					
(2)	Arnoux, Diane L.	HR/Payroll Administrator	IL	611000					
(3)	Chang, Tae	AP Clerk	IL	611000					
(4)	Vacant	Fixed Asset Accounting Manager	IL	611000					
(5)	Coughlin, Erin R.	Capital Projects Manager	IL	611000					
(6)	Vacant	Capital Projects Assistant	IL	611000					
(7)	Federico, Antoinette	AP Supervisor	IL	611000					
(8)	Friedman, Avelina	Tax Specialist	IL	611000					
(9)	Haynes Jr, John S.	Dir, Tax & Accounting Ops	IL	611000					
(10)	Kersey, Justin P.	Corporate Staff Accountant 1	IL	611000					
(11)	Kim, Christine	Corporate Accounting Manager	IL	611000					
(12)	Lingeman, Samuel W.	Senior Financial Analyst	IL	611000					
(13)	Luppino, Nancy L.	AP Clerk	IL	611000					
(14)	Luppino, Phyllis A.	AP Clerk	IL	611000					
(15)	McLean, Pamela J.	Payroll Supervisor	IL	611000					
(16)	Metcalfe, Janice L.	AP Clerk	IL	611000					
(17)	Miranda, Margarita	AP Clerk	IL	611000					
(18)	Pietras, Victoria M.	Senior Corporate Accountant	IL	611000					
(19)	Shimkus, Matthew D.	Financial Plan & Analysis Mgr	IL	611000					
(20)	Zavilla, Annette	AP Clerk	IL	611000					
(21)	Stone, Leslie A.	Executive Assistant	IL	611500					
(22)	Huy, John P.	Chief Operating Officer	IL	612000					
(23)	Japczyk, James F.	Chief Financial Officer	IL	612000					
(24)	Sparrow, Lisa A.	President & CEO	IL	612000					
(25)	Stover, John R.	VP, General Counsel	IL	612000					
(26)	Sudduth, Donald E.	VP, Corporate Development	FL	612000					
(27)	Blomquist, Laura Louise	HR Generalist	IL	612500					
(28)	Devine, James P.	HR Manager	IL	612500					
(29)	McLoughlin, Kristi M.	Benefits Administrator	IL	612500					
(30)	Dave, Hardik	Desktop Support Analyst II	IL	613000					
(31)	Oatler, Tom G.	IT Manager	IL	613000					
(32)	Pannos, Nicholas James	Desktop Support Analyst II	IL	613000					
(33)	Smutny, Thomas A.	Network Administrator	IL	613000					
(34)	Bonagura, John F.	Regional Finance Manager	FL	613500					
(35)	Durham, Rick J.	RVP	FL	613500					
(36)	Flynn, Patrick C.	Regional Director	FL	613500					
(37)	Haws, Scotty L.	Rgnl Compliance & Safety Advsr	FL	613500					
(38)	Paule, Nancy P.	Receptionist	IL	613500					
(39)	Rose, Kendra E.	Compliance & Safety Coord	IL	613500					
(40)	Vacant	Operations Administration Mgr	IL	613500					
(41)	Vacant	Operations Administrator	IL	613500					
(42)	Barrett, Jason O.	Regulatory Staff Accountant II	IL	614000					
(43)	Ciecierski, Daniel	Regulatory Staff Accountant I	IL	614000					
(44)	Georgiev, Lena	Regulatory Accounting Manager	IL	614000					
(45)	Lubertozi, Steven M.	Exec Dir, Regulatory Account	IL	614000					
(46)	Mehta, Dhvani S.	Regulatory Staff Accountant I	IL	614000					
(47)	Nedved, Spencer L.	Regulatory Staff Accountant I	IL	614000					
(48)	Neyzelman, Dimitry	Senior Regulatory Accountant	IL	614000					
(49)	Povich, Erin P.	Senior Regulatory Accountant	IL	614000					
(50)	Shrake, Brian W.	Senior Regulatory Accountant	IL	614000					
(51)	Valrie, Lawanda N.	Regulatory Assistant	IL	614000					
(52)	Weeks, Kirsten E.	Regulatory Accounting Manager	IL	614000					
(53)	Williams III, John D.	Dir, Governmental Affairs	FL	614000					
(54)	Winans, Nicole D.	Regulatory Staff Accountant II	NV	614000					
(55)	Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL	614000					
(56)	Abbott, Loretta E.	CSR II	FL	614500					
(57)	Anderson, Tricia D.	CSR I	NC	614500					
(58)	Bachmann, Lisa A.	CSR I	FL	614500					
(59)	Bennett, Kimberly J.	Customer Account Specialist	FL	614500					
(60)	Calbreath, Stephanie R.	CSR II	NC	614500					
(61)	Campbell, Pamela J.	CSR II	NV	614500					
(62)	Chandler, Matthew R.	CSR II	FL	614500					
(63)	Christian, Elise S.	Customer Relations Specialist	FL	614500					
(64)	Collado, Madelin	CSR I	NC	614500					
(65)	Deere, Brandi N.	CSR I	FL	614500					
(66)	Demonbreun, Sheri D.	CSR I	FL	614500					
(67)	Dugan, Grace A.	Customer Care Manager	NV	614500					
(68)	Harden, Cristina	CSR I	FL	614500					

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Utilities, Inc.
 Affiliate Audit
 Dkt# 110153-SU, ACN 11-192-4-2
 TYE 12/31/2010
 Title Total Co. Payroll

CONFIDENTIAL

1/10/11
 8/1/11

X traced to 4/15 payroll report
 O traced to OT hrs 4/15 payroll x 26 pay periods x hrly rate.

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals				(a)	(b)	(c)	(d)	(e)
Name	Position	State	Department	Current Salary	2011 Overtime Annualized	Total	3% increase Effective April 1st included in column (a)	Total Pro Forma Salary
(69) Iwinski, Cammy Andrea	CSR I	NV	614500					
(70) Jenkins, Ingrid E	CSR II	NC	614500					
(71) Jones, Linda S.	CSR I	FL	614500					
(72) Jones, Lori Lynn	CSR I	FL	614500					
(73) Mayeaki, Lorie L.	CSR II	FL	614500					
(74) Norris, Maxine N	CSR I	NC	614500					
(75) Orengo, Linette C	CSR I	FL	614500					
(76) Raponi, Ann M.	Customer Care Manager	FL	614500					
(77) Roberts, Miranda Ann	CSR I	NV	614500					
(78) Robinson, Shona N.	CSR II	NC	614500					
(79) Robinson, Vanessa F.	CSR II	NC	614500					
(80) Sasic, Karen L.	Director, Customer Care	FL	614500					
(81) Self, Rose D.	Customer Care Manager	NC	614500					
(82) Sillitoe, Jacqueline M.	Customer Care Specialist	FL	614500					
(83) Silva, Lisa M.	CSR II	NC	614500					
(84) Tackett, Samantha R.	CSR I	NV	614500					
(85) Thimmes, Karen L.	CSR I	FL	614500					
(86) Trovinger, Ferralyn L.	Lead CSR	FL	614500					
(87) Volz, Deborah E.	CSR I	FL	614500					
(88) Wilson, Vicki L.	CSR I	FL	614500					
(89) Krugler, Adrienne R.	Billing Manager	IL	614600					
(90) Sverida, Agnes	Asst Mgr of Billing	IL	614600					
(91) Ceballos, Isabel	Collections Specialist	FL	614700					
(92) Lybarger, Andrea	Collections Specialist	FL	614700					
(93) Sowell, George William	Corporate Services Manager	SC	614700					
(94) Alberigi, David J.	Field Tech I	FL	615000					
(95) Anderson, Daniel S.	Lead Water-Wastewater Operator	FL	615000					
(96) Austin, Arthur C.	Field Tech II	FL	615000					
(97) Bailey, Alan R.	Water-Wastewater Operator II	FL	615000					
(98) Boersma, David A.	Lead Water-Wastewater Operator	FL	615000					
(99) Brown, Donna R.	Field Tech I	FL	615000					
(100) Buono, Robert A.	Lead Water-Wastewater Operator	FL	615000					
(101) Callahan, Robert L.	Field Tech II	FL	615000					
(102) Cardinal, Anthony A.	Water-Wastewater Operator I	FL	615000					
(103) Carver, Nathaniel Q.	Area Manager	FL	615000					
(104) Chard, Ronald	Cross Connection Tech	FL	615000					
(105) Cook, James H.	Lead Water-Wastewater Operator	FL	615000					
(106) Cooper, Robert K.	Field Tech III	FL	615000					
(107) Ebert, Harold	Field Tech II	FL	615000					
(108) Ebert, Shawn M.	Field Tech II	FL	615000					
(109) Eubanks, Brian J.	Water-Wastewater Operator II	FL	615000					
(110) Figueroa, Pedro L.	Lead Water-Wastewater Operator	FL	615000					
(111) Finch, Allan	Water-Wastewater Operator II	FL	615000					
(112) Finehirsh, Jeffrey S.	Water-Wastewater Operator I	FL	615000					
(113) Finigan, Michael A.	Field Tech I	FL	615000					
(114) Gentilucci, Domenic V	Area Manager	FL	615000					
(115) Godwin, Patrick L.	Lead Water-Wastewater Operator	FL	615000					
(116) Gongre, Bryan K.	Regional Manager	FL	615000					
(117) Gongre, Jeremy R.	Field Tech I	FL	615000					
(118) Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL	615000					
(119) Grainger Jr, Leroy	Field Tech I	FL	615000					
(120) Hamilton, Don L.	Water-Wastewater Operator II	FL	615000					
(121) Hagty, Donald L.	Water-Wastewater Operator II	FL	615000					
(122) Hermans, Rodel R.	Field Tech I	FL	615000					
(123) Hogue, Raymond H.	Water-Wastewater Operator II	FL	615000					
(124) Hollister, Jimmie H.	Field Tech II	FL	615000					
(125) Inclima, Luke John	Water-Wastewater Operator II	FL	615000					
(126) Keys, Thomas E.	Water-Wastewater Operator II	FL	615000					
(127) Lorenzo, Alexander	Water-Wastewater Operator II	FL	615000					
(128) Marinelli, John A.	Area Manager	FL	615000					
(129) McPhee, Allison S.	Lead Water-Wastewater Operator	FL	615000					
(130) Morrell, Matthew J.	Field Tech II	FL	615000					
(131) Murphy, Eric	Operator II	FL	615000					
(132) Neal, William L.	Area Manager	FL	615000					
(133) Overton, Michael A.	Cross Connection Tech	FL	615000					
(134) Owens, Brian S.	Field Tech I	FL	615000					
(135) Parrish, Raymond A.	Water-Wastewater Operator II	FL	615000					
(136) Peadar II, Mark A.	Field Tech I	FL	615000					
(137) Pfouts, Steve L.	Lead Water-Wastewater Operator	FL	615000					

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 1-17-11
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**2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE**

Totals				(a)	(b)	(c)	(d)	(e)	
	Name	Position	State	Department	Current Salary	2011 Overtime Annualized	Total	3% increase Effective April 1st included in column (a)	Total Pro Forma Salary
(138)	Phillips, Christopher	Field Tech I	FL	615000					
(139)	Powell, Trevor B.	Water-Wastewater Operator II	FL	615000					
(140)	Radcliff, Max Lee	Lead Water-Wastewater Operator	FL	615000					
(141)	Raines, Craig A.	Water-Wastewater Operator II	FL	615000					
(142)	Remigio, Roberto V.	Field Tech I	FL	615000					
(143)	Richardson, James P.	Field Tech I	FL	615000					
(144)	Schneider, Keith C.	Water-Wastewater Operator II	FL	615000					
(145)	Schwades, Charles G.	Area Manager	FL	615000					
(146)	Shoffstall, David E.	Lead Water-Wastewater Operator	FL	615000					
(147)	Shue, Mickey A.	Field Tech II	FL	615000					
(148)	Sillitoe, Kathy A.	Water Conservation Coordinator	FL	615000					
(149)	Sillitoe, Terry W.	Water-Wastewater Operator II	FL	615000					
(150)	Smith, Donald D.	Field Tech II	FL	615000					
(151)	Straight, James L.	Water-Wastewater Operator I	FL	615000					
(152)	Sudol, Corey	Water-Wastewater Operator II	FL	615000					
(153)	Swegheimer, James A.	Lead Water-Wastewater Operator	FL	615000					
(154)	Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL	615000					
(155)	Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL	615000					
(156)	Watkins, Cedric	Field Tech II	FL	615000					
(157)	White, Ronald D.	Field Tech II	FL	615000					
(158)	Wilson, Michael A.	Regional Manager	FL	615000					
(159)	Worrell, David R.	Water-Wastewater Operator II	FL	615000					
(160)	Wright, Thomas L.	Field Tech I	FL	615000					
(161)	Vacant	Field Tech I	FL	615000					
(162)	Vacant	Lead Water-Wastewater Operator	FL	615000					
(163)	Vacant	Water-Wastewater Operator I	FL	615000					
(164)	Dipasquale, Susan M.	Administrative Assistant	FL	615500					
(165)	Hanks, Peggy J.	Administrative Assistant	FL	615500					
(166)									

2011
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1/1/11

2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

7.65%
(d)
fixed
(e)
fixed
(f)
fixed
(g)
fixed
(h)
fixed

Totals										
(1)	Name	Position	State	Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits	
(1)	Andrejko, James	Controller	IL	611000	6,589.90					
(2)	Arnoux, Diane L.	HR/Payroll Administrator	IL	611000						
(3)	Chang, Tae	AP Clerk	IL	611000						
(4)	Vacant	Fixed Asset Accounting Manager	IL	611000						
(5)	Coughlin, Erin R.	Capital Projects Manager	IL	611000						
(6)	Vacant	Capital Projects Assistant	IL	611000						
(7)	Federico, Antoinette	AP Supervisor	IL	611000						
(8)	Friedman, Avelina	Tax Specialist	IL	611000						
(9)	Haynes Jr, John S.	Dir. Tax & Accounting Ops	IL	611000						
(10)	Kersey, Justin P.	Corporate Staff Accountant I	IL	611000						
(11)	Kim, Christine	Corporate Accounting Manager	IL	611000						
(12)	Lingeman, Samuel W.	Senior Financial Analyst	IL	611000						
(13)	Luppino, Nancy L.	AP Clerk	IL	611000						
(14)	Luppino, Phyllis A.	AP Clerk	IL	611000						
(15)	McLean, Pamela J.	Payroll Supervisor	IL	611000						
(16)	Metcalfe, Janice L.	AP Clerk	IL	611000						
(17)	Miranda, Margarita	AP Clerk	IL	611000						
(18)	Pietras, Victoria M.	Senior Corporate Accountant	IL	611000						
(19)	Shimkus, Matthew D	Financial Plan & Analysis Mgr	IL	611000						
(20)	Zavilla, Annette	AP Clerk	IL	611000						
(21)	Stone, Leslie A.	Executive Assistant	IL	611500						
(22)	Hoy, John P.	Chief Operating Officer	IL	612000						
(23)	Japczyk, James F.	Chief Financial Officer	IL	612000						
(24)	Sparrow, Lisa A	President & CEO	IL	612000						
(25)	Shover, John R.	VP, General Counsel	IL	612000						
(26)	Sudduth, Donald E.	VP, Corporate Development	FL	612000						
(27)	Blomquist, Laura Louise	HR Generalist	IL	612500						
(28)	Devine, James P.	HR Manager	IL	612500						
(29)	McLoughlin, Kristi M	Benefits Administrator	IL	612500						
(30)	Dave, Hardik	Desktop Support Analyst II	IL	613000						
(31)	Ostler, Tom G.	IT Manager	IL	613000						
(32)	Pannos, Nicholas James	Desktop Support Analyst II	IL	613000						
(33)	Smutny, Thomas A.	Network Administrator	IL	613000						
(34)	Bonagura, John F.	Regional Finance Manager	FL	613500						
(35)	Durham, Rick J.	RVP	FL	613500						
(36)	Flynn, Patrick C.	Regional Director	FL	613500						
(37)	Haws, Scotty L.	Rgnl Compliance & Safety Advsc	FL	613500						
(38)	Paule, Nancy P.	Receptionist	IL	613500						
(39)	Rose, Kendra E.	Compliance & Safety Coord	IL	613500						
(40)	Vacant	Operations Administration Mgr	IL	613500						
(41)	Vacant	Operations Administrator	IL	613500						
(42)	Barrett, Jason O.	Regulatory Staff Accountant II	IL	614000						
(43)	Ciecierski, Daniel	Regulatory Staff Accountant I	IL	614000						
(44)	Georgiev, Lena	Regulatory Accounting Manager	IL	614000						
(45)	Lubertozi, Steven M.	Exec Dir, Regulatory Account	IL	614000						
(46)	Mehta, Dhvani S.	Regulatory Staff Accountant I	IL	614000						
(47)	Nedved, Spencer L.	Regulatory Staff Accountant I	IL	614000						
(48)	Neyzelman, Dimitry	Senior Regulatory Accountant	IL	614000						
(49)	Povich, Erin F.	Senior Regulatory Accountant	IL	614000						
(50)	Shrake, Brian W.	Senior Regulatory Accountant	IL	614000						
(51)	Valrie, Lawanda N.	Regulatory Assistant	IL	614000						
(52)	Weeks, Kirsten E.	Regulatory Accounting Manager	IL	614000						
(53)	Williams III, John D.	Dir. Governmental Affairs	FL	614000						
(54)	Winans, Nicole D.	Regulatory Staff Accountant II	NV	614000						
(55)	Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL	614000						
(56)	Abbott, Loretta E.	CSR II	FL	614500						
(57)	Anderson, Tricia D.	CSR I	NC	614500						
(58)	Bachmann, Lisa A	CSR I	FL	614500						
(59)	Bennett, Kimberly J.	Customer Account Specialist	FL	614500						
(60)	Calbreath, Stephanie R.	CSR II	NC	614500						
(61)	Campbell, Pamela J.	CSR II	NV	614500						
(62)	Chandler, Matthew R.	CSR II	FL	614500						
(63)	Christian, Elise S.	Customer Relations Specialist	FL	614500						
(64)	Colhado, Madelin	CSR I	NC	614500						
(65)	Deere, Brandi N	CSR I	FL	614500						
(66)	Demonbreun, Sheri D.	CSR I	FL	614500						
(67)	Dugan, Grace A.	Customer Care Manager	NV	614500						
(68)	Harden, Cristina	CSR I	FL	614500						

(44-1/4)
Co. included some
401K in here.
Co. has redone
see section 44-1/4

add 1-44

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals			(f)	(g)	(h)	(i)	(j)	
Name	Position	State	Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits
(69) Iwinski, Cammy Andrea	CSR I	NV	614500					
(70) Jenkins, Ingrid E.	CSR II	NC	614500					
(71) Jones, Linda S.	CSR I	FL	614500					
(72) Jones, Lori Lynn	CSR I	FL	614500					
(73) Mayeski, Lorie L.	CSR II	FL	614500					
(74) Norris, Maxine N.	CSR I	NC	614500					
(75) Orengo, Linette C.	CSR I	FL	614500					
(76) Raponi, Ann M.	Customer Care Manager	FL	614500					
(77) Roberts, Miranda Ann	CSR I	NV	614500					
(78) Robinson, Shona N.	CSR II	NC	614500					
(79) Robinson, Vanessa F.	CSR II	NC	614500					
(80) Sasic, Karen L.	Director, Customer Care	FL	614500					
(81) Self, Rose D.	Customer Care Manager	NC	614500					
(82) Sillitoe, Jacqueline M.	Customer Care Specialist	FL	614500					
(83) Silva, Lisa M.	CSR II	NC	614500					
(84) Tackett, Samantha R.	CSR I	NV	614500					
(85) Thimmes, Karen L.	CSR I	FL	614500					
(86) Trowinger, Ferrellyn L.	Lead CSR	FL	614500					
(87) Volz, Deborah E.	CSR I	FL	614500					
(88) Wilson, Vicki L.	CSR I	FL	614600					
(89) Krugler, Adrienne R.	Billing Manager	IL	614600					
(90) Sverida, Agnes	Asst Mgr of Billing	IL	614600					
(91) Ceballos, Isabel	Collections Specialist	FL	614700					
(92) Lybarger, Andrea	Collections Specialist	FL	614700					
(93) Sowell, George William	Corporate Services Manager	SC	614700					
(94) Alberigi, David J.	Field Tech I	FL	615000					
(95) Anderson, Daniel S.	Lead Water-Wastewater Operator	FL	615000					
(96) Austin, Arthur C.	Field Tech II	FL	615000					
(97) Bailey, Alan R.	Water-Wastewater Operator II	FL	615000					
(98) Boersma, David A.	Lead Water-Wastewater Operator	FL	615000					
(99) Brown, Donna R.	Field Tech I	FL	615000					
(100) Buono, Robert A.	Lead Water-Wastewater Operator	FL	615000					
(101) Callahan, Robert L.	Field Tech II	FL	615000					
(102) Cardinal, Anthony A.	Water-Wastewater Operator I	FL	615000					
(103) Carver, Nathaniel Q.	Area Manager	FL	615000					
(104) Chard, Ronald	Cross Connection Tech	FL	615000					
(105) Cook, James H.	Lead Water-Wastewater Operator	FL	615000					
(106) Cooper, Robert K.	Field Tech III	FL	615000					
(107) Ebert, Harold	Field Tech II	FL	615000					
(108) Ebert, Shawn M.	Field Tech II	FL	615000					
(109) Eubanks, Brian J.	Water-Wastewater Operator II	FL	615000					
(110) Figueroa, Pedro L.	Lead Water-Wastewater Operator	FL	615000					
(111) Finch, Allan	Water-Wastewater Operator II	FL	615000					
(112) Finelirah, Jeffrey S.	Water-Wastewater Operator I	FL	615000					
(113) Finigan, Michael A.	Field Tech I	FL	615000					
(114) Gentilucci, Domenic V	Area Manager	FL	615000					
(115) Godwin, Patrick L.	Lead Water-Wastewater Operator	FL	615000					
(116) Gongre, Bryan K.	Regional Manager	FL	615000					
(117) Gongre, Jeremy R.	Field Tech I	FL	615000					
(118) Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL	615000					
(119) Grainger Jr, Leroy	Field Tech I	FL	615000					
(120) Hamilton, Don L.	Water-Wastewater Operator II	FL	615000					
(121) Haaty, Donald L.	Water-Wastewater Operator II	FL	615000					
(122) Hermann, Rodel R.	Field Tech I	FL	615000					
(123) Hogue, Raymond H.	Water-Wastewater Operator II	FL	615000					
(124) Hollister, Jimmie H.	Field Tech II	FL	615000					
(125) Inclima, Luke John	Water-Wastewater Operator II	FL	615000					
(126) Keys, Thomas E.	Water-Wastewater Operator II	FL	615000					
(127) Lorenzo, Alexander	Water-Wastewater Operator II	FL	615000					
(128) Marinelli, John A.	Area Manager	FL	615000					
(129) McPhee, Allison S.	Lead Water-Wastewater Operator	FL	615000					
(130) Morrell, Matthew J.	Field Tech II	FL	615000					
(131) Murphy, Eric	Operator II	FL	615000					
(132) Neal, William L.	Area Manager	FL	615000					
(133) Overton, Michael A.	Cross Connection Tech	FL	615000					
(134) Owens, Brian S.	Field Tech I	FL	615000					
(135) Parrish, Raymond A.	Water-Wastewater Operator II	FL	615000					
(136) Peaden II, Mark A.	Field Tech I	FL	615000					
(137) Pflouts, Steve L.	Lead Water-Wastewater Operator	FL	615000					

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2014 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals			(d)	(g)	(h)	(i)	(j)
Name	Position	State Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits
(138) Phillips, Christopher	Field Tech I	FL 615000					
(139) Powell, Trevor B.	Water-Wastewater Operator II	FL 615000					
(140) Radcliff, Max Lee	Lead Water-Wastewater Operator	FL 615000					
(141) Raines, Craig A.	Water-Wastewater Operator II	FL 615000					
(142) Remigio, Roberto V.	Field Tech I	FL 615000					
(143) Richardson, James P.	Field Tech I	FL 615000					
(144) Schneider, Keith C.	Water-Wastewater Operator II	FL 615000					
(145) Schwades, Charles G.	Area Manager	FL 615000					
(146) Shoffstall, David E.	Lead Water-Wastewater Operator	FL 615000					
(147) Shue, Mickey A.	Field Tech II	FL 615000					
(148) Sillitoe, Kathy A.	Water Conservation Coordinator	FL 615000					
(149) Sillitoe, Terry W.	Water-Wastewater Operator II	FL 615000					
(150) Smith, Donald D.	Field Tech II	FL 615000					
(151) Straight, James L.	Water-Wastewater Operator I	FL 615000					
(152) Sudol, Corey	Water-Wastewater Operator II	FL 615000					
(153) Swegheimer, James A.	Lead Water-Wastewater Operator	FL 615000					
(154) Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL 615000					
(155) Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL 615000					
(156) Walkins, Cedric	Field Tech II	FL 615000					
(157) White, Ronald D.	Field Tech II	FL 615000					
(158) Wilson, Michael A.	Regional Manager	FL 615000					
(159) Worrell, David R.	Water-Wastewater Operator II	FL 615000					
(160) Wright, Thomas L.	Field Tech I	FL 615000					
(161) Vacant	Field Tech I	FL 615000					
(162) Vacant	Lead Water-Wastewater Operator	FL 615000					
(163) Vacant	Water-Wastewater Operator I	FL 615000					
(164) Dipasquale, Susan M.	Administrative Assistant	FL 615300					
(165) Hanks, Peggy J.	Administrative Assistant	FL 615500					
(166)							

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2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

see 44-1/3-1

w/p a
44-1/6-2

Totals		(k)	(l)	(m)	(n)	(o)	(p)		
Name	Position	State	Department	Vehicle Number	Depreciation Start	Vehicle Price	Vehicle Accumulated Depreciation Y/E Balance	Vehicle Depreciation Expense	Transportation Expense
(1) Andrejko, James	Controller	IL	611000						
(2) Arnoux, Diane L.	HR/Payroll Administrator	IL	611000						
(3) Chang, Tac	AP Clerk	IL	611000						
(4) Vacant	Fixed Asset Accounting Manager	IL	611000						
(5) Coughlin, Erin R.	Capital Projects Manager	IL	611000						
(6) Vacant	Capital Projects Assistant	IL	611000						
(7) Federico, Antoinette	AP Supervisor	IL	611000						
(8) Friedman, Avelina	Tax Specialist	IL	611000						
(9) Haynes Jr, John S.	Dir, Tax & Accounting Ops	IL	611000						
(10) Kersey, Justin P.	Corporate Staff Accountant I	IL	611000						
(11) Kim, Christine	Corporate Accounting Manager	IL	611000						
(12) Lingeman, Samuel W.	Senior Financial Analyst	IL	611000						
(13) Luppino, Nancy L.	AP Clerk	IL	611000						
(14) Luppino, Phyllis A.	AP Clerk	IL	611000						
(15) McLean, Pamela J.	Payroll Supervisor	IL	611000						
(16) Metcalf, Janice L.	AP Clerk	IL	611000						
(17) Miranda, Margarita	AP Clerk	IL	611000						
(18) Pietras, Victoria M.	Senior Corporate Accountant	IL	611000						
(19) Shimkus, Matthew D.	Financial Plan & Analysis Mgr	IL	611000						
(20) Zavilla, Annette	AP Clerk	IL	611000						
(21) Stone, Leslie A.	Executive Assistant	IL	611500						
(22) Hoy, John P.	Chief Operating Officer	IL	612000						
(23) Japczyk, James F.	Chief Financial Officer	IL	612000						
(24) Sparrow, Lisa A.	President & CEO	IL	612000						
(25) Stover, John R.	VP, General Counsel	IL	612000						
(26) Sudduth, Donald E.	VP, Corporate Development	FL	612000	0649	Jan-06	29,749	(24,791)	4,958	6,081
(27) Blomquist, Laura Louise	HR Generalist	IL	612500						
(28) Devine, James P.	HR Manager	IL	612500						
(29) McLoughlin, Kristi M.	Benefits Administrator	IL	612500						
(30) Dave, Hardik	Desktop Support Analyst II	IL	613000						
(31) Ostler, Tom G.	IT Manager	IL	613000						
(32) Pannos, Nicholas James	Desktop Support Analyst II	IL	613000						
(33) Smutny, Thomas A.	Network Administrator	IL	613000						
(34) Bonagura, John F.	Regional Finance Manager	FL	613500						
(35) Durham, Rick J.	RVP	FL	613500	0853	Nov-07	45,625	(24,080)	7,604	6,081
(36) Flynn, Patrick C.	Regional Director	FL	613500	0512	Feb-05	53,358	(52,617)	8,893	6,081
(37) Haws, Scotty L.	Rgnl Compliance & Safety Advsr	FL	613500	0729	Dec-06	29,356	(19,978)	4,893	6,081
(38) Paule, Nancy P.	Receptionist	IL	613500						
(39) Rose, Kendra E.	Compliance & Safety Coord	IL	613500						
(40) Vacant	Operations Administration Mgr	IL	613500						
(41) Vacant	Operations Administrator	IL	613500						
(42) Barrett, Jason O.	Regulatory Staff Accountant II	IL	614000						
(43) Ciecierski, Daniel	Regulatory Staff Accountant I	IL	614000						
(44) Georgiev, Lena	Regulatory Accounting Manager	IL	614000						
(45) Lubertozzi, Steven M.	Exec Dir, Regulatory Account	IL	614000						
(46) Mehta, Dhvani S.	Regulatory Staff Accountant I	IL	614000						
(47) Nedved, Spencer L.	Regulatory Staff Accountant I	IL	614000						
(48) Neyzelman, Dimitry	Senior Regulatory Accountant	IL	614000						
(49) Povich, Erin P.	Senior Regulatory Accountant	IL	614000						
(50) Shrake, Brian W.	Senior Regulatory Accountant	IL	614000						
(51) Valrie, Lawanda N.	Regulatory Assistant	IL	614000						
(52) Weeks, Kiraten E.	Regulatory Accounting Manager	IL	614000						
(53) Williams III, John D.	Dir, Governmental Affairs	FL	614000						
(54) Winans, Nicole D.	Regulatory Staff Accountant II	NV	614000						
(55) Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL	614000						
(56) Abbott, Loretta E.	CSR II	FL	614500						
(57) Anderson, Tricia D.	CSR I	NC	614500						
(58) Bachmann, Lisa A.	CSR I	FL	614500						
(59) Bennett, Kimberly J.	Customer Account Specialist	FL	614500						
(60) Calbreath, Stephanie R.	CSR II	NC	614500						
(61) Campbell, Pamela J.	CSR II	NV	614500						
(62) Chandler, Matthew R.	CSR II	FL	614500						
(63) Christian, Elise S.	Customer Relations Specialist	FL	614500						
(64) Collado, Madelin	CSR I	NC	614500						
(65) Deere, Brandi N.	CSR I	FL	614500						
(66) Demonbreun, Sheri D.	CSR I	FL	614500						
(67) Dugan, Grace A.	Customer Care Manager	NV	614500						
(68) Harden, Cristina	CSR I	FL	614500						

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2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

w/p a

Totals			(k)	(l)	(m)	(n)	(o)	(p)	
Name	Position	State	Department	Vehicle Number	Depreciation Start	Vehicle Price	Vehicle Accumulated Depreciation Y/E Balance	Vehicle Depreciation Expense	Transportation Expense
(69) Iwinski, Cammy Andrea	CSR I	NV	614500						
(70) Jenkins, Ingrid E.	CSR II	NC	614500						
(71) Jones, Linda S.	CSR I	FL	614500						
(72) Jones, Lori Lynn	CSR I	FL	614500						
(73) Mayeaki, Lorie L.	CSR II	FL	614500						
(74) Norris, Maxine N	CSR I	NC	614500						
(75) Orengo, Lanette C	CSR I	FL	614500						
(76) Raponi, Ann M.	Customer Care Manager	FL	614500						
(77) Roberts, Miranda Ann	CSR I	NV	614500						
(78) Robinson, Shona N.	CSR II	NC	614500						
(79) Robinson, Vanessa F.	CSR II	NC	614500						
(80) Sasic, Karen L.	Director, Customer Care	FL	614500						
(81) Self, Rose D.	Customer Care Manager	NC	614500						
(82) Sillitoe, Jacqueline M.	Customer Care Specialist	FL	614500						
(83) Silva, Lisa M.	CSR II	NC	614500						
(84) Tackett, Samantha R.	CSR I	NV	614500						
(85) Thimmes, Karen L.	CSR I	FL	614500						
(86) Trovinger, Ferrellyn L.	Lead CSR	FL	614500						
(87) Volz, Deborah E.	CSR I	FL	614500						
(88) Wilson, Vicki L.	CSR I	FL	614500						
(89) Krugler, Adrienne R.	Billing Manager	IL	614600						
(90) Sverida, Agnes	Asst Mgr of Billing	IL	614600						
(91) Ceballos, Isabel	Collections Specialist	FL	614700						
(92) Lybarger, Andrea	Collections Specialist	FL	614700						
(93) Sowell, George William	Corporate Services Manager	SC	614700						
(94) Alberigi, David J.	Field Tech I	FL	615000	0807	Jul-07	20,310	(11,847)	3,385	6,081
(95) Anderson, Daniel S.	Lead Water-Wastewater Operator	FL	615000	0901	Dec-08	18,434	(6,401)	3,072	6,081
(96) Austin, Arthur C.	Field Tech II	FL	615000	0514	Feb-05	19,024	(18,760)	3,171	6,081
(97) Bailey, Alan R.	Water-Wastewater Operator II	FL	615000	0220	May-02	13,356	(13,356)	-	6,081
(98) Boerma, David A.	Lead Water-Wastewater Operator	FL	615000	0454	Jun-04	19,361	(19,361)	1,345	6,081
(99) Brown, Donna R.	Field Tech I	FL	615000	0812	Jul-07	20,347	(11,869)	3,391	6,081
(100) Buono, Robert A.	Lead Water-Wastewater Operator	FL	615000	0831	Oct-07	19,447	(10,534)	3,241	6,081
(101) Callahan, Robert L.	Field Tech II	FL	615000	0726	Dec-06	17,224	(11,722)	2,871	6,081
(102) Cardinal, Anthony A.	Water-Wastewater Operator I	FL	615000	0657	May-06	19,968	(15,531)	3,328	6,081
(103) Carver, Nathaniel Q.	Area Manager	FL	615000	0659	Jul-06	26,206	(19,655)	4,368	6,081
(104) Chard, Ronald	Cross Connection Tech	FL	615000	0803	Aug-07	17,962	(10,229)	2,994	6,081
(105) Cook, James H.	Lead Water-Wastewater Operator	FL	615000	0453	Jun-04	23,158	(23,158)	1,608	6,081
(106) Cooper, Robert K.	Field Tech III	FL	615000	0431	Mar-04	25,240	(25,240)	701	6,081
(107) Ebert, Harold	Field Tech II	FL	615000	0109	May-01	19,067	(19,067)	-	6,081
(108) Ebert, Shawn M.	Field Tech II	FL	615000	0455	Jun-04	19,386	(19,386)	1,346	6,081
(109) Eubanks, Brian J.	Water-Wastewater Operator II	FL	615000	0827	Nov-07	17,577	(9,277)	2,930	6,081
(110) Figueroa, Pedro J.	Lead Water-Wastewater Operator	FL	615000	0703	Sep-06	17,364	(12,541)	2,894	6,081
(111) Finch, Allan	Water-Wastewater Operator II	FL	615000	0102	Oct-00	15,517	(15,517)	-	6,081
(112) Finehirsh, Jeffrey S.	Water-Wastewater Operator I	FL	615000	0637	Jan-06	19,386	(16,155)	3,231	6,081
(113) Finigan, Michael A.	Field Tech I	FL	615000	0429	Mar-04	18,233	(18,233)	506	6,081
(114) Gentilucci, Domenic V	Area Manager	FL	615000	0864	Feb-08	22,372	(10,875)	3,729	6,081
(115) Godwin, Patrick L.	Lead Water-Wastewater Operator	FL	615000	0638	Jan-06	19,634	(16,362)	3,272	6,081
(116) Gongre, Bryan K	Regional Manager	FL	615000	0818	Sep-07	29,220	(16,234)	4,870	6,081
(117) Gongre, Jeremy R.	Field Tech I	FL	615000	0301	Aug-02	19,053	(19,053)	-	6,081
(118) Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL	615000	0639	Jan-06	25,852	(21,544)	4,309	6,081
(119) Grainger Jr, Leroy	Field Tech I	FL	615000	0610	Aug-05	18,681	(16,865)	3,114	6,081
(120) Hamilton, Don L.	Water-Wastewater Operator II	FL	615000	0868	Feb-08	2,897	(1,408)	483	6,081
(121) Hasty, Donald L.	Water-Wastewater Operator II	FL	615000	0739	Mar-07	17,024	(10,876)	2,837	6,081
(122) Hermanno, Rodol R	Field Tech I	FL	615000	0802	Aug-07	17,962	(10,229)	2,994	6,081
(123) Hogue, Raymond H.	Water-Wastewater Operator II	FL	615000	0771	May-07	16,222	(9,688)	2,704	6,081
(124) Hollister, Jimmie H.	Field Tech II	FL	615000	0612	Aug-05	16,472	(14,870)	2,745	6,081
(125) Inclima, Luke John	Water-Wastewater Operator II	FL	615000	0461	Jul-04	16,797	(16,797)	1,400	6,081
(126) Keys, Thomas E.	Water-Wastewater Operator II	FL	615000	9834	Aug-98	16,144	(16,144)	-	6,081
(127) Lorenzo, Alexander	Water-Wastewater Operator II	FL	615000	0014	Jan-00	15,363	(15,363)	-	6,081
(128) Marinelli, John A.	Area Manager	FL	615000	0509	Feb-05	29,473	(29,063)	4,912	6,081
(129) McPhee, Allison S.	Lead Water-Wastewater Operator	FL	615000	0448	Jun-04	18,713	(18,713)	1,299	6,081
(130) Morrell, Matthew J.	Field Tech II	FL	615000	0808	Jul-07	20,347	(11,869)	3,391	6,081
(131) Murphy, Eric	Operator II	FL	615000						
(132) Neal, William L.	Area Manager	FL	615000	0825	Nov-07	22,388	(11,816)	3,731	6,081
(133) Overton, Michael A.	Cross Connection Tech	FL	615000	0833	Nov-07	20,253	(10,689)	3,376	6,081
(134) Owens, Brian S.	Field Tech I	FL	615000	0741	Feb-07	16,707	(10,906)	2,785	6,081
(135) Parrish, Raymond A.	Water-Wastewater Operator II	FL	615000	0702	Oct-06	17,540	(12,424)	2,923	6,081
(136) Peaden II, Mark A.	Field Tech I	FL	615000	0730	Dec-06	16,504	(11,232)	2,751	6,081
(137) Pfouts, Steve L.	Lead Water-Wastewater Operator	FL	615000	0704	Sep-06	17,540	(12,668)	2,923	6,081

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1-7-11

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

w/p a

Totals		(k)	(l)	(m)	(n)	(o)	(p)		
Name	Position	State	Department	Vehicle Number	Depreciation Start	Vehicle Price	Vehicle Accumulated Depreciation Y/E Balance	Vehicle Depreciation Expense	Transportation Expense
(138) Phillips, Christopher	Field Tech I	FL	615000	0503	Dec-04	17,389	(17,389)	2,657	6,081
(139) Powell, Trevor B.	Water-Wastewater Operator II	FL	615000	0823	Nov-07	17,577	(9,277)	2,930	6,081
(140) Radcliff, Max Lee	Lead Water-Wastewater Operator	FL	615000	0423	Mar-04	19,058	(19,058)	529	6,081
(141) Raines, Craig A.	Water-Wastewater Operator II	FL	615000	0751	May-07	16,222	(9,688)	2,704	6,081
(142) Remigio, Roberto V.	Field Tech I	FL	615000	0824	Nov-07	17,577	(9,277)	2,930	6,081
(143) Richardson, James P.	Field Tech I	FL	615000	0533	Apr-05	18,131	(17,375)	3,022	6,081
(144) Schneider, Keith C.	Water-Wastewater Operator II	FL	615000	0671	Apr-06	13,318	(10,544)	2,220	6,081
(145) Schwades, Charles G.	Area Manager	FL	615000	0544	May-06	23,201	(18,046)	3,867	6,081
(146) Shoffstall, David E.	Lead Water-Wastewater Operator	FL	615000	0608	Aug-05	19,546	(17,646)	3,258	6,081
(147) Shue, Mickey A.	Field Tech II	FL	615000	0312	Aug-02	19,053	(19,053)	-	6,081
(148) Sillitoe, Kathy A.	Water Conservation Coordinator	FL	615000	0428	Mar-04	27,110	(27,110)	3,012	6,081
(149) Sillitoe, Terry W.	Water-Wastewater Operator II	FL	615000						
(150) Smith, Donald D.	Field Tech II	FL	615000	0513	Dec-04	22,344	(22,344)	3,414	6,081
(151) Straight, James L.	Water-Wastewater Operator I	FL	615000	0436	Mar-04	18,847	(18,847)	524	6,081
(152) Sudol, Corey	Water-Wastewater Operator II	FL	615000	0636	Jan-06	17,700	(14,750)	2,950	6,081
(153) Swegheimer, James A.	Lead Water-Wastewater Operator	FL	615000	0740	Mar-07	16,424	(10,493)	2,737	6,081
(154) Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL	615000	0705	Sep-06	18,392	(13,283)	3,065	6,081
(155) Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL	615000	0062	Jun-00	15,358	(15,358)	-	6,081
(156) Watkins, Cedric	Field Tech II	FL	615000	0829	Nov-07	20,820	(10,989)	3,470	6,081
(157) White, Ronald D.	Field Tech II	FL	615000	0811	Jul-07	20,310	(11,847)	3,385	6,081
(158) Wilson, Michael A.	Regional Manager	FL	615000	0728	Dec-06	28,711	(19,540)	4,785	6,081
(159) Worrell, David R.	Water-Wastewater Operator II	FL	615000	0828	Nov-07	16,940	(8,941)	2,823	6,081
(160) Wright, Thomas L.	Field Tech I	FL	615000	0731	Dec-06	18,387	(12,513)	3,064	6,081
(161) Vacant	Field Tech I	FL	615000						
(162) Vacant	Lead Water-Wastewater Operator	FL	615000						
(163) Vacant	Water-Wastewater Operator I	FL	615000						
(164) Dipasquale, Susan M.	Administrative Assistant	FL	615500						
(165) Hanks, Peggy J.	Administrative Assistant	FL	615500						
(166)									
						<u>\$1,400,232</u>	<u>(\$1,088,359)</u>	<u>\$318,622</u>	<u>\$419,591</u>

10/1/11

2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

PBC

Totals (a) (b) (c) (d) (e)
Name Position State Department Current Salary 2011 Overtime Annualized Total 3% increase Effective April 1st included in column (a) Total Pro Forma Salary

Utilities, Inc. of Eagle Ridge (a) (b) (c) (d) (e)
Name Position State Current Salary 2010 Overtime Annualized Total 3% increase Effective April 1st included in column (a) Total Pro Forma Salary

(167)	Andrejko, James	Controller	IL	611000	0.95%
(168)	Arnoux, Diane L.	HR/Payroll Administrator	IL	611000	0.95%
(169)	Chang, Tae	AP Clerk	IL	611000	0.95%
(170)	Vacant	Fixed Asset Accounting Manager	IL	611000	0.95%
(171)	Coughlin, Erin R.	Capital Projects Manager	IL	611000	0.95%
(172)	Vacant	Capital Projects Assistant	IL	611000	0.95%
(173)	Federico, Antoinette	AP Supervisor	IL	611000	0.95%
(174)	Friedman, Avelina	Tax Specialist	IL	611000	0.95%
(175)	Haynes Jr, John S.	Dir, Tax & Accounting Ops	IL	611000	0.95%
(176)	Kerey, Justin P.	Corporate Staff Accountant I	IL	611000	0.95%
(177)	Kim, Christine	Corporate Accounting Manager	IL	611000	0.95%
(178)	Lingeman, Samuel W.	Senior Financial Analyst	IL	611000	0.95%
(179)	Luppino, Nancy L.	AP Clerk	IL	611000	0.95%
(180)	Luppino, Phyllis A.	AP Clerk	IL	611000	0.95%
(181)	McLean, Pamela J.	Payroll Supervisor	IL	611000	0.95%
(182)	Metcalf, Janice L.	AP Clerk	IL	611000	0.95%
(183)	Miranda, Margarita	AP Clerk	IL	611000	0.95%
(184)	Pietras, Victoria M.	Senior Corporate Accountant	IL	611000	0.95%
(185)	Shimkus, Matthew D	Financial Plan & Analysis Mgr	IL	611000	0.95%
(186)	Zavilla, Annette	AP Clerk	IL	611000	0.95%
(187)	Stone, Leslie A.	Executive Assistant	IL	611500	0.95%
(188)	Hoy, John P.	Chief Operating Officer	IL	612000	0.95%
(189)	Japczyk, James F.	Chief Financial Officer	IL	612000	0.95%
(190)	Sparrow, Lisa A	President & CEO	IL	612000	0.95%
(191)	Stover, John R.	VP, General Counsel	IL	612000	0.95%
(192)	Sudduth, Donald E.	VP, Corporate Development	FL	612000	0.95%
(193)	Blomquist, Laura Louise	HR Generalist	IL	612500	0.95%
(194)	Devine, James P.	HR Manager	IL	612500	0.95%
(195)	McLoughlin, Kristi M	Benefits Administrator	IL	612500	0.95%
(196)	Dave, Hardik	Desktop Support Analyst II	IL	613000	0.95%
(197)	Osler, Tom G.	IT Manager	IL	613000	0.95%
(198)	Pannos, Nicholas James	Desktop Support Analyst II	IL	613000	0.95%
(199)	Smutny, Thomas A.	Network Administrator	IL	613000	0.95%
(200)	Bonagura, John F.	Regional Finance Manager	FL	613500	1.58%
(201)	Durham, Rick J.	RVP	FL	613500	1.58%
(202)	Flynn, Patrick C.	Regional Director	FL	613500	2.66%
(203)	Haws, Scotty L.	Rgnl Compliance & Safety Advsr	FL	613500	1.58%
(204)	Paule, Nancy P.	Receptionist	IL	613500	0.95%
(205)	Rose, Kendra E.	Compliance & Safety Coord	IL	613500	0.95%
(206)	Vacant	Operations Administration Mgr	IL	613500	0.95%
(207)	Vacant	Operations Administrator	IL	613500	0.95%
(208)	Barrett, Jason O.	Regulatory Staff Accountant II	IL	614000	0.95%
(209)	Ciecierski, Daniel	Regulatory Staff Accountant I	IL	614000	0.95%
(210)	Georgiev, Lena	Regulatory Accounting Manager	IL	614000	0.00%
(211)	Lubertozzi, Steven M.	Exec Dir, Regulatory Account	IL	614000	0.95%
(212)	Mehta, Dhvani S.	Regulatory Staff Accountant I	IL	614000	0.00%
(213)	Nedved, Spencer L.	Regulatory Staff Accountant I	IL	614000	0.95%
(214)	Nezselman, Dmitry	Senior Regulatory Accountant	IL	614000	0.00%
(215)	Povich, Erin P.	Senior Regulatory Accountant	IL	614000	0.95%
(216)	Shrake, Brian W.	Senior Regulatory Accountant	IL	614000	0.00%
(217)	Valrie, Lawanda N.	Regulatory Assistant	IL	614000	0.95%
(218)	Weeks, Kirsten E.	Regulatory Accounting Manager	IL	614000	0.95%
(219)	Williams III, John D.	Dir, Governmental Affairs	FL	614000	0.95%
(220)	Winans, Nicole D.	Regulatory Staff Accountant II	NV	614000	0.95%
(221)	Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL	614000	0.00%
(222)	Abbott, Loretta E.	CSR II	FL	614500	0.95%
(223)	Anderson, Tricia D.	CSR I	NC	614500	0.95%
(224)	Bachmann, Lisa A	CSR I	FL	614500	0.95%
(225)	Bennett, Kimberly J.	Customer Account Specialist	FL	614500	0.95%
(226)	Calbreath, Stephanie R.	CSR II	NC	614500	0.95%
(227)	Campbell, Pamela J.	CSR II	NV	614500	0.95%
(228)	Chandler, Matthew R.	CSR II	FL	614500	0.95%
(229)	Christian, Elise S.	Customer Relations Specialist	FL	614500	0.95%

45 PZ

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44 1/2

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Source: Reg 1

44-1
1-1-01

See testing on 44-1

Utilities, Inc.
Affiliate Audit
DK# 110153-SU, ACN 11-192-4-2
TYE 12/31/2010
Title Eagle Ridge Allocated Payroll
CONFIDENTIAL
10/11/11
JHP

2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

Totals				(a)	(b)	(c)	(d)	(e)
Name	Position	State	Department	Current Salary	2011 Overtime Annualized	Total	3% increase Effective April 1st included in column (a)	Total Pro Forma Salary
(230) Collado, Madelin	CSR I	NC	614500	0.95%				
(231) Deere, Brandi N	CSR I	FL	614500	0.95%				
(232) Demonbreun, Sheri D.	CSR I	FL	614500	0.95%				
(233) Dugan, Grace A.	Customer Care Manager	NV	614500	0.95%				
(234) Harden, Cristina	CSR I	FL	614500	0.95%				
(235) Iwinski, Cammy Andrea	CSR I	NV	614500	0.95%				
(236) Jenkins, Ingrid E.	CSR II	NC	614500	0.95%				
(237) Jones, Linda S.	CSR I	FL	614500	0.95%				
(238) Jones, Lori Lynn	CSR I	FL	614500	0.95%				
(239) Mayeski, Lorie L.	CSR II	FL	614500	0.95%				
(240) Norris, Maxine N	CSR I	NC	614500	0.95%				
(241) Orengo, Linette C	CSR I	FL	614500	0.95%				
(242) Raponi, Ann M.	Customer Care Manager	FL	614500	0.95%				
(243) Roberts, Miranda Ann	CSR I	NV	614500	0.95%				
(244) Robinson, Shona N.	CSR II	NC	614500	0.95%				
(245) Robinson, Vanessa F.	CSR II	NC	614500	0.95%				
(246) Sasic, Karen L.	Director, Customer Care	FL	614500	0.95%				
(247) Self, Rose D.	Customer Care Manager	NC	614500	0.95%				
(248) Sillitoe, Jacqueline. M.	Customer Care Specialist	FL	614500	0.95%				
(249) Silva, Lisa M.	CSR II	NC	614500	0.95%				
(250) Tackett, Samantha R.	CSR I	NV	614500	0.95%				
(251) Thimmes, Karen L.	CSR I	FL	614500	0.95%				
(252) Trovinger, Ferrellyn L.	Lead CSR	FL	614500	0.95%				
(253) Voiz, Deborah E.	CSR I	FL	614500	0.95%				
(254) Wilson, Vicki L.	CSR I	FL	614500	0.95%				
(255) Krugler, Adrienne R.	Billing Manager	IL	614600	0.95%				
(256) Sverida, Agnes	Asst Mgr of Billing	IL	614600	0.95%				
(257) Ceballos, Isabet	Collections Specialist	FL	614700	0.95%				
(258) Lybarger, Andrea	Collections Specialist	FL	614700	0.95%				
(259) Sowell, George William	Corporate Services Manager	SC	614700	0.95%				
(260) Alberigi, David J.	Field Tech I	FL	615000	0.00%				
(261) Anderson, Daniel S.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(262) Austin, Arthur C.	Field Tech II	FL	615000	0.00%				
(263) Bailey, Alan R.	Water-Wastewater Operator II	FL	615000	0.00%				
(264) Boersma, David A.	Lead Water-Wastewater Operator	FL	615000	100.00%				
(265) Brown, Donna R.	Field Tech I	FL	615000	0.00%				
(266) Buono, Robert A.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(267) Callahan, Robert L.	Field Tech II	FL	615000	0.00%				
(268) Cardinal, Anthony A.	Water-Wastewater Operator I	FL	615000	0.00%				
(269) Carver, Nathaniel Q.	Area Manager	FL	615000	0.00%				
(270) Chard, Ronald	Cross Connection Tech	FL	615000	14.10%				
(271) Cook, James H.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(272) Cooper, Robert K.	Field Tech III	FL	615000	0.00%				
(273) Ebert, Harold	Field Tech II	FL	615000	0.00%				
(274) Ebert, Shawn M.	Field Tech II	FL	615000	0.00%				
(275) Eubanks, Brian J.	Water-Wastewater Operator II	FL	615000	0.00%				
(276) Figueros, Pedro L.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(277) Finch, Allan	Water-Wastewater Operator II	FL	615000	0.00%				
(278) Finehirsh, Jeffrey S.	Water-Wastewater Operator I	FL	615000	0.00%				
(279) Finigan, Michael A.	Field Tech I	FL	615000	0.00%				
(280) Gentilucci, Domenic V	Area Manager	FL	615000	0.00%				
(281) Godwin, Patrick L.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(282) Gongre, Bryan K	Regional Manager	FL	615000	0.00%				
(283) Gongre, Jeremy R.	Field Tech I	FL	615000	0.00%				
(284) Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(285) Grainger Jr, Leroy	Field Tech I	FL	615000	0.00%				
(286) Hamilton, Don L.	Water-Wastewater Operator II	FL	615000	0.00%				
(287) Hasty, Donald L.	Water-Wastewater Operator II	FL	615000	0.00%				
(288) Hermano, Rodel R.	Field Tech I	FL	615000	0.00%				
(289) Hogue, Raymond H.	Water-Wastewater Operator II	FL	615000	0.00%				
(290) Hollister, Jimmie H.	Field Tech II	FL	615000	0.00%				
(291) Inclima, Luke John	Water-Wastewater Operator II	FL	615000	0.00%				
(292) Keys, Thomas E.	Water-Wastewater Operator II	FL	615000	0.00%				
(293) Lorenzo, Alexander	Water-Wastewater Operator II	FL	615000	0.00%				
(294) Marinelli, John A.	Area Manager	FL	615000	0.00%				
(295) McPhee, Allison S.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(296) Morrell, Matthew J.	Field Tech II	FL	615000	0.00%				
(297) Murphy, Eric	Operator II	FL	615000	65.47%				
(298) Neal, William L.	Area Manager	FL	615000	0.00%				

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44-1-30

44-1-30

44-1-30

44-1
1-1 p2

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals				(a)	(b)	(c)	(d)	(e)
Name	Position	State	Department	Current Salary	2011 Overtime Annualized	Total	3% increase Effective April 1st included in column (a)	Total Pro Forma Salary
(299) Overton, Michael A.	Cross Connection Tech	FL	615000	0.00%				
(300) Owens, Brian S.	Field Tech I	FL	615000	0.00%				
(301) Parrish, Raymond A.	Water-Wastewater Operator II	FL	615000	0.00%				
(302) Peaden II, Mark A.	Field Tech I	FL	615000	0.00%				
(303) Pfouts, Steve L.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(304) Phillips, Christopher	Field Tech I	FL	615000	0.00%				
(305) Powell, Trevor B.	Water-Wastewater Operator II	FL	615000	0.00%				
(306) Radcliff, Max Lee	Lead Water-Wastewater Operator	FL	615000	0.00%				
(307) Raines, Craig A.	Water-Wastewater Operator II	FL	615000	0.00%				
(308) Remigio, Roberto V.	Field Tech I	FL	615000	0.00%				
(309) Richardson, James P.	Field Tech I	FL	615000	0.00%				
(310) Schneider, Keith C.	Water-Wastewater Operator II	FL	615000	0.00%				
(311) Schwades, Charles G.	Area Manager	FL	615000	0.00%				
(312) Shoffstall, David E.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(313) Shue, Mickey A.	Field Tech II	FL	615000	0.00%				
(314) Sillitoe, Kathy A.	Water Conservation Coordinator	FL	615000	0.00%				
(315) Sillitoe, Terry W.	Water-Wastewater Operator II	FL	615000	0.00%				
(316) Smith, Donald D.	Field Tech II	FL	615000	0.00%				
(317) Straight, James L.	Water-Wastewater Operator I	FL	615000	0.00%				
(318) Sudol, Corey	Water-Wastewater Operator II	FL	615000	0.00%				
(319) Swegheimer, James A.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(320) Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(321) Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL	615000	0.00%				
(322) Watkins, Cedric	Field Tech II	FL	615000	0.00%				
(323) White, Ronald D.	Field Tech II	FL	615000	0.00%				
(324) Wilson, Michael A.	Regional Manager	FL	615000	13.49%				
(325) Worrell, David R.	Water-Wastewater Operator II	FL	615000	0.00%				
(326) Wright, Thomas L.	Field Tech I	FL	615000	0.00%				
(327) Vacant	Field Tech I	FL	615000	0.00%				
(328) Vacant	Lead Water-Wastewater Operator	FL	615000	0.00%				
(329) Vacant	Water-Wastewater Operator I	FL	615000	65.47%				
(330) DiPasquale, Susan M.	Administrative Assistant	FL	615500	2.66%				
(331) Hanks, Peggy J.	Administrative Assistant	FL	615500	2.66%				
(332)								

Salaries w/o officers

Officers

Add back captive deduction

194,460 (44-1 p2)
 1,1420 (44-1 p2)
 21,624 (44-1 p2)
227,504

(A) Lead operator is vacant

Operators \$166,753
 Administrative 60,751 20%
\$227,504

44-1
 1-1
 p3

2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals			(f)	(g)	(h)	(i)	(j)	
Name	Position	State	Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits
Utilities, Inc. of Eagle Ridge								
Name	Position	State		(f) Pro Forma FICA	(g) Pro Forma FUTA	(h) Pro Forma SUTA	(i) Pro Forma 401K	(j) Pro Forma Health Insurance and Benefits
(167) Andrejko, James	Controller	IL	611000					
(168) Arnoux, Diane L.	HR/Payroll Administrator	IL	611000					
(169) Chang, Tae	AP Clerk	IL	611000					
(170) Vacant	Fixed Asset Accounting Manager	IL	611000					
(171) Coughlin, Erin R.	Capital Projects Manager	IL	611000					
(172) Vacant	Capital Projects Assistant	IL	611000					
(173) Federico, Antoinette	AP Supervisor	IL	611000					
(174) Friedman, Avelina	Tax Specialist	IL	611000					
(175) Haynes Jr, John S.	Dir, Tax & Accounting Ops	IL	611000					
(176) Kersey, Justin P.	Corporate Staff Accountant I	IL	611000					
(177) Kim, Christine	Corporate Accounting Manager	IL	611000					
(178) Lingeman, Samuel W.	Senior Financial Analyst	IL	611000					
(179) Luppino, Nancy L.	AP Clerk	IL	611000					
(180) Luppino, Phyllis A.	AP Clerk	IL	611000					
(181) McLean, Pamela J.	Payroll Supervisor	IL	611000					
(182) Metcalf, Janice L.	AP Clerk	IL	611000					
(183) Miranda, Margarita	AP Clerk	IL	611000					
(184) Pietras, Victoria M.	Senior Corporate Accountant	IL	611000					
(185) Shimkus, Matthew D.	Financial Plan & Analysis Mgr	IL	611000					
(186) Zavilla, Annette	AP Clerk	IL	611000					
(187) Stone, Leslie A.	Executive Assistant	IL	611500					
(188) Hoy, John P.	Chief Operating Officer	IL	612000					
(189) Jarczyk, James F.	Chief Financial Officer	IL	612000					
(190) Sparrow, Lisa A.	President & CEO	IL	612000					
(191) Stover, John R.	VP, General Counsel	IL	612000					
(192) Sudduth, Donald E.	VP, Corporate Development	FL	612000					
(193) Blomquist, Laura Louise	HR Generalist	IL	612500					
(194) Devine, James P.	HR Manager	IL	612500					
(195) McLoughlin, Kristi M.	Benefits Administrator	IL	612500					
(196) Dave, Hardik	Desktop Support Analyst II	IL	613000					
(197) Ostler, Tom G.	IT Manager	IL	613000					
(198) Pannos, Nicholas James	Desktop Support Analyst II	IL	613000					
(199) Smutny, Thomas A.	Network Administrator	IL	613000					
(200) Bonagura, John F.	Regional Finance Manager	FL	613500					
(201) Durham, Rick J.	RVP	FL	613500					
(202) Flynn, Patrick C.	Regional Director	FL	613500					
(203) Haws, Scotty L.	Rgnl Compliance & Safety Advsr	FL	613500					
(204) Paule, Nancy P.	Receptionist	IL	613500					
(205) Rose, Kendra E.	Compliance & Safety Coord	IL	613500					
(206) Vacant	Operations Administration Mgr	IL	613500					
(207) Vacant	Operations Administrator	IL	613500					
(208) Barrett, Jason O.	Regulatory Staff Accountant II	IL	614000					
(209) Ciecierski, Daniel	Regulatory Staff Accountant I	IL	614000					
(210) Georgiev, Lena	Regulatory Accounting Manager	IL	614000					
(211) Lubertozzi, Steven M.	Exec Dir, Regulatory Account	IL	614000					
(212) Mehta, Dhvani S.	Regulatory Staff Accountant I	IL	614000					
(213) Nedved, Spencer L.	Regulatory Staff Accountant I	IL	614000					
(214) Neyzelman, Dmitry	Senior Regulatory Accountant	IL	614000					
(215) Povich, Erin P.	Senior Regulatory Accountant	IL	614000					
(216) Shrake, Brian W.	Senior Regulatory Accountant	IL	614000					
(217) Valrie, Lawanda N.	Regulatory Assistant	IL	614000					
(218) Weeks, Kristen E.	Regulatory Accounting Manager	IL	614000					
(219) Williams III, John D.	Dir, Governmental Affairs	FL	614000					
(220) Winans, Nicole D.	Regulatory Staff Accountant II	NV	614000					
(221) Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL	614000					
(222) Abbott, Loretta E.	CSR II	FL	614500					
(223) Anderson, Tricia D.	CSR I	NC	614500					
(224) Bachmann, Lisa A.	CSR I	FL	614500					
(225) Bennett, Kimberly J.	Customer Account Specialist	FL	614500					
(226) Calbreath, Stephanie R.	CSR II	NC	614500					
(227) Campbell, Pamela J.	CSR II	NV	614500					
(228) Chandler, Matthew R.	CSR II	FL	614500					
(229) Christian, Elise S.	Customer Relations Specialist	FL	614500					

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2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals		(f)	(g)	(h)	(i)	(j)		
Name	Position	State	Department	Pro Forma FICA	Pro Forma FITA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits
(230) Collado, Madelin	CSR I	NC	614500					
(231) Deere, Brandi N	CSR I	FL	614500					
(232) Demonbreun, Sheri D.	CSR I	FL	614500					
(233) Dugan, Grace A.	Customer Care Manager	NV	614500					
(234) Harden, Cristina	CSR I	FL	614500					
(235) Iwinski, Cammy Andrea	CSR I	NV	614500					
(236) Jenkins, Ingrid E.	CSR II	NC	614500					
(237) Jones, Linda S.	CSR I	FL	614500					
(238) Jones, Lori Lynn	CSR I	FL	614500					
(239) Mayeski, Lorie L.	CSR II	FL	614500					
(240) Norris, Maxine N	CSR I	NC	614500					
(241) Orengo, Linette C	CSR I	FL	614500					
(242) Kaponi, Ann M.	Customer Care Manager	FL	614500					
(243) Roberts, Miranda Ann	CSR I	NV	614500					
(244) Robinson, Shona N.	CSR II	NC	614500					
(245) Robinson, Vanessa F.	CSR II	NC	614500					
(246) Sasic, Karen L.	Director, Customer Care	FL	614500					
(247) Self, Rose D.	Customer Care Manager	NC	614500					
(248) Sillitoe, Jacqueline M.	Customer Care Specialist	FL	614500					
(249) Silva, Lisa M.	CSR II	NC	614500					
(250) Tackett, Samantha R.	CSR I	NV	614500					
(251) Thimmes, Karen L.	CSR I	FL	614500					
(252) Trowinger, Ferrellyn L.	Lead CSR	FL	614500					
(253) Volz, Deborah E.	CSR I	FL	614500					
(254) Wilson, Vicki L.	CSR I	FL	614500					
(255) Krugler, Adrienne R.	Billing Manager	IL	614600					
(256) Sverida, Agnes	Asst Mgr of Billing	IL	614600					
(257) Ceballos, Isabel	Collections Specialist	FL	614700					
(258) Lybarger, Andrea	Collections Specialist	FL	614700					
(259) Sowell, George William	Corporate Services Manager	SC	614700					
(260) Alberigi, David J.	Field Tech I	FL	615000					
(261) Anderson, Daniel S.	Lead Water-Wastewater Operator	FL	615000					
(262) Austin, Arthur C.	Field Tech II	FL	615000					
(263) Bailey, Alan R.	Water-Wastewater Operator II	FL	615000					
(264) Boersma, David A.	Lead Water-Wastewater Operator	FL	615000					
(265) Brown, Donna R.	Field Tech I	FL	615000					
(266) Buono, Robert A.	Lead Water-Wastewater Operator	FL	615000					
(267) Callahan, Robert L.	Field Tech II	FL	615000					
(268) Cardinal, Anthony A.	Water-Wastewater Operator I	FL	615000					
(269) Carver, Nathaniel Q.	Area Manager	FL	615000					
(270) Chard, Ronald	Cross Connection Tech	FL	615000					
(271) Cook, James H.	Lead Water-Wastewater Operator	FL	615000					
(272) Cooper, Robert K.	Field Tech III	FL	615000					
(273) Ebert, Harold	Field Tech II	FL	615000					
(274) Ebert, Shawn M.	Field Tech II	FL	615000					
(275) Eubanks, Brian J.	Water-Wastewater Operator II	FL	615000					
(276) Figueroa, Pedro L.	Lead Water-Wastewater Operator	FL	615000					
(277) Finch, Allan	Water-Wastewater Operator II	FL	615000					
(278) Finehirsh, Jeffrey S.	Water-Wastewater Operator I	FL	615000					
(279) Finigan, Michael A.	Field Tech I	FL	615000					
(280) Gentiluoci, Domenic V	Area Manager	FL	615000					
(281) Godwin, Patrick L.	Lead Water-Wastewater Operator	FL	615000					
(282) Gongre, Bryan K.	Regional Manager	FL	615000					
(283) Gongre, Jeremy R.	Field Tech I	FL	615000					
(284) Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL	615000					
(285) Grainger Jr, Leroy	Field Tech I	FL	615000					
(286) Hamilton, Don L.	Water-Wastewater Operator II	FL	615000					
(287) Hasty, Donald L.	Water-Wastewater Operator II	FL	615000					
(288) Hermans, Rodel R.	Field Tech I	FL	615000					
(289) Hogue, Raymond H.	Water-Wastewater Operator II	FL	615000					
(290) Hollister, Jimmie H.	Field Tech II	FL	615000					
(291) Inclina, Luke John	Water-Wastewater Operator II	FL	615000					
(292) Keys, Thomas E.	Water-Wastewater Operator II	FL	615000					
(293) Lorenzo, Alexander	Water-Wastewater Operator II	FL	615000					
(294) Marinelli, John A.	Area Manager	FL	615000					
(295) McPhee, Allison S.	Lead Water-Wastewater Operator	FL	615000					
(296) Morrell, Matthew J.	Field Tech II	FL	615000					
(297) Murphy, Eric	Operator II	FL	615000					
(298) Neal, William L.	Area Manager	FL	615000					

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2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals		(f)	(g)	(h)	(i)	(j)		
Name	Position	State	Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits
(299) Overton, Michael A.	Cross Connection Tech	FL	615000					
(300) Owens, Brian S.	Field Tech I	FL	615000					
(301) Parrish, Raymond A.	Water-Wastewater Operator II	FL	615000					
(302) Peaden II, Mark A.	Field Tech I	FL	615000					
(303) Pfouts, Steve L.	Lead Water-Wastewater Operator	FL	615000					
(304) Phillips, Christopher	Field Tech I	FL	615000					
(305) Powell, Trevor B.	Water-Wastewater Operator II	FL	615000					
(306) Radcliff, Max Lee	Lead Water-Wastewater Operator	FL	615000					
(307) Raines, Craig A.	Water-Wastewater Operator II	FL	615000					
(308) Remigio, Roberto V.	Field Tech I	FL	615000					
(309) Richardson, James P.	Field Tech I	FL	615000					
(310) Schneider, Keith C.	Water-Wastewater Operator II	FL	615000					
(311) Schwades, Charles G.	Area Manager	FL	615000					
(312) Shoffstall, David E.	Lead Water-Wastewater Operator	FL	615000					
(313) Shue, Mickey A.	Field Tech II	FL	615000					
(314) Sillitoe, Kathy A.	Water Conservation Coordinator	FL	615000					
(315) Sillitoe, Terry W.	Water-Wastewater Operator II	FL	615000					
(316) Smith, Donald D.	Field Tech II	FL	615000					
(317) Straight, James L.	Water-Wastewater Operator I	FL	615000					
(318) Sudol, Corey	Water-Wastewater Operator II	FL	615000					
(319) Swegheimer, James A.	Lead Water-Wastewater Operator	FL	615000					
(320) Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL	615000					
(321) Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL	615000					
(322) Watkins, Cedric	Field Tech II	FL	615000					
(323) White, Ronald D.	Field Tech II	FL	615000					
(324) Wilson, Michael A.	Regional Manager	FL	615000					
(325) Worrell, David R.	Water-Wastewater Operator II	FL	615000					
(326) Wright, Thomas L.	Field Tech I	FL	615000					
(327) Vacant	Field Tech I	FL	615000					
(328) Vacant	Lead Water-Wastewater Operator	FL	615000					
(329) Vacant	Water-Wastewater Operator I	FL	615000					
(330) Dipasquale, Susan M.	Administrative Assistant	FL	615500					
(331) Hanks, Peggy J.	Administrative Assistant	FL	615500					
(332)								

} \$18,936
} \$51,022
} 44-1p2
} 44-1p2

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2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

Totals	(f)	(g)	(h)	(i)	(j)			
Name	Position	State	Department	Pro Forma FICA	Pro Forma FUTA	Pro Forma SUTA	Pro Forma 401K	Pro Forma Health Insurance and Benefits

- (a) Salaries are most current data as of 04/27/10
- (b) Overtime is most current data, annualized for a full year as of 04/28/2010.
- (c) Sum of (a) + (b).
- (d) Increase of 3.5% on annualized salaries, scheduled for April 2011.
- (e) Sum of (c) + (d).
- (f) FICA on column (e), at current FICA rates.
- (g) FUTA on column (e), at current FUTA rates.
- (h) SUTA on column (e), at current FUTA rates.
- (i) Result of a 4% 401(k) contribution on column (e) + any employer match on column (e)
- (j) Health insurance and benefits for full-time employees, see calculation on w/p f.
- (k) Vehicle number.
- (l) Month and year vehicle was purchased.
- (m) Cost of vehicle.
- (n) Accumulated depreciation at TY end on vehicle (6 yr life).
- (o) Depreciation expense for TY on vehicle.
- (p) Transportation expense for vehicles, see calculation on w/p e

Other Notes:
 Salaries, payroll taxes, benefits, and vehicle data are calculated by taking the total amounts per employee and multiplying those amounts by the correct ERC percentage for Bayside and Sandy Creek based on each employee's ERC allocation.

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2011 RATE CASES SALARY ADJUSTMENT
DETAILED SALARY BY EMPLOYEE

Total Co.
Revised Benefits

PBJ

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Totals			(i)	(j)
Name	Position	State	Pro Forma 401K	Pro Forma Health Insurance and Benefits
(1) Andrejko, James	Controller	IL		
(2) Arnoux, Diane L.	HR/Payroll Administrator	IL		
(3) Chang, Tac	AP Clerk	IL		
(4) Vacant	Fixed Asset Accounting Manager	IL		
(5) Coughlin, Erin R.	Capital Projects Manager	IL		
(6) Vacant	Capital Projects Assistant	IL		
(7) Federico, Antoinette	AP Supervisor	IL		
(8) Friedman, Avelina	Tax Specialist	IL		
(9) Haynes Jr, John S.	Dir, Tax & Accounting Ops	IL		
(10) Kersey, Justin P.	Corporate Staff Accountant I	IL		
(11) Kim, Christine	Corporate Accounting Manager	IL		
(12) Lingeman, Samuel W.	Senior Financial Analyst	IL		
(13) Luppino, Nancy L.	AP Clerk	IL		
(14) Luppino, Phyllis A.	AP Clerk	IL		
(15) McLean, Pamela J.	Payroll Supervisor	IL		
(16) Metcalf, Janice L.	AP Clerk	IL		
(17) Miranda, Margarita	AP Clerk	IL		
(18) Pietras, Victoria M.	Senior Corporate Accountant	IL		
(19) Shimkus, Matthew D.	Financial Plan & Analysis Mgr	IL		
(20) Zavilla, Annette	AP Clerk	IL		
(21) Stone, Leslie A.	Executive Assistant	IL		
(22) Hoy, John P.	Chief Operating Officer	IL		
(23) Japczyk, James F.	Chief Financial Officer	IL		
(24) Sparrow, Lisa A.	President & CEO	IL		
(25) Stover, John R.	VP, General Counsel	IL		
(26) Sudduth, Donald E.	VP, Corporate Development	FL		
(27) Blomquist, Laura Louise	HR Generalist	IL		
(28) Devine, James P.	HR Manager	IL		
(29) McLoughlin, Kristi M.	Benefits Administrator	IL		
(30) Dave, Hardik	Desktop Support Analyst II	IL		
(31) Oetler, Tom G.	IT Manager	IL		
(32) Pannos, Nicholas James	Desktop Support Analyst II	IL		
(33) Smutny, Thomas A.	Network Administrator	IL		
(34) Bonagura, John F.	Regional Finance Manager	FL		
(35) Durham, Rick J.	RVP	FL		
(36) Flynn, Patrick C.	Regional Director	FL		
(37) Haws, Scotty L.	Rgnl Compliance & Safety Advsr	FL		
(38) Paule, Nancy P.	Receptionist	IL		
(39) Rose, Kendra E.	Compliance & Safety Coord	IL		
(40) Vacant	Operations Administration Mgr	IL		
(41) Vacant	Operations Administrator	IL		
(42) Barrett, Jason O.	Regulatory Staff Accountant II	IL		
(43) Ciecieraki, Daniel	Regulatory Staff Accountant I	IL		
(44) Georgiev, Lena	Regulatory Accounting Manager	IL		
(45) Lubertozzi, Steven M.	Exec Dir, Regulatory Account	IL		
(46) Mehta, Dhvani S.	Regulatory Staff Accountant I	IL		
(47) Nedved, Spencer L.	Regulatory Staff Accountant I	IL		
(48) Neyzelman, Dimitry	Senior Regulatory Accountant	IL		
(49) Povich, Erin P.	Senior Regulatory Accountant	IL		
(50) Shrake, Brian W.	Senior Regulatory Accountant	IL		
(51) Valrie, Lawanda N.	Regulatory Assistant	IL		
(52) Weeks, Kirsten E.	Regulatory Accounting Manager	IL		
(53) Williams III, John D.	Dir, Governmental Affairs	FL		
(54) Winans, Nicole D.	Regulatory Staff Accountant II	NV		
(55) Yap Jr., Lowell M.	Regulatory Staff Accountant I	IL		
(56) Abbott, Loretta E.	CSR II	FL		
(57) Anderson, Tricia D.	CSR I	NC		
(58) Bachmann, Lisa A.	CSR I	FL		
(59) Bennett, Kimberly J.	Customer Account Specialist	FL		
(60) Calbreath, Stephanie R.	CSR II	NC		
(61) Campbell, Pamela J.	CSR II	NV		
(62) Chandler, Matthew R.	CSR II	FL		
(63) Christian, Elise S.	Customer Relations Specialist	FL		
(64) Collado, Madelin	CSR I	NC		
(65) Deere, Brandi N.	CSR I	FL		
(66) Demondreun, Sheri D.	CSR I	FL		
(67) Dugan, Grace A.	Customer Care Manager	NV		
(68) Harden, Cristina	CSR I	FL		

Source: Reg 13

Title Co Revised Benefits
for 401k only
Total Co

Utilities, Inc.
Affiliate Audit
DK# 110153-SU, ACN 11-192-4-2
TYE 12/31/2010

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2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

(69)	Iwinski, Cammy Andrea	CSR I	NV
(70)	Jenkins, Ingrid E.	CSR II	NC
(71)	Jones, Linda S.	CSR I	FL
(72)	Jones, Lori Lynn	CSR I	FL
(73)	Mayeski, Lorie L.	CSR II	FL
(74)	Norris, Maxine N	CSR I	NC
(75)	Orengo, Linette C	CSR I	FL
(76)	Raponi, Ann M.	Customer Care Manager	FL
(77)	Roberts, Miranda Ann	CSR I	NV
(78)	Robinson, Shona N.	CSR II	NC
(79)	Robinson, Vanessa F.	CSR II	NC
(80)	Satic, Karen L.	Director, Customer Care	FL
(81)	Self, Rose D.	Customer Care Manager	NC
(82)	Sillitoe, Jacqueline M.	Customer Care Specialist	FL
(83)	Silva, Lisa M.	CSR II	NC
(84)	Tackett, Samantha R.	CSR I	NV
(85)	Thimmes, Karen L.	CSR I	FL
(86)	Trovinger, Ferrellyn L.	Lead CSR	FL
(87)	Volz, Deborah E.	CSR I	FL
(88)	Wilson, Vicki L.	CSR I	FL
(89)	Krugler, Adrienne R.	Billing Manager	IL
(90)	Sverida, Agnes	Asst Mgr of Billing	IL
(91)	Ceballos, Isabel	Collections Specialist	FL
(92)	Lybarger, Andrea	Collections Specialist	FL
(93)	Sowell, George William	Corporate Services Manager	SC
(94)	Alberigi, David J.	Field Tech I	FL
(95)	Anderson, Daniel S.	Lead Water-Wastewater Operator	FL
(96)	Austin, Arthur C.	Field Tech II	FL
(97)	Bailey, Alan R.	Water-Wastewater Operator II	FL
(98)	Boersma, David A.	Lead Water-Wastewater Operator	FL
(99)	Brown, Donna R.	Field Tech I	FL
(100)	Buono, Robert A.	Lead Water-Wastewater Operator	FL
(101)	Callahan, Robert L.	Field Tech II	FL
(102)	Cardinal, Anthony A.	Water-Wastewater Operator I	FL
(103)	Carver, Nathaniel Q.	Area Manager	FL
(104)	Chard, Ronald	Cross Connection Tech	FL
(105)	Cook, James H.	Lead Water-Wastewater Operator	FL
(106)	Cooper, Robert K.	Field Tech III	FL
(107)	Ebert, Harold	Field Tech II	FL
(108)	Ebert, Shawn M.	Field Tech II	FL
(109)	Eubanks, Brian J.	Water-Wastewater Operator II	FL
(110)	Figueras, Pedro L.	Lead Water-Wastewater Operator	FL
(111)	Finch, Allan	Water-Wastewater Operator II	FL
(112)	Finchirsh, Jeffrey S.	Water-Wastewater Operator I	FL
(113)	Finigan, Michael A.	Field Tech I	FL
(114)	Gentilucci, Domenic V	Area Manager	FL
(115)	Godwin, Patrick L.	Lead Water-Wastewater Operator	FL
(116)	Gongre, Bryan K.	Regional Manager	FL
(117)	Gongre, Jeremy R.	Field Tech I	FL
(118)	Gosnell, Scotty G.	Lead Water-Wastewater Operator	FL
(119)	Grainger Jr, Leroy	Field Tech I	FL
(120)	Hamilton, Don L.	Water-Wastewater Operator II	FL
(121)	Hasty, Donald L.	Water-Wastewater Operator II	FL
(122)	Herrnomo, Rodel R.	Field Tech I	FL
(123)	Hogue, Raymond H.	Water-Wastewater Operator II	FL
(124)	Hollister, Jimmie H.	Field Tech II	FL
(125)	Inclima, Luke John	Water-Wastewater Operator II	FL
(126)	Keys, Thomas E.	Water-Wastewater Operator II	FL
(127)	Lorenzo, Alexander	Water-Wastewater Operator II	FL
(128)	Martinelli, John A.	Area Manager	FL
(129)	McPhee, Allison S.	Lead Water-Wastewater Operator	FL
(130)	Morrell, Matthew J.	Field Tech II	FL
(131)	Murphy, Eric	Operator II	FL
(132)	Neal, William L.	Area Manager	FL
(133)	Overton, Michael A.	Cross Connection Tech	FL
(134)	Owens, Brian S.	Field Tech I	FL
(135)	Parrish, Raymond A.	Water-Wastewater Operator II	FL
(136)	Peaden II, Mark A.	Field Tech I	FL
(137)	Pfouts, Steve L.	Lead Water-Wastewater Operator	FL
(138)	Phillips, Christopher	Field Tech I	FL
(139)	Powell, Trevor B.	Water-Wastewater Operator II	FL
(140)	Radcliff, Max Lee	Lead Water-Wastewater Operator	FL

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2011 RATE CASES SALARY ADJUSTMENT
 DETAILED SALARY BY EMPLOYEE

(141)	Raines, Craig A.	Water-Wastewater Operator II	FL	21,120	
(142)	Remigio, Roberto V.	Field Tech I	FL	18,240	
(143)	Richardson, James P.	Field Tech I	FL	18,240	
(144)	Schneider, Keith C.	Water-Wastewater Operator II	FL	21,120	
(145)	Schwades, Charles G.	Area Manager	FL	30,240	
(146)	Shoffstall, David E.	Lead Water-Wastewater Operator	FL	24,960	
(147)	Shue, Mickey A.	Field Tech II	FL	19,680	
(148)	Sillitoe, Kathy A.	Water Conservation Coordinator	FL	21,120	
(149)	Sillitoe, Terry W.	Water-Wastewater Operator II	FL	21,120	
(150)	Smith, Donald D.	Field Tech II	FL	19,680	
(151)	Straight, James L.	Water-Wastewater Operator I	FL	18,240	
(152)	Sudol, Corey	Water-Wastewater Operator II	FL	21,120	
(153)	Swegheimer, James A.	Lead Water-Wastewater Operator	FL	24,960	
(154)	Szczepkowski, Stephen A.	Lead Water-Wastewater Operator	FL	24,960	
(155)	Van Meter, Nathan Z.	Lead Water-Wastewater Operator	FL	24,960	
(156)	Watkins, Cedric	Field Tech II	FL	19,680	
(157)	White, Ronald D.	Field Tech II	FL	19,680	
(158)	Wilson, Michael A.	Regional Manager	FL	30,240	
(159)	Worrell, David R.	Water-Wastewater Operator II	FL	21,120	
(160)	Wright, Thomas L.	Field Tech I	FL	18,240	
(161)	Vacant	Field Tech I	FL	18,240	
(162)	Vacant	Lead Water-Wastewater Operator	FL	24,960	
(163)	Vacant	Water-Wastewater Operator I	FL	18,240	
(164)	Dipasquale, Susan M.	Administrative Assistant	FL	18,240	
(165)	Hanks, Peggy J.	Administrative Assistant	FL	18,240	
(166)			FL		

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REDACTED

MEMORANDUM OF CLOSING DOCUMENTS

UTILITIES, INC.



CLOSING: July 19, 2006

PARTIES

Company

Utilities, Inc.

Purchasers

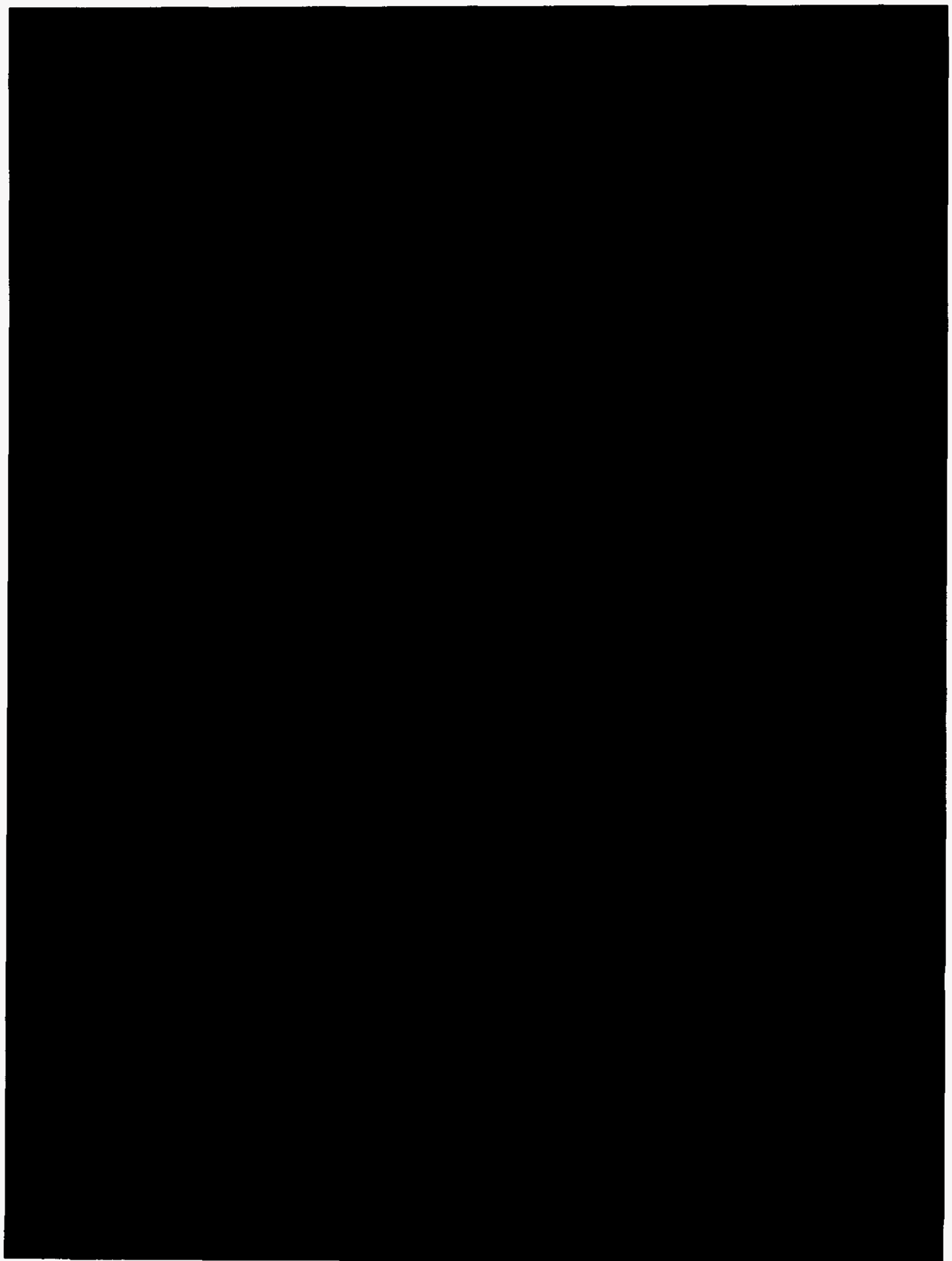
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The Northwestern Mutual Life Insurance Company
Hartford Life Insurance Company
Hartford Life and Annuity Insurance Company
Hartford Life and Accident Insurance Company
New York Life Insurance Company
New York Life Insurance and Annuity Corporation
Phoenix Life Insurance Company
American United Life Insurance Company
Pioneer Mutual Life Insurance Company
The State Life Insurance Company

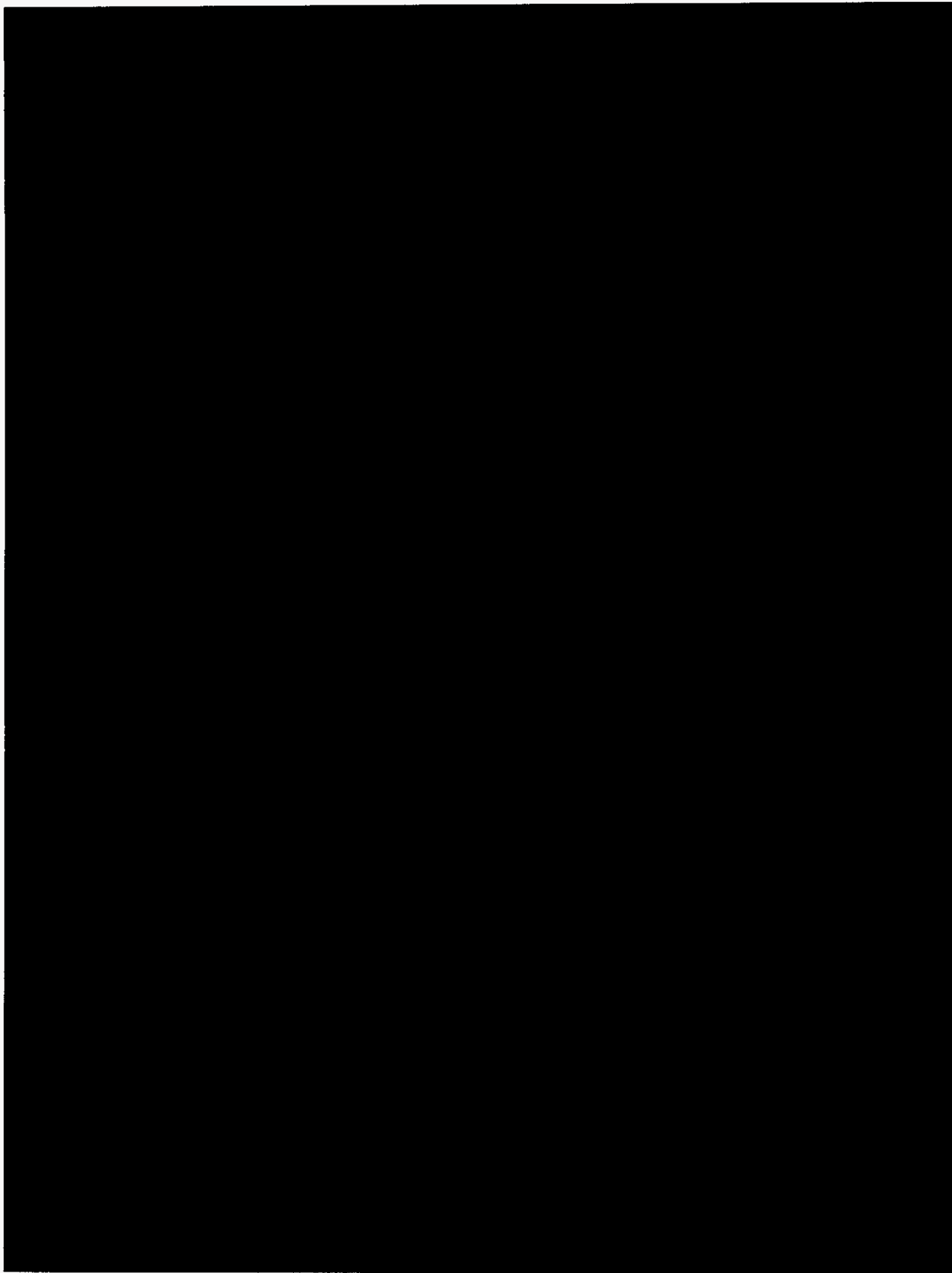
Agent

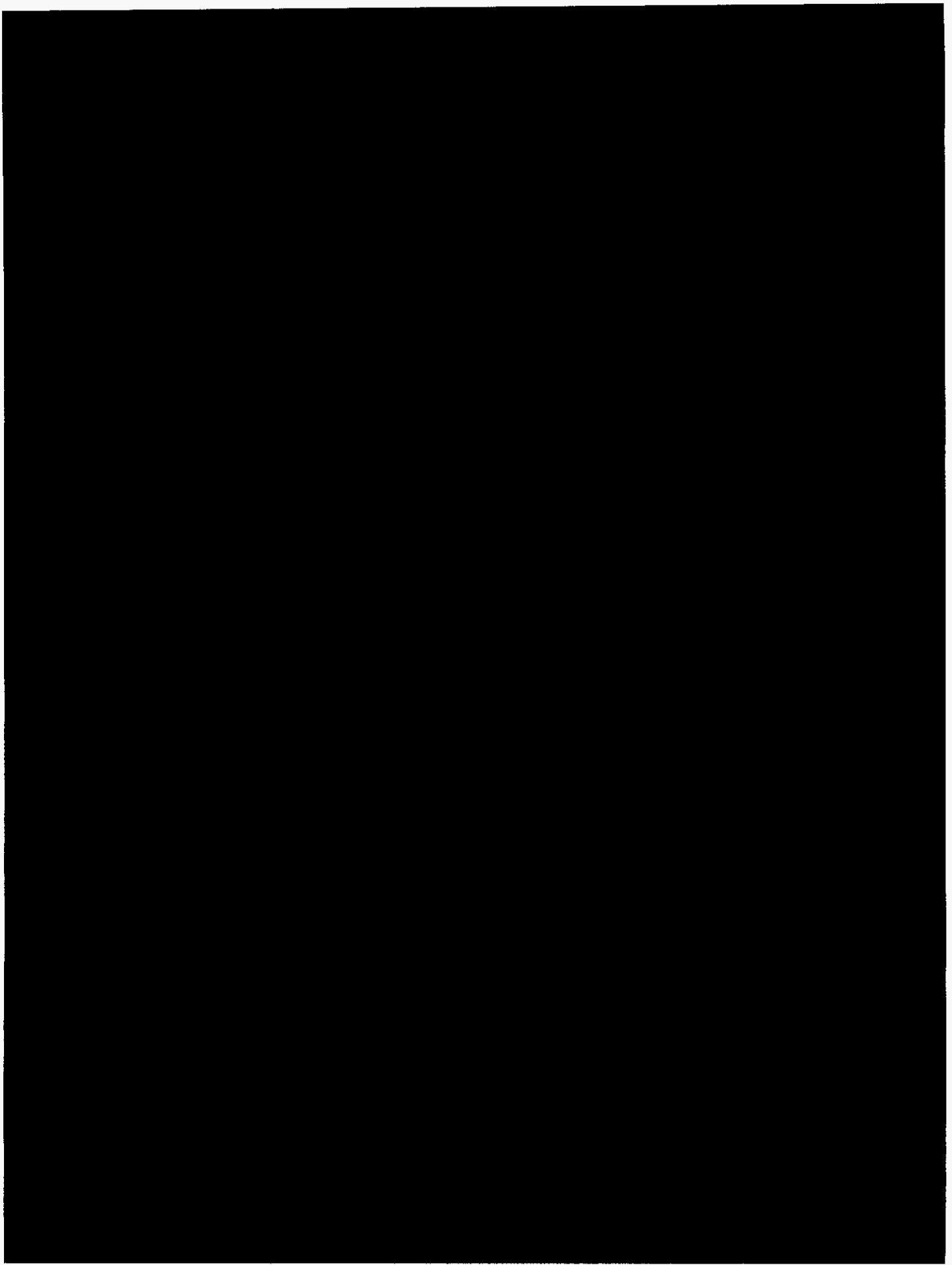
J.P. Morgan Securities Inc.

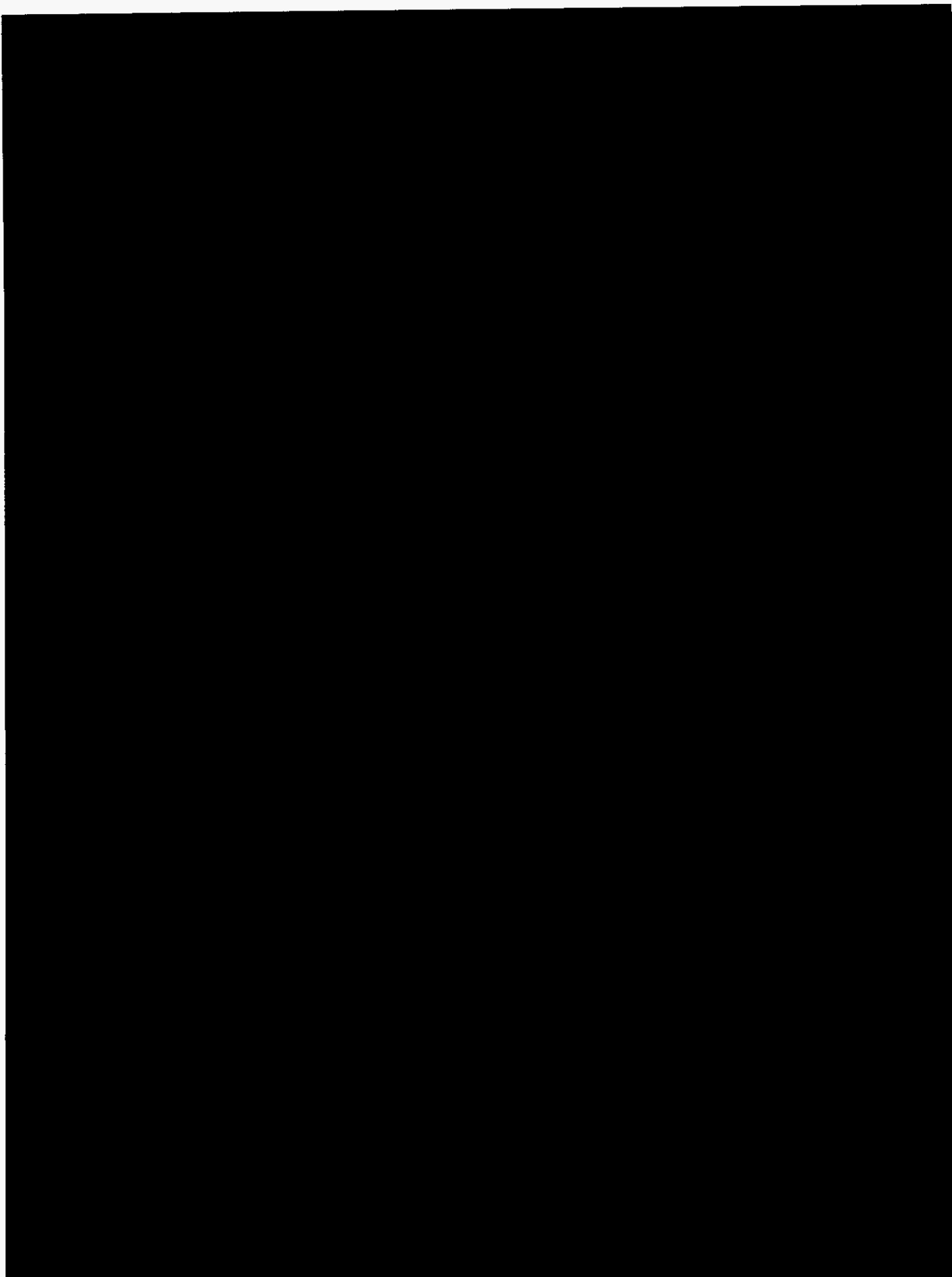
Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Note Agreement or the Series 2006-A Notes. Unless otherwise specified, all documents shall be dated as of the Closing and distribution shall be made to the Company, Winston & Strawn LLP, counsel for the Company, the Purchasers, Foley & Lardner LLP, special counsel to the Purchasers, and the Agent.

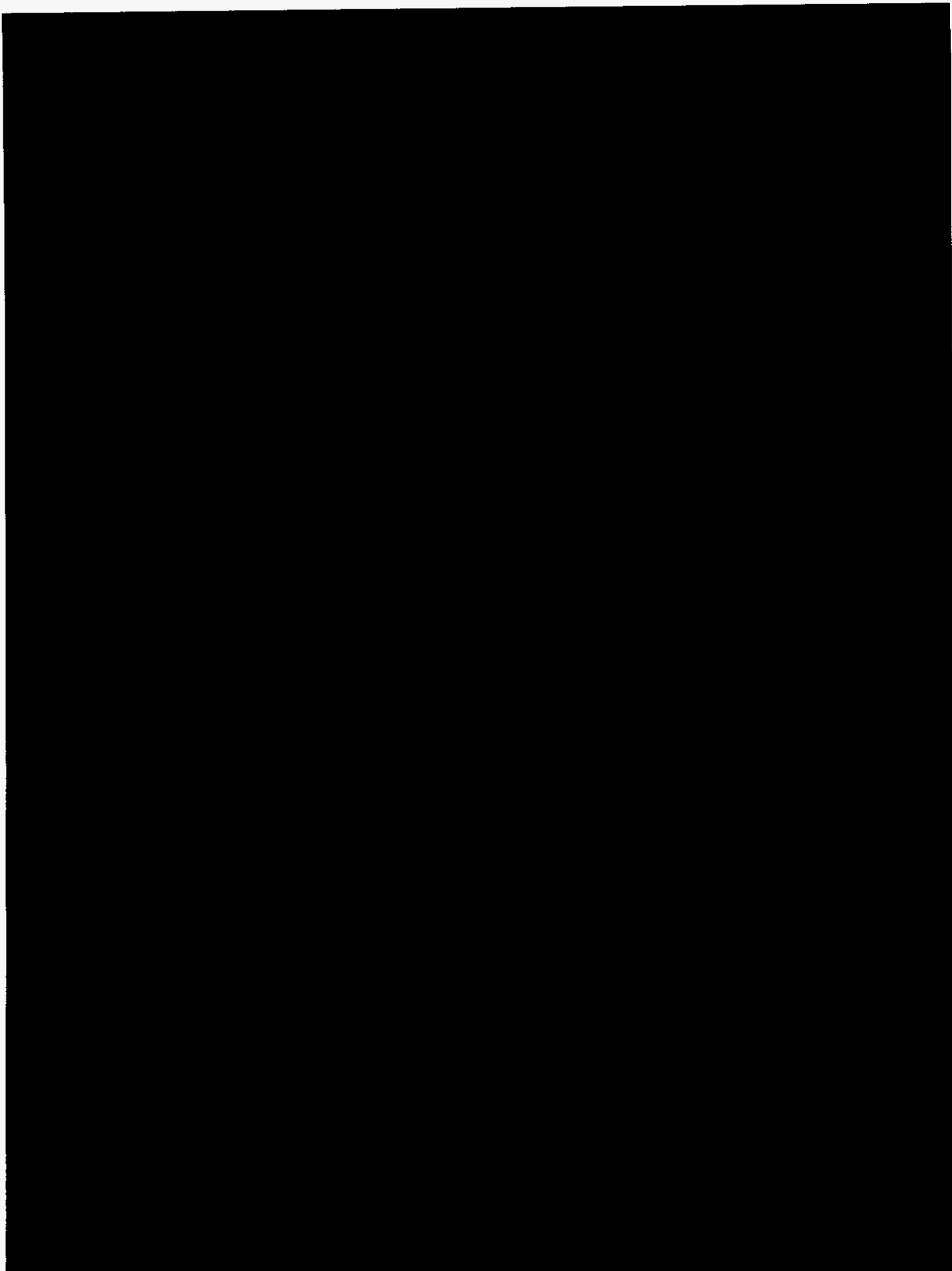
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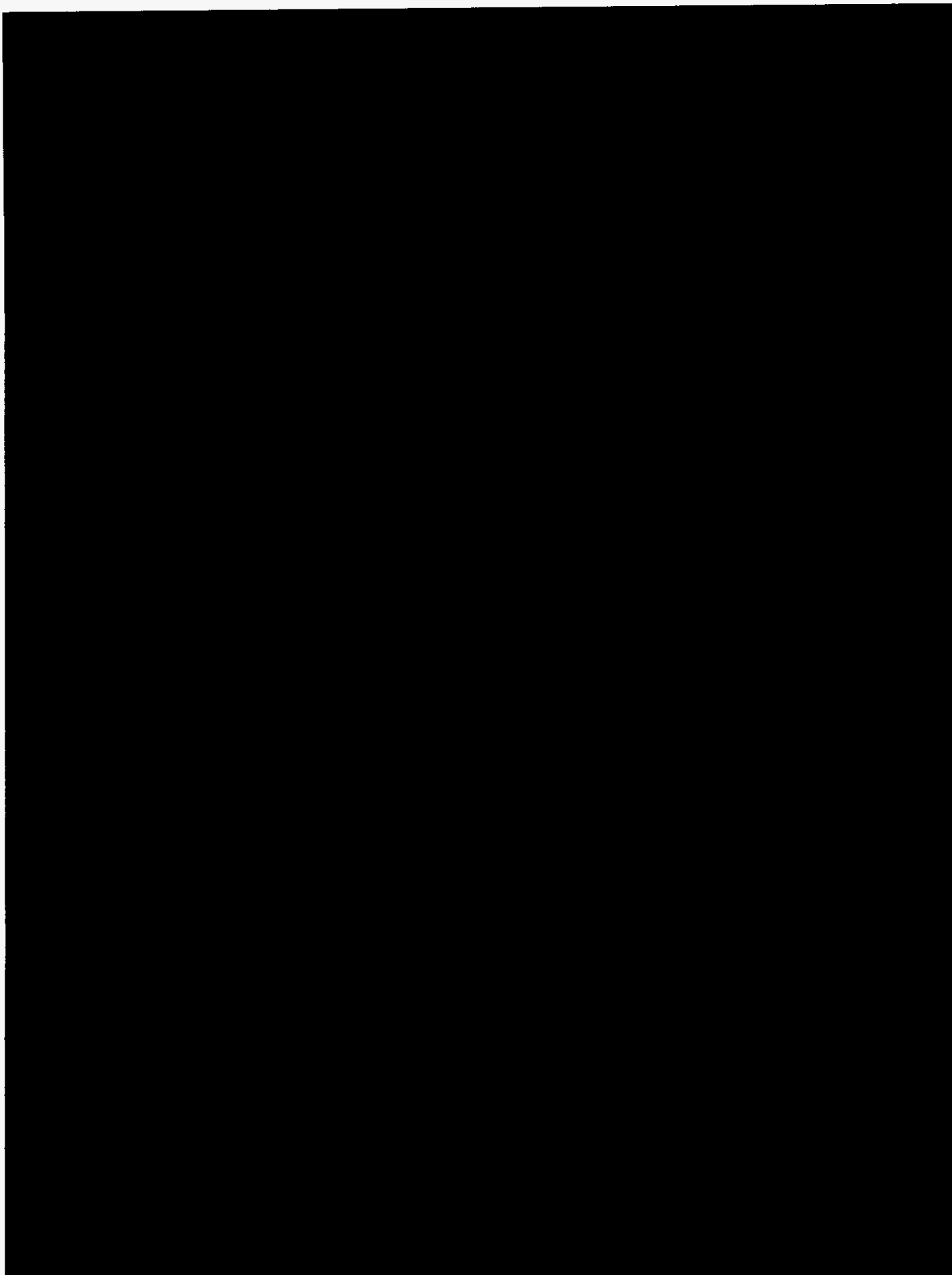


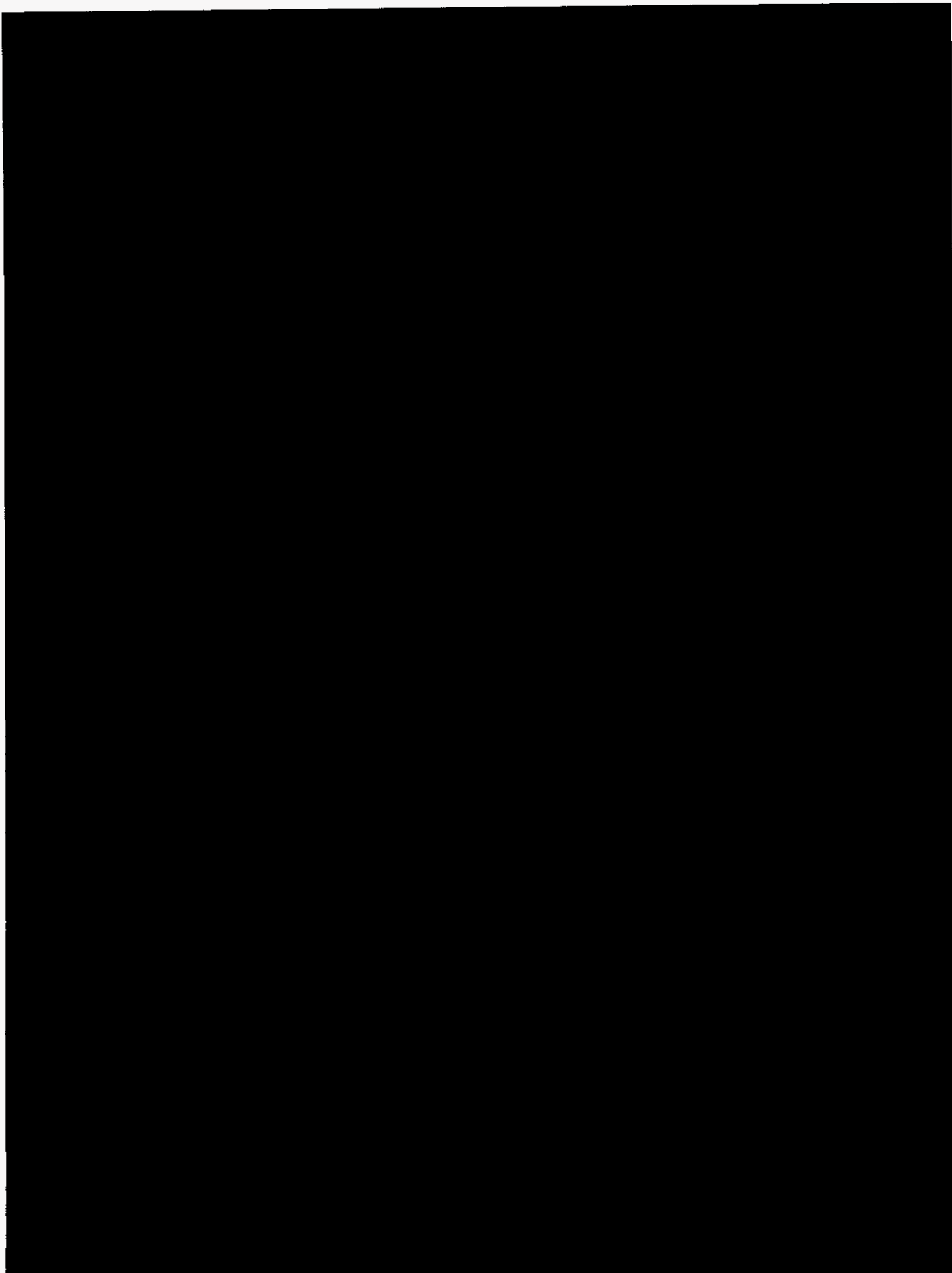


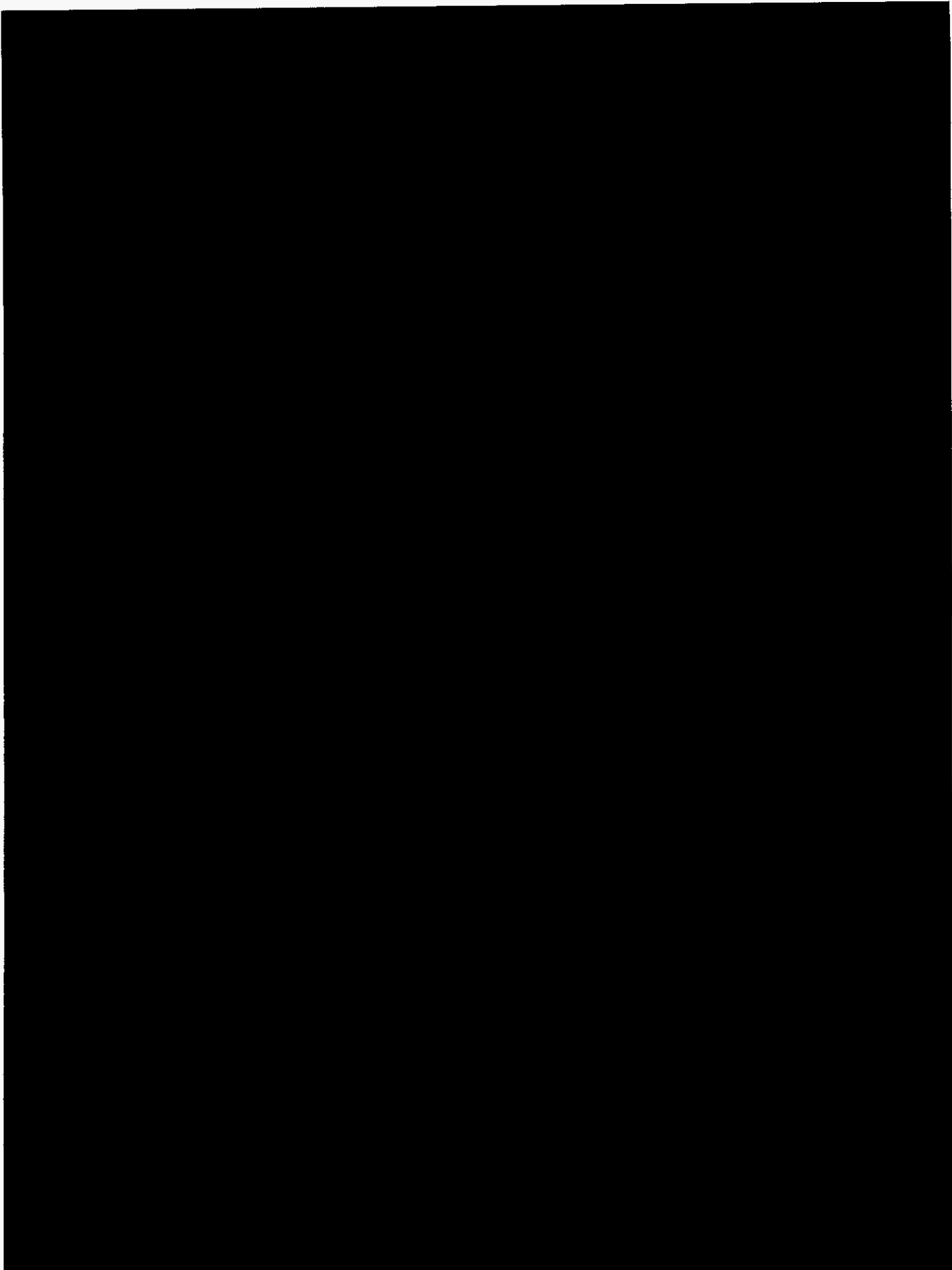


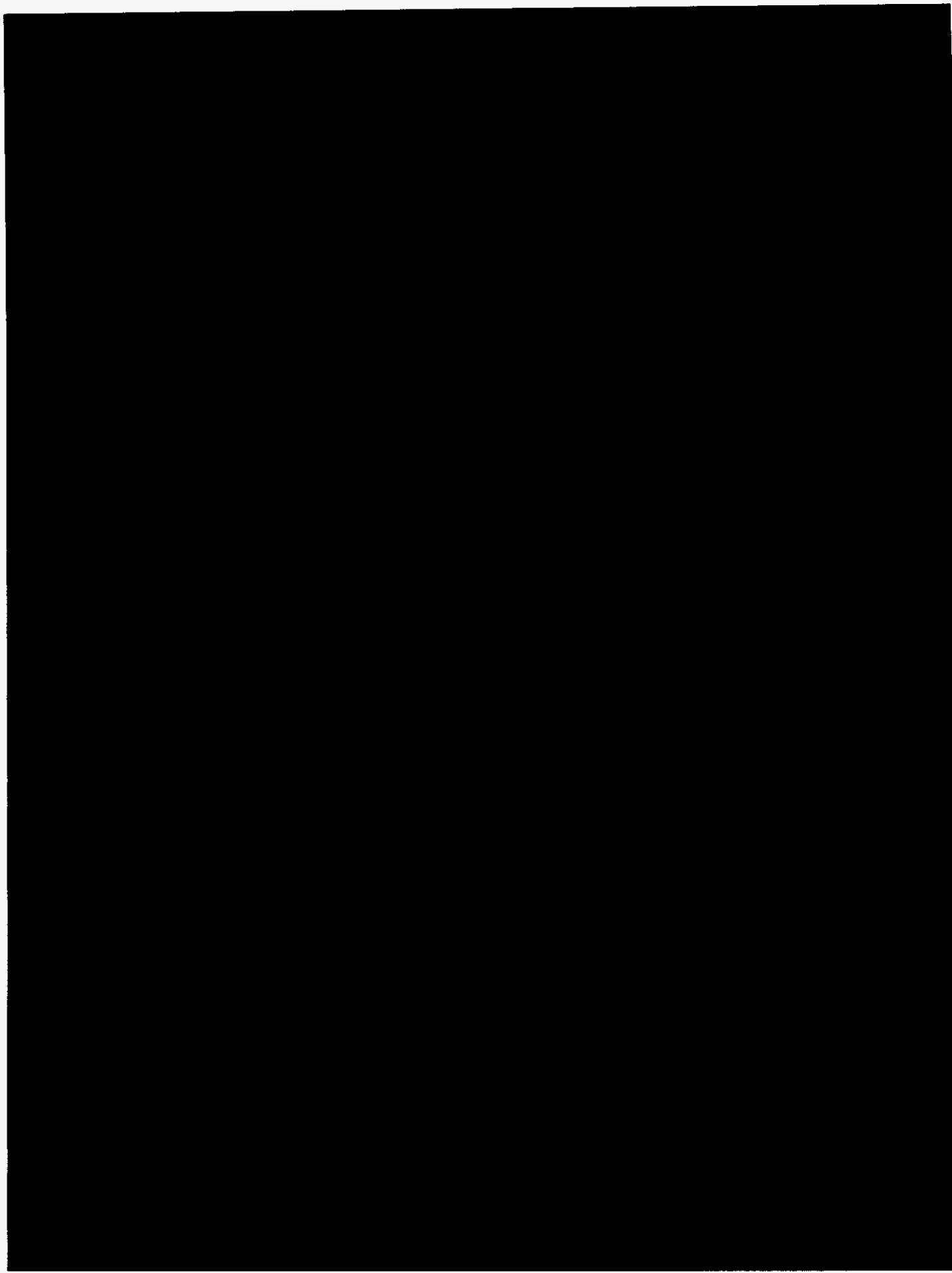


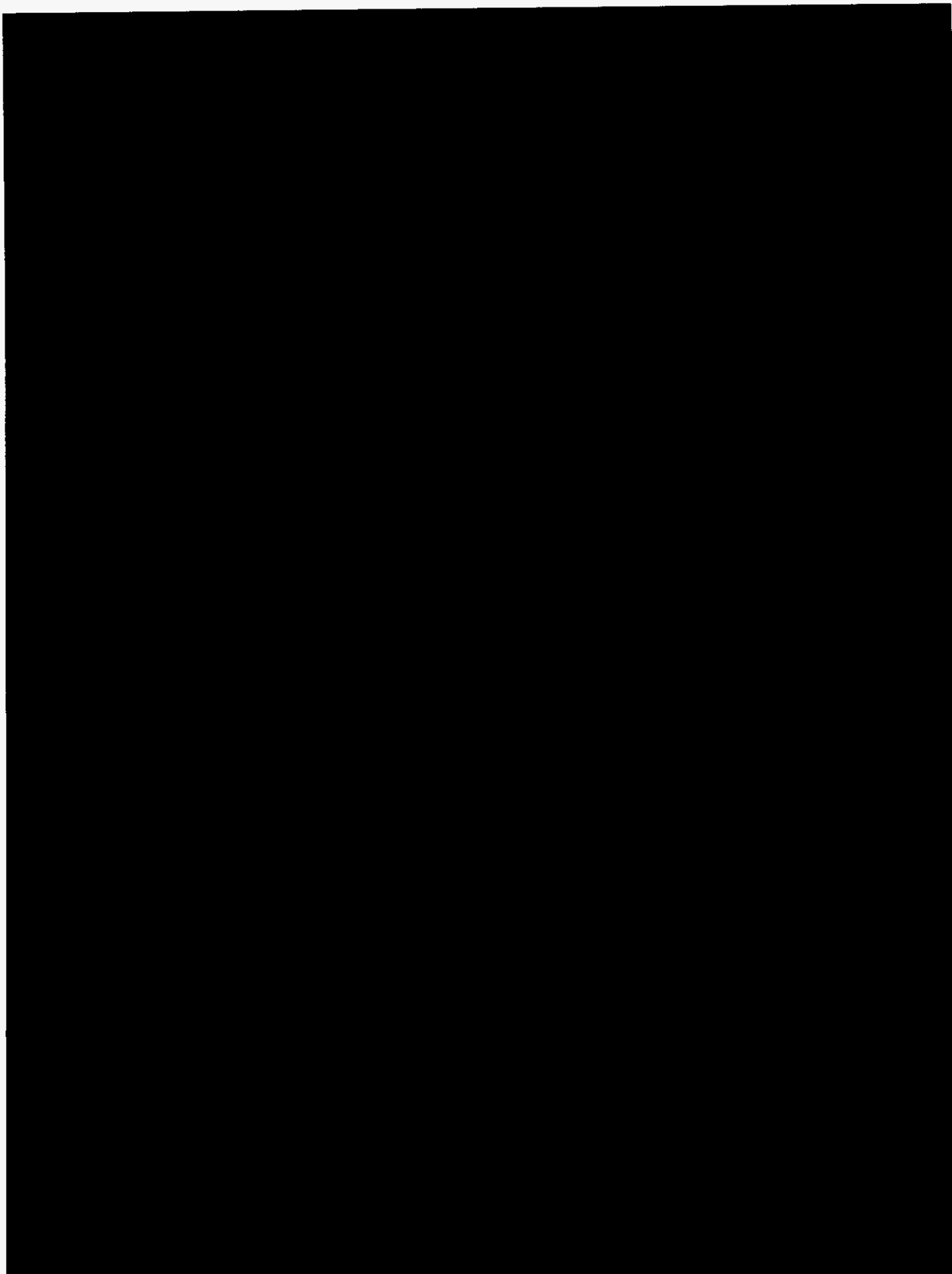


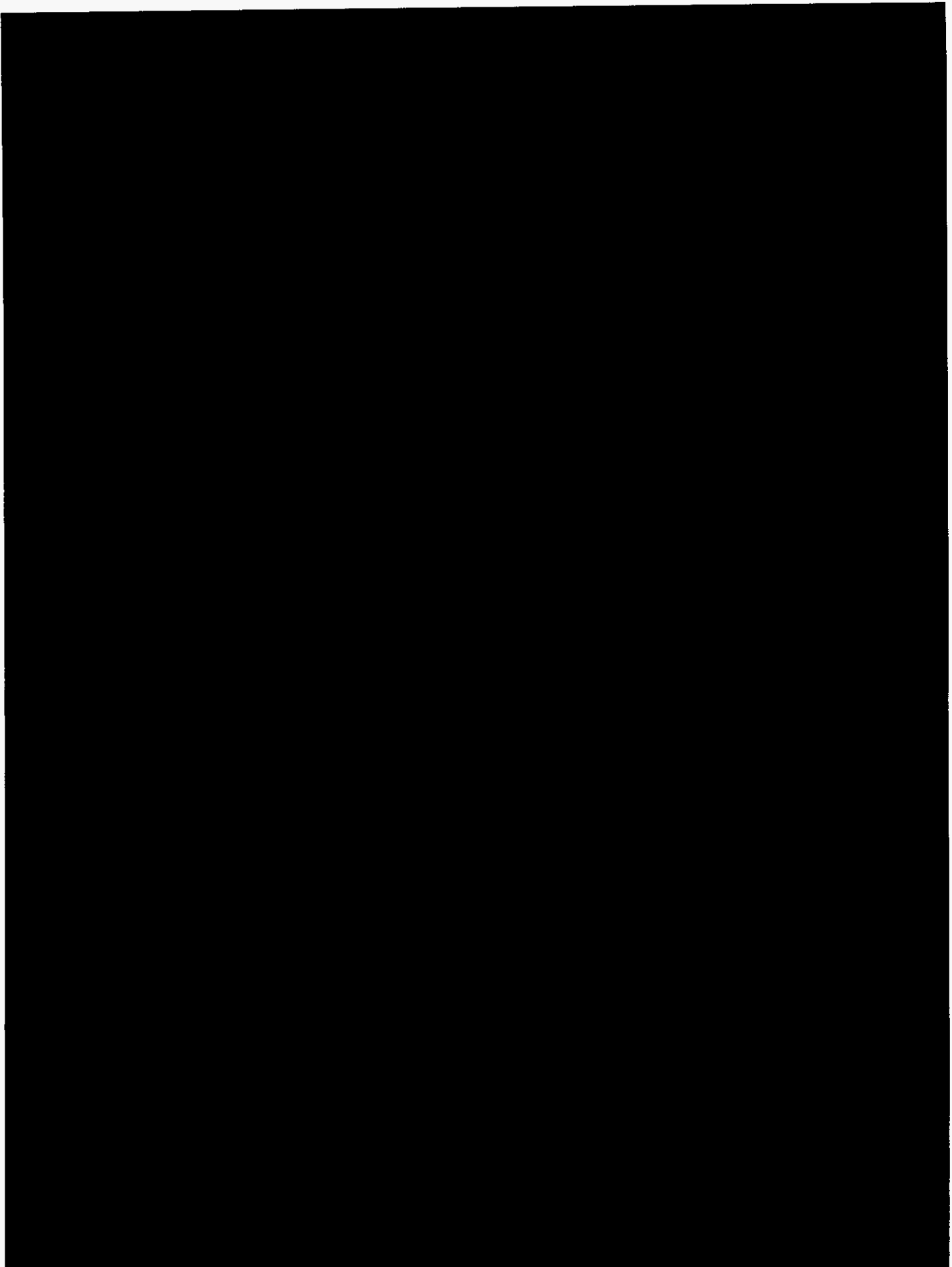


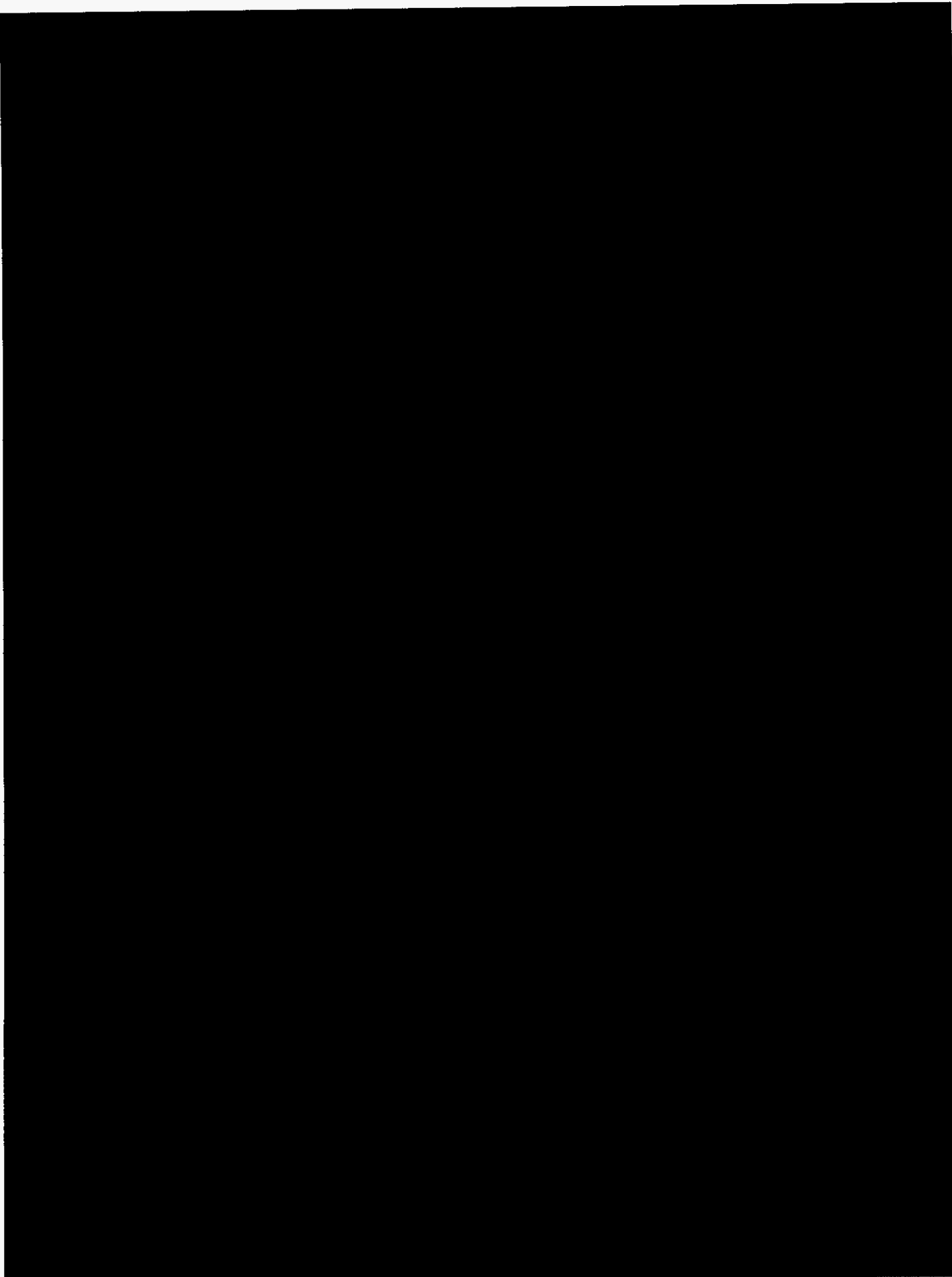


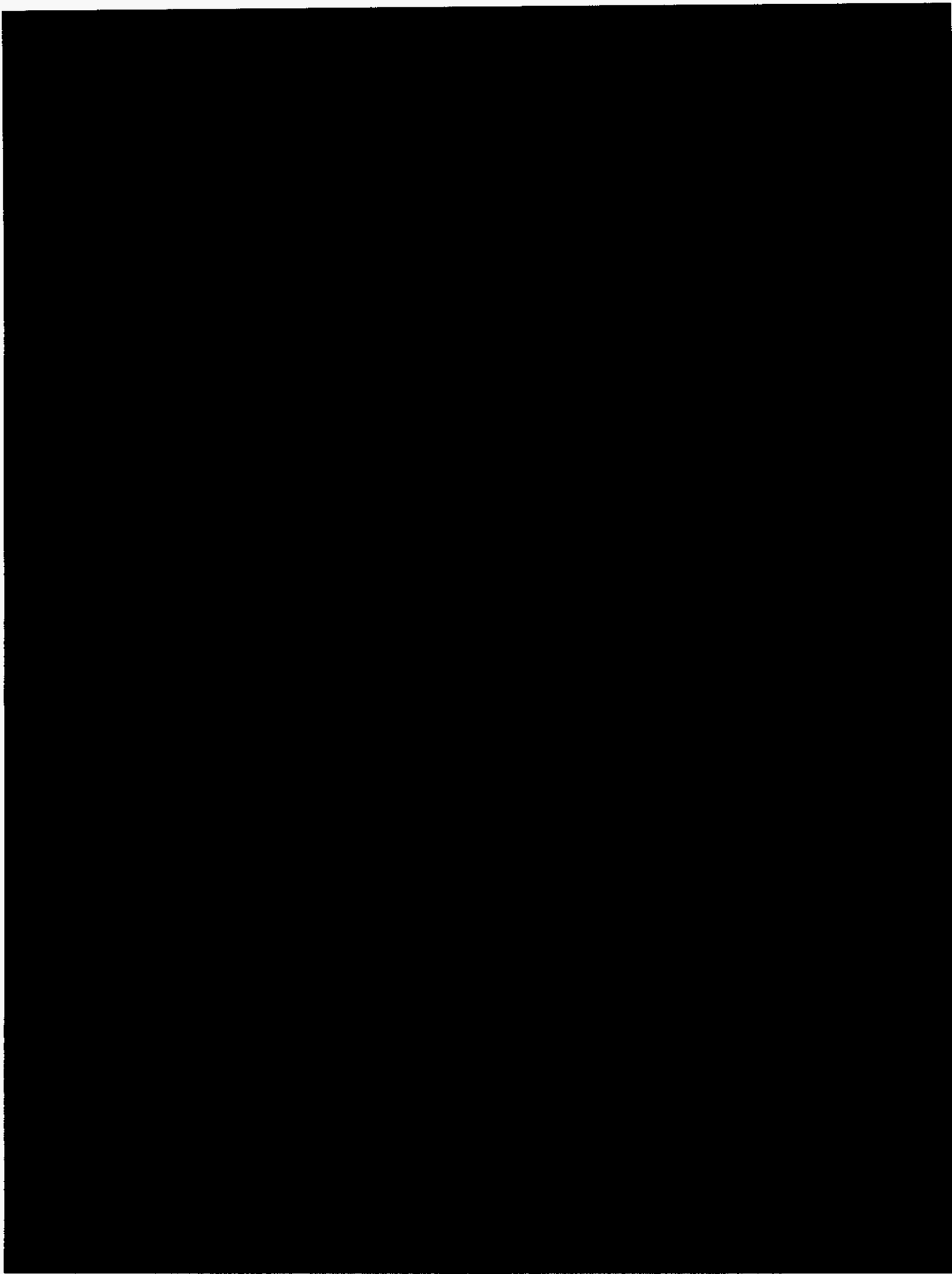


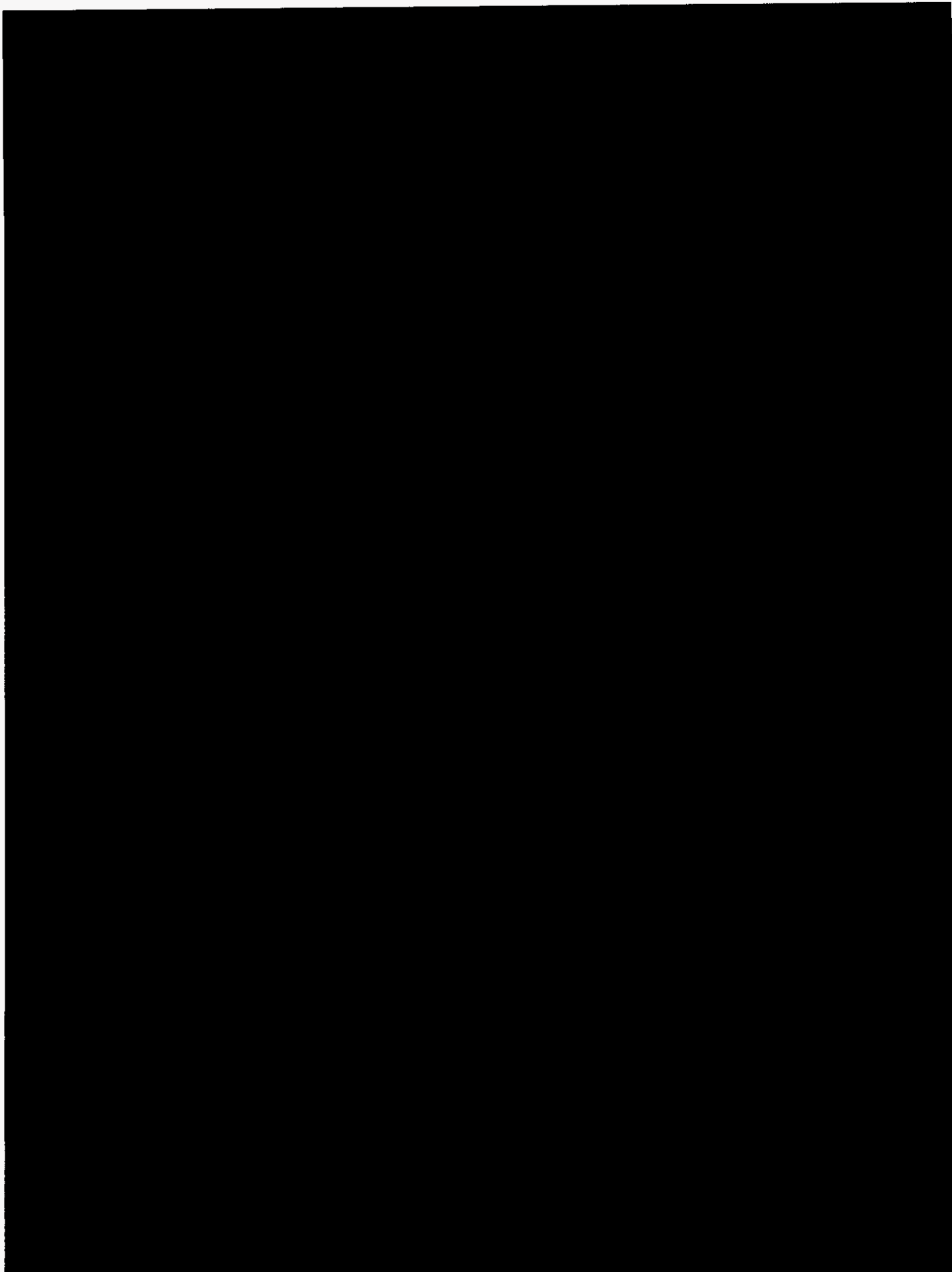


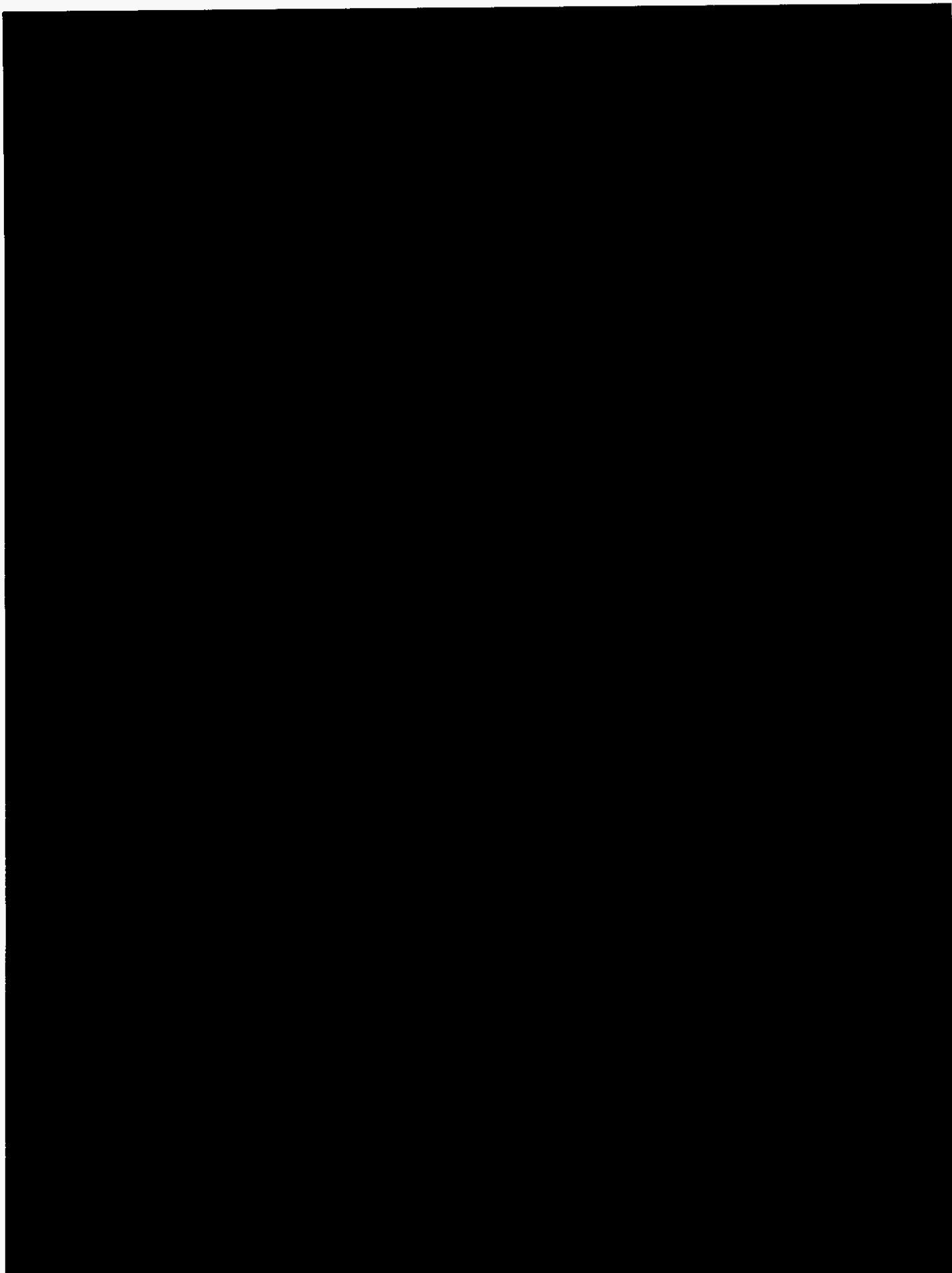


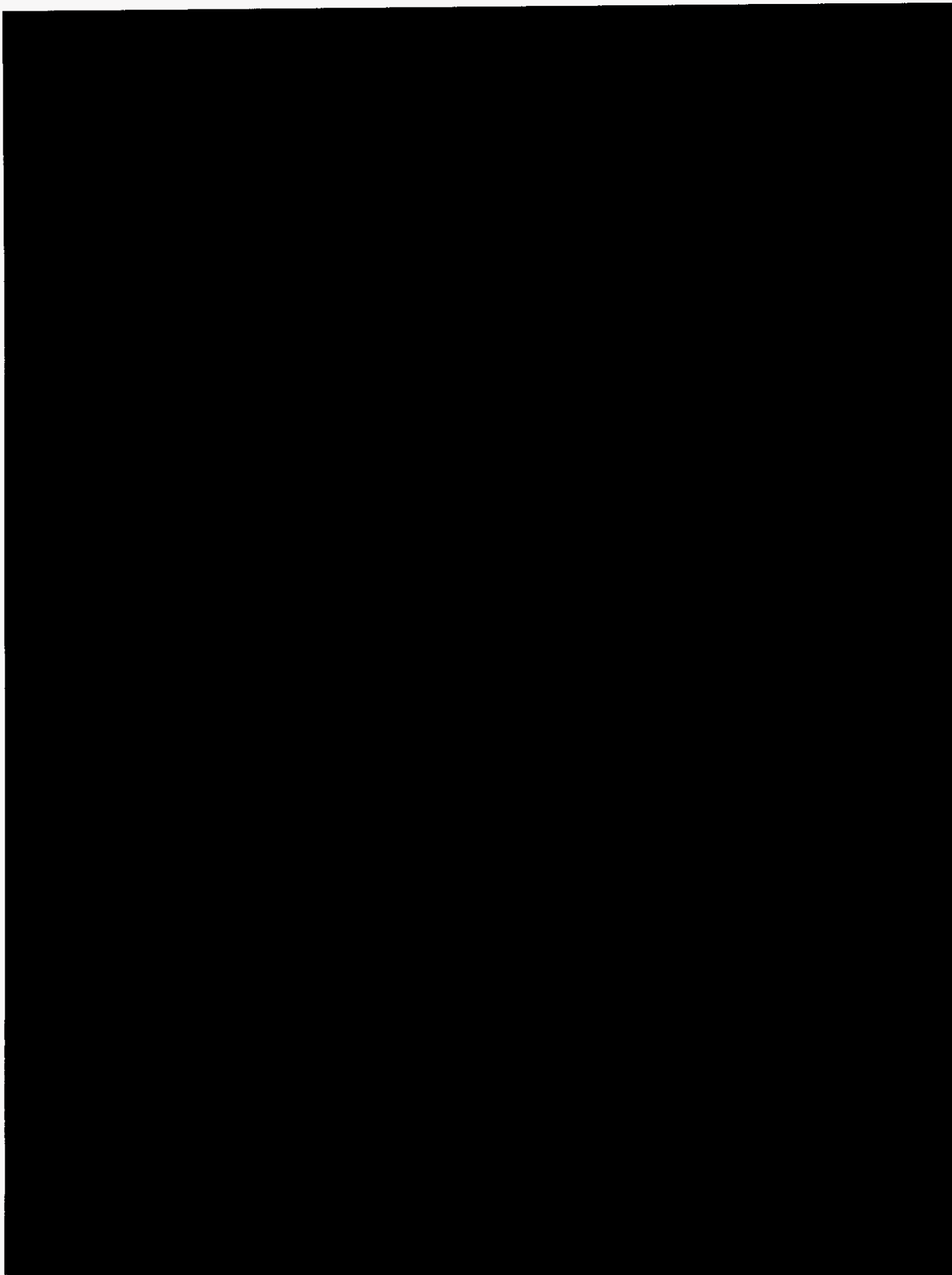


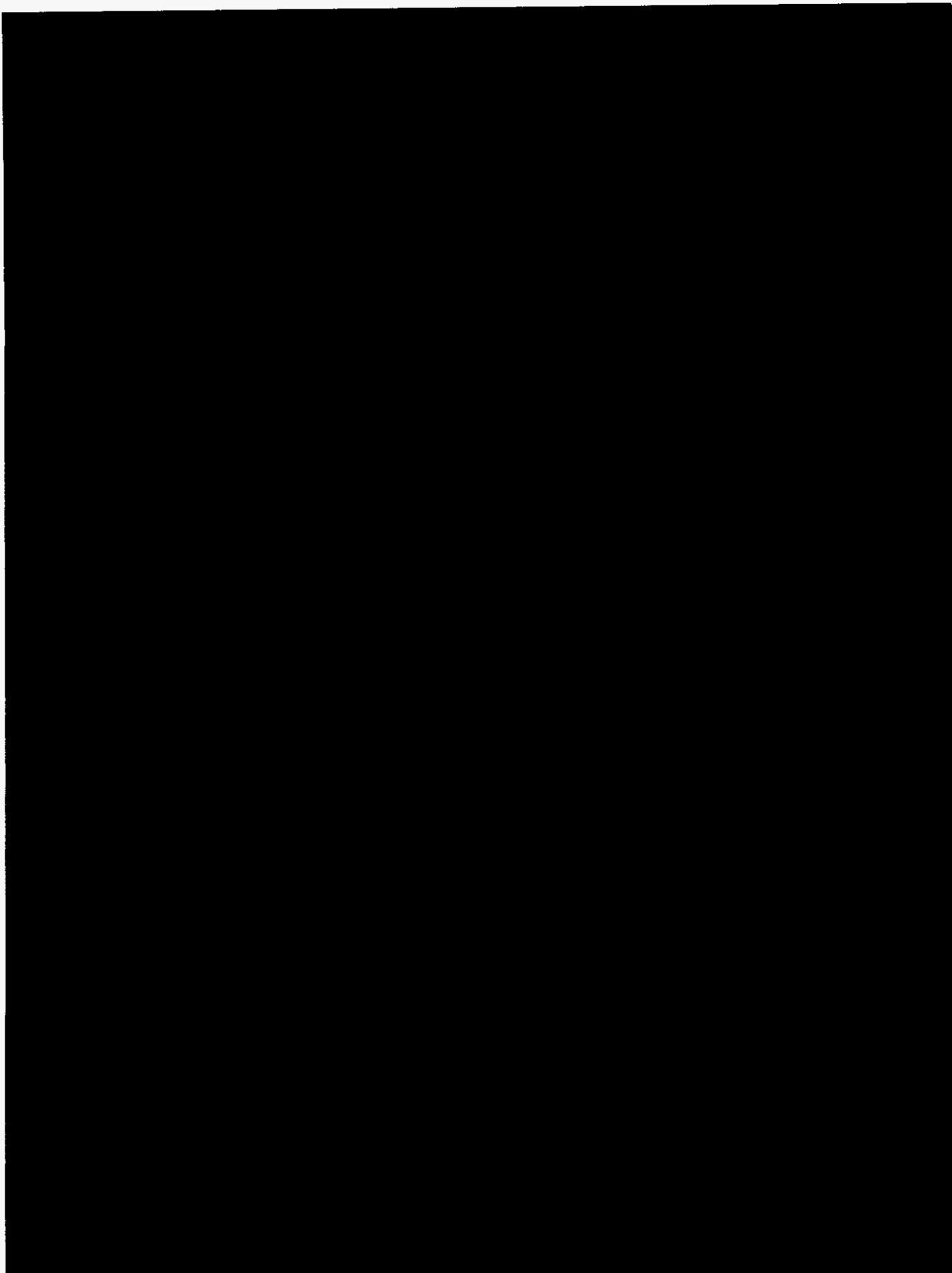


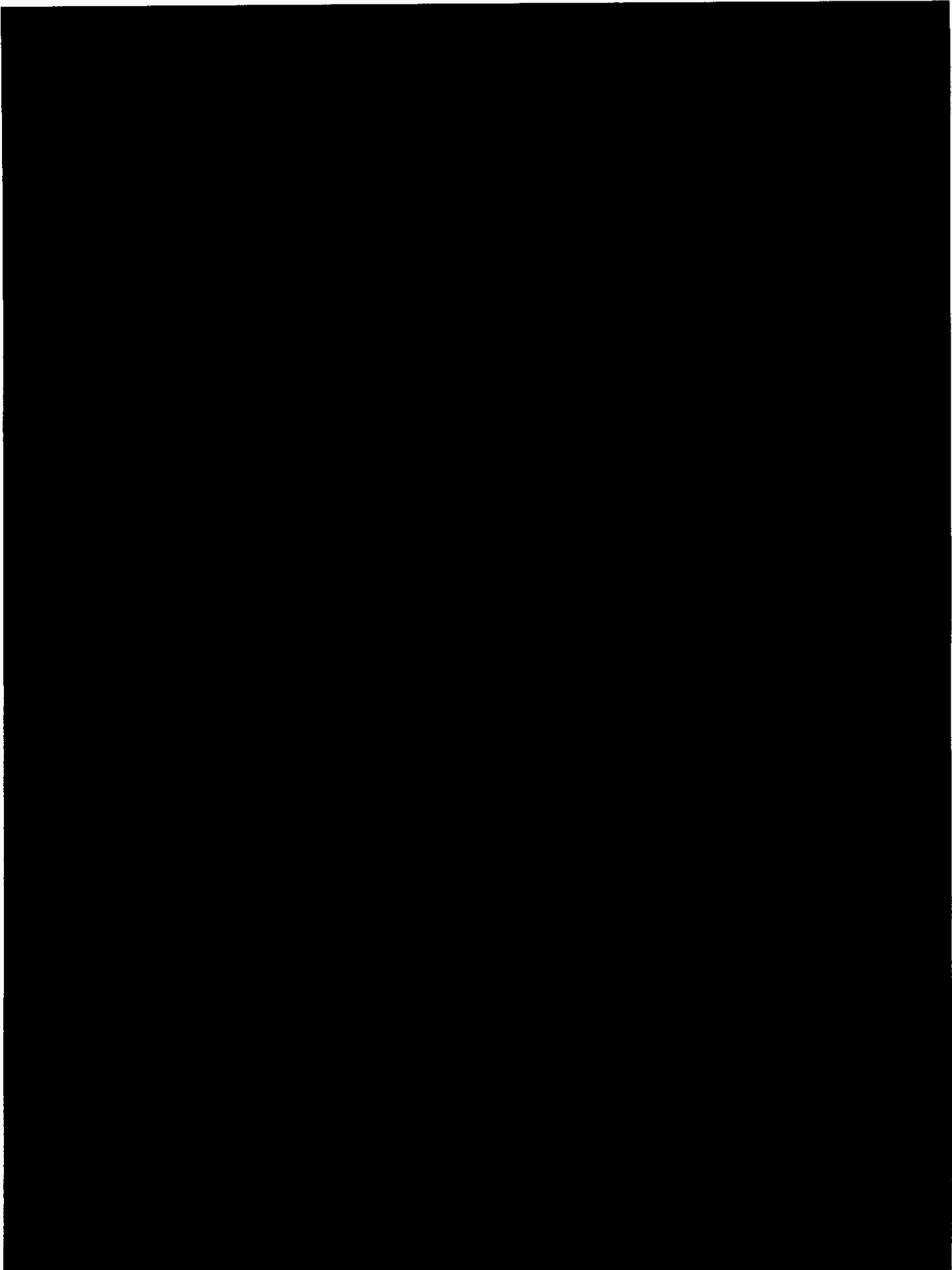


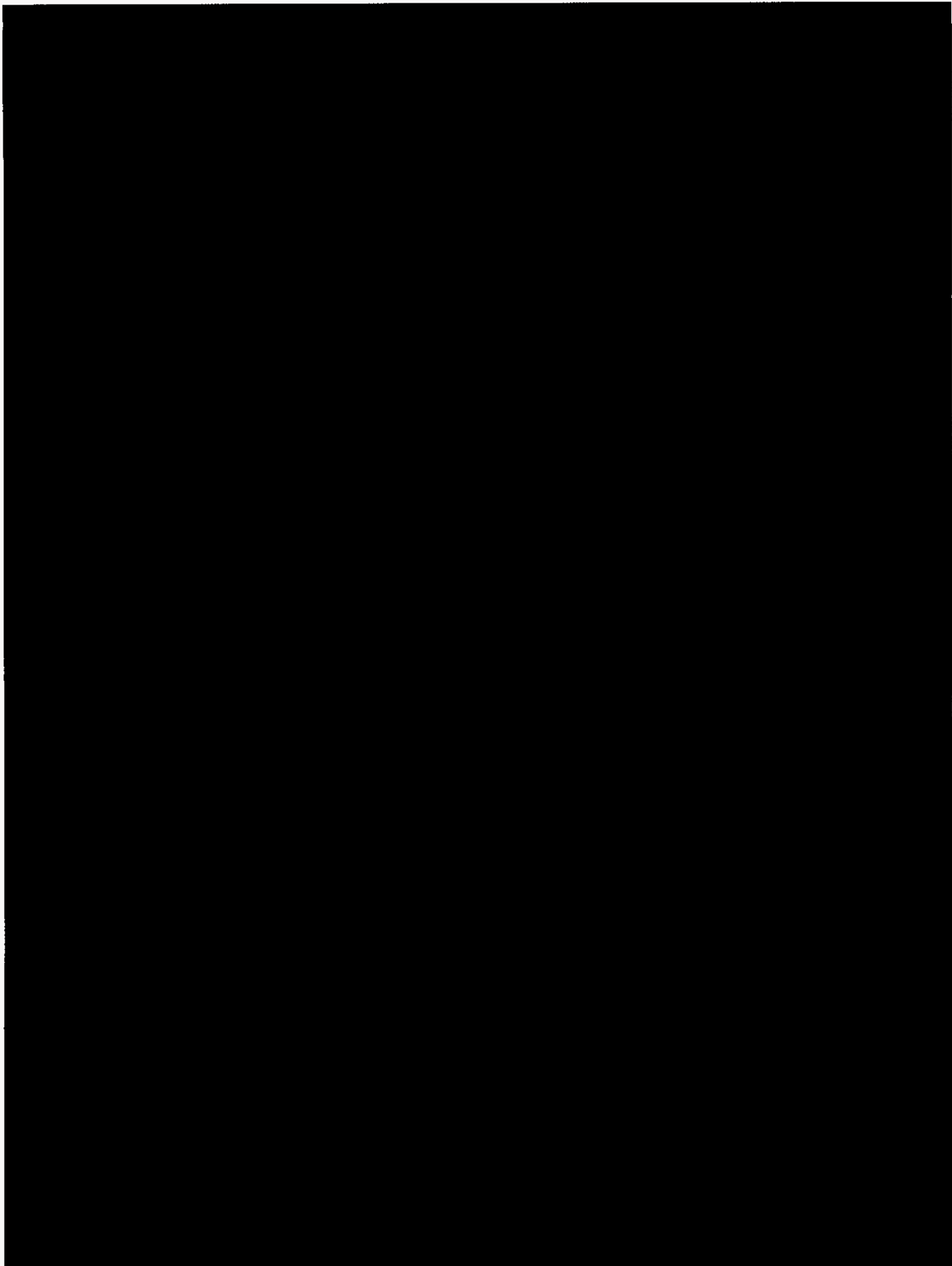


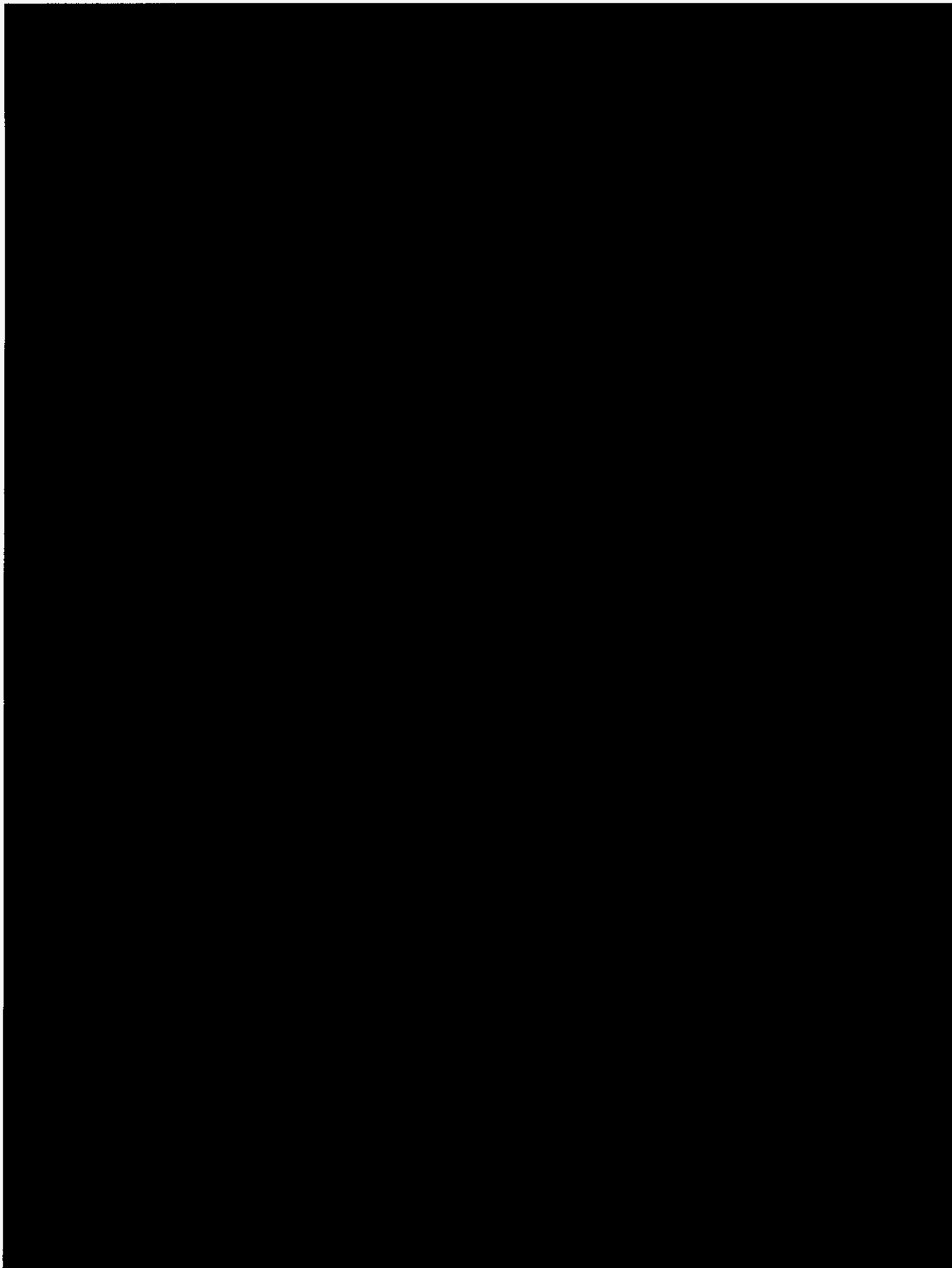


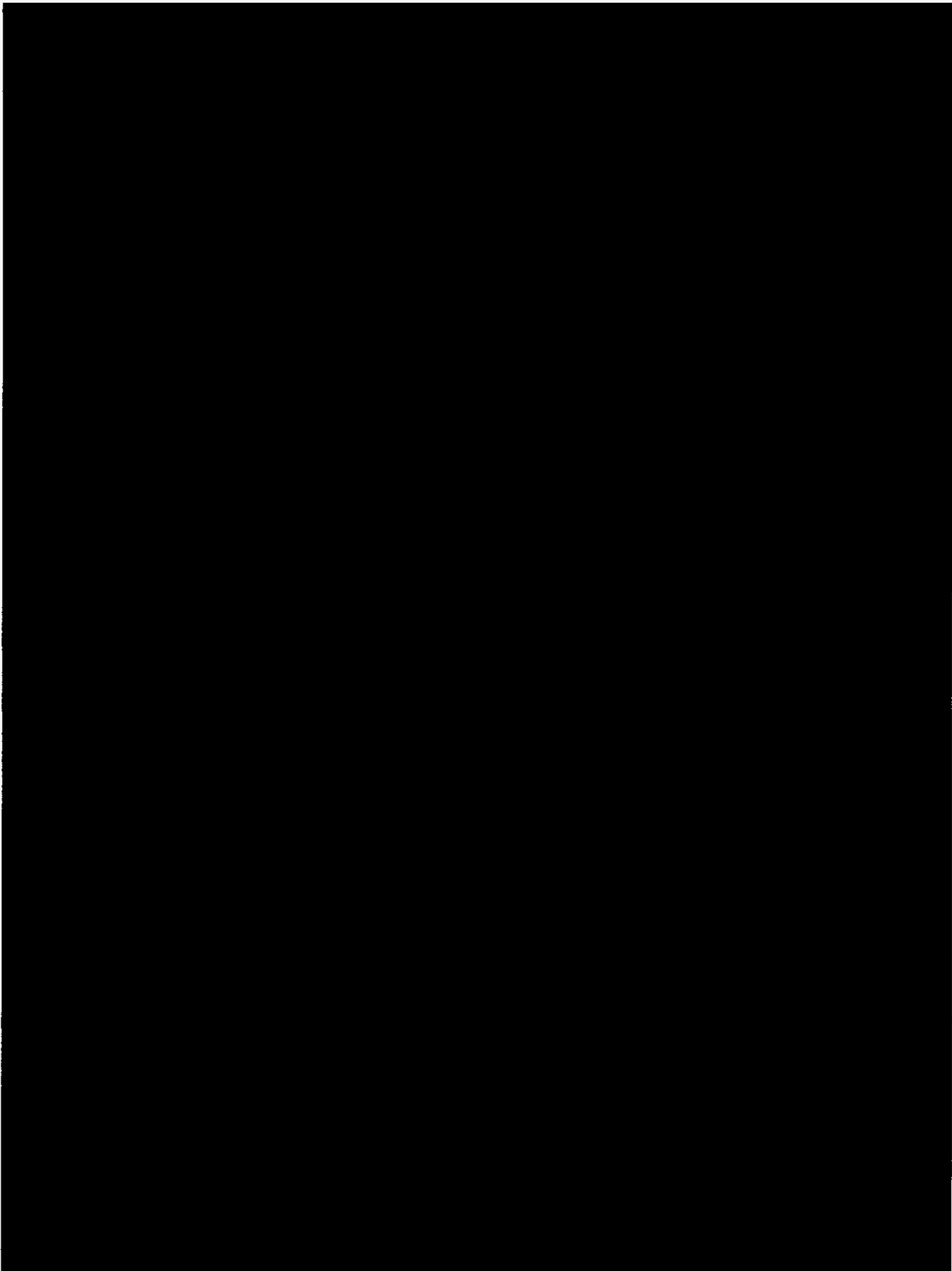


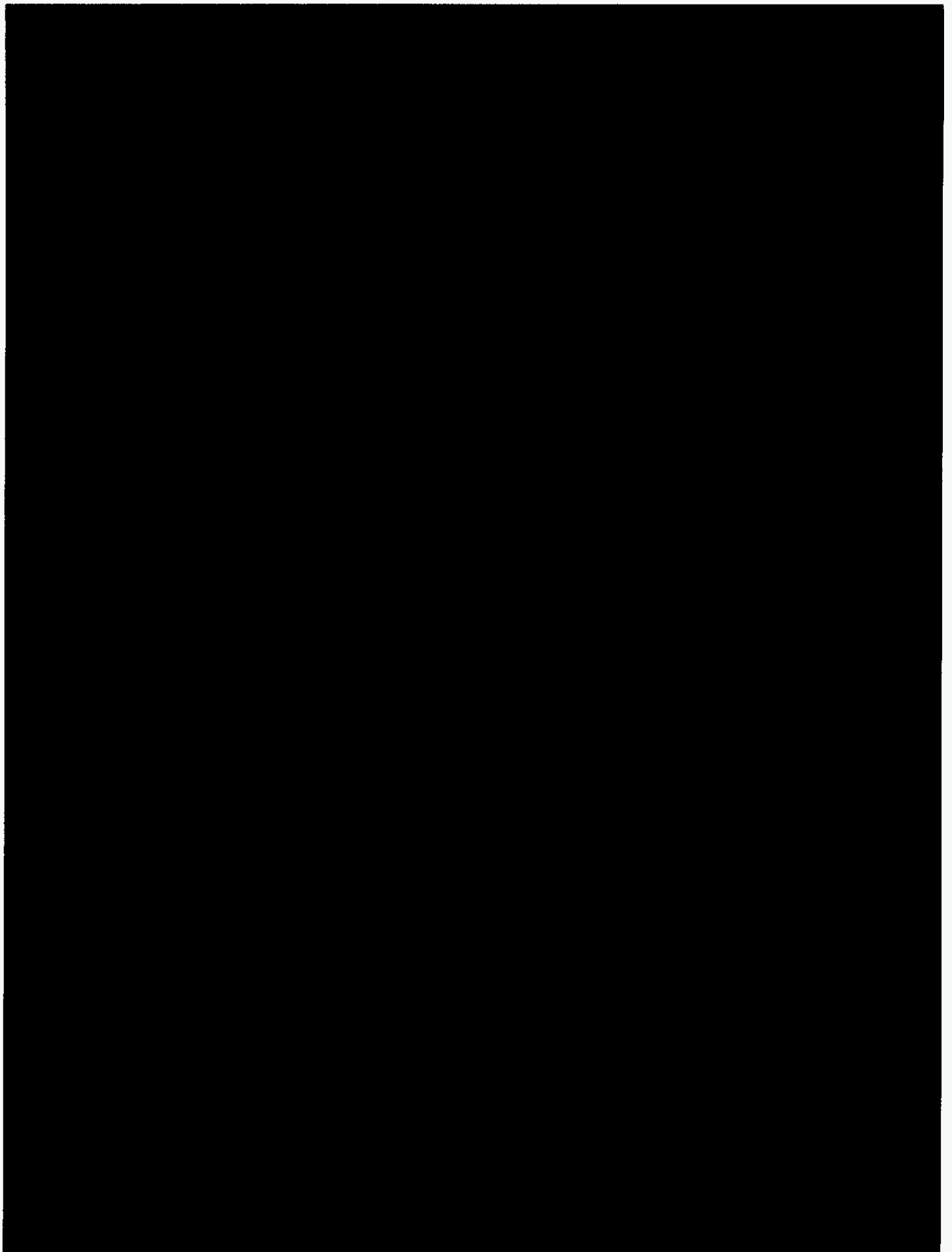


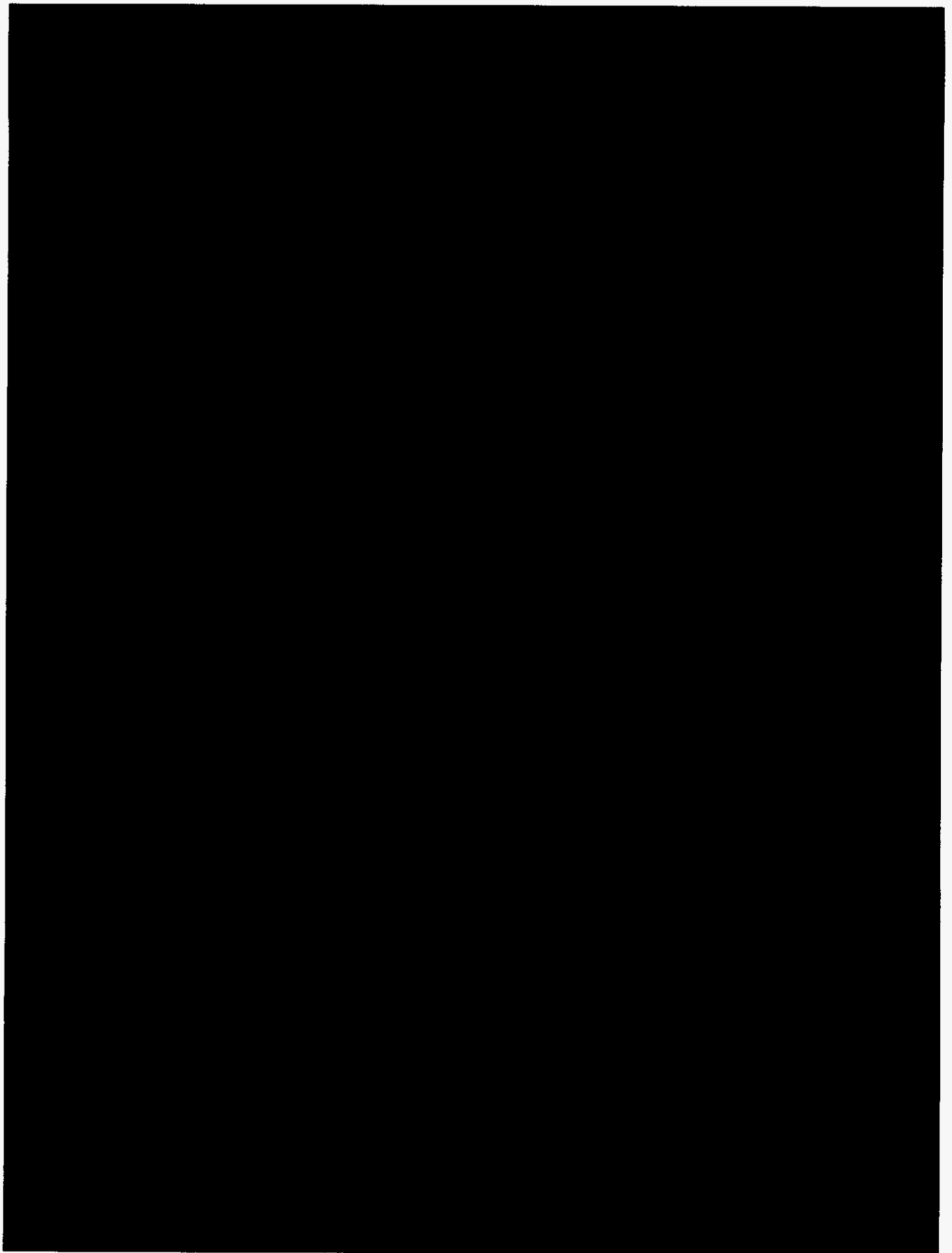


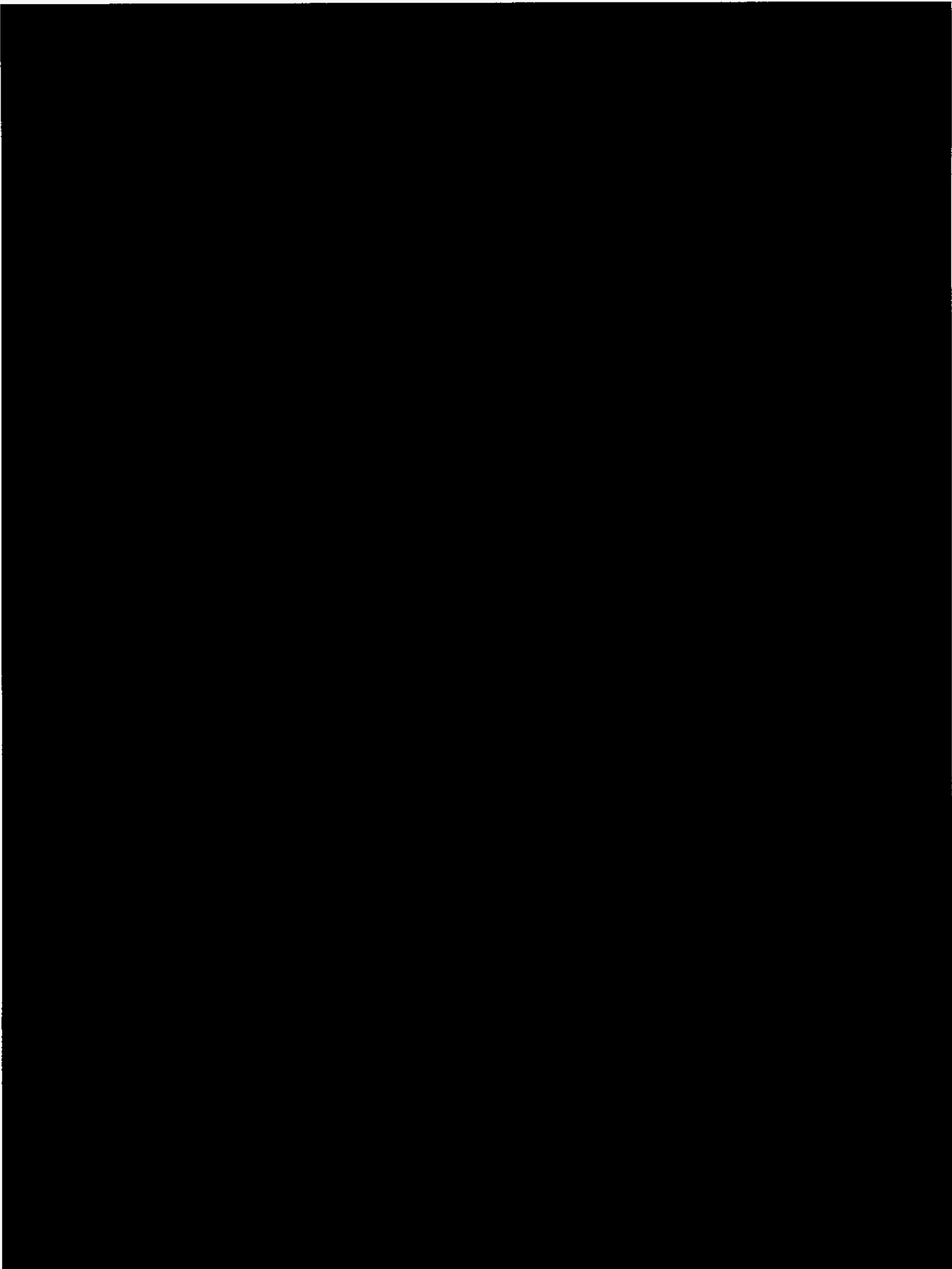


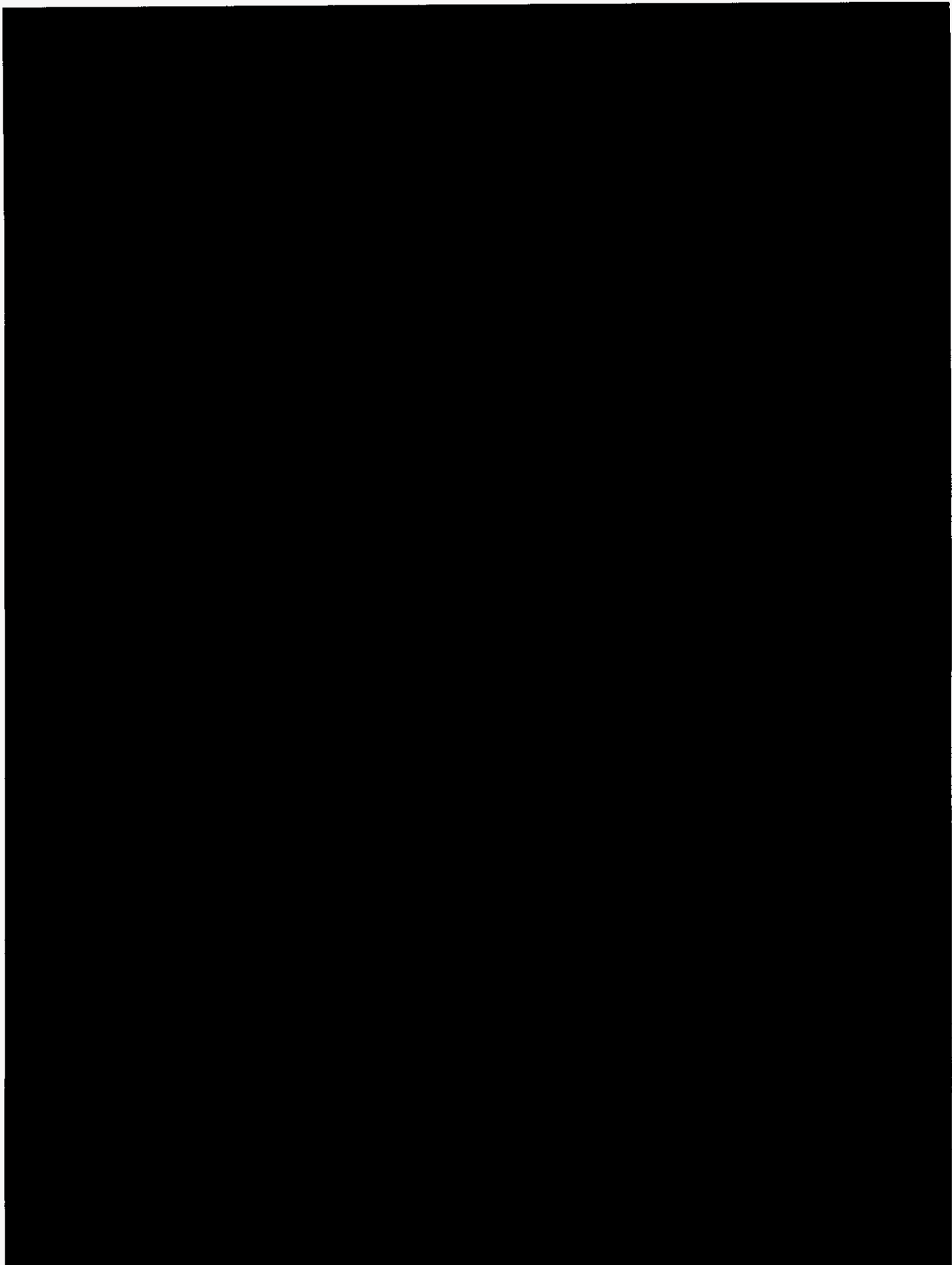


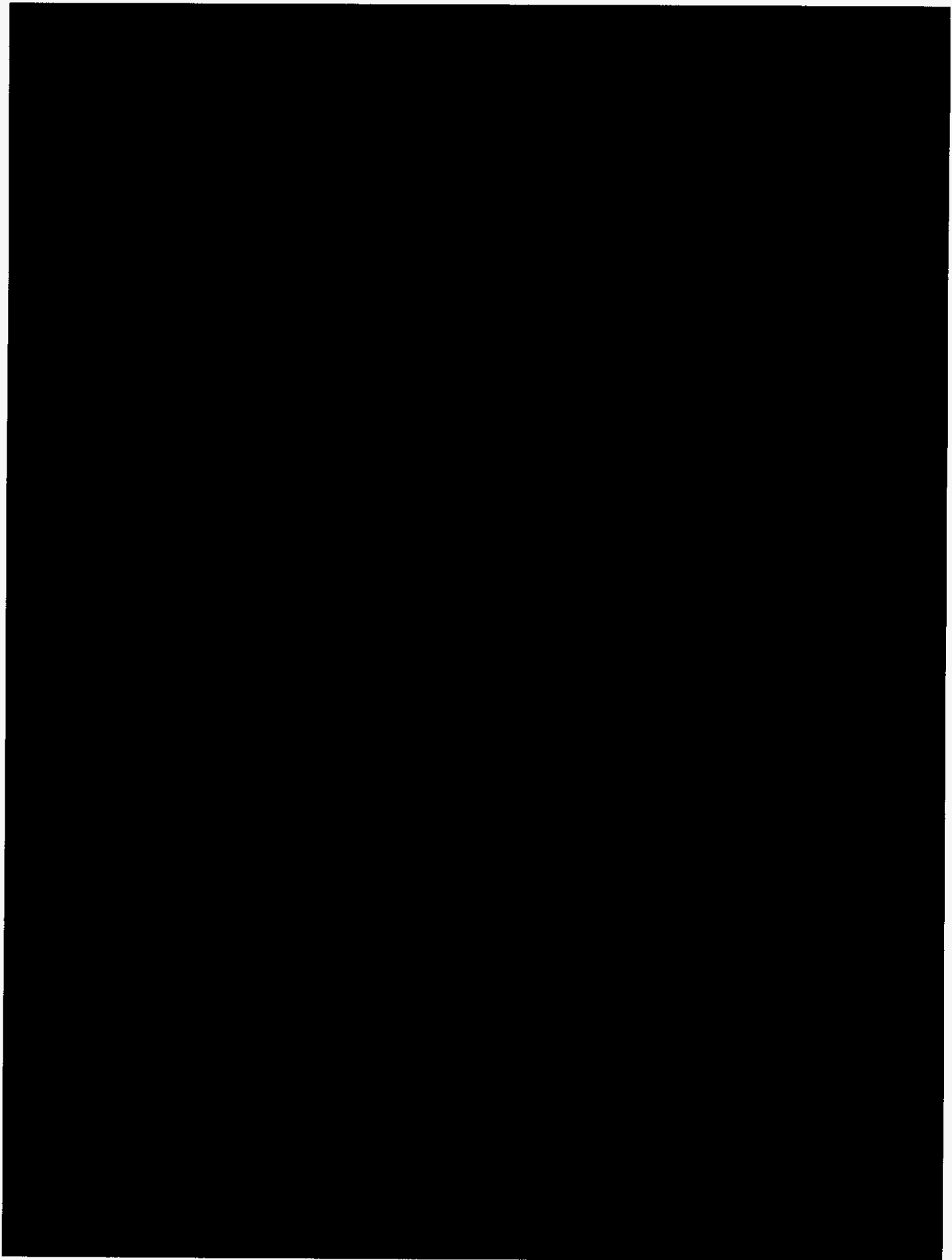


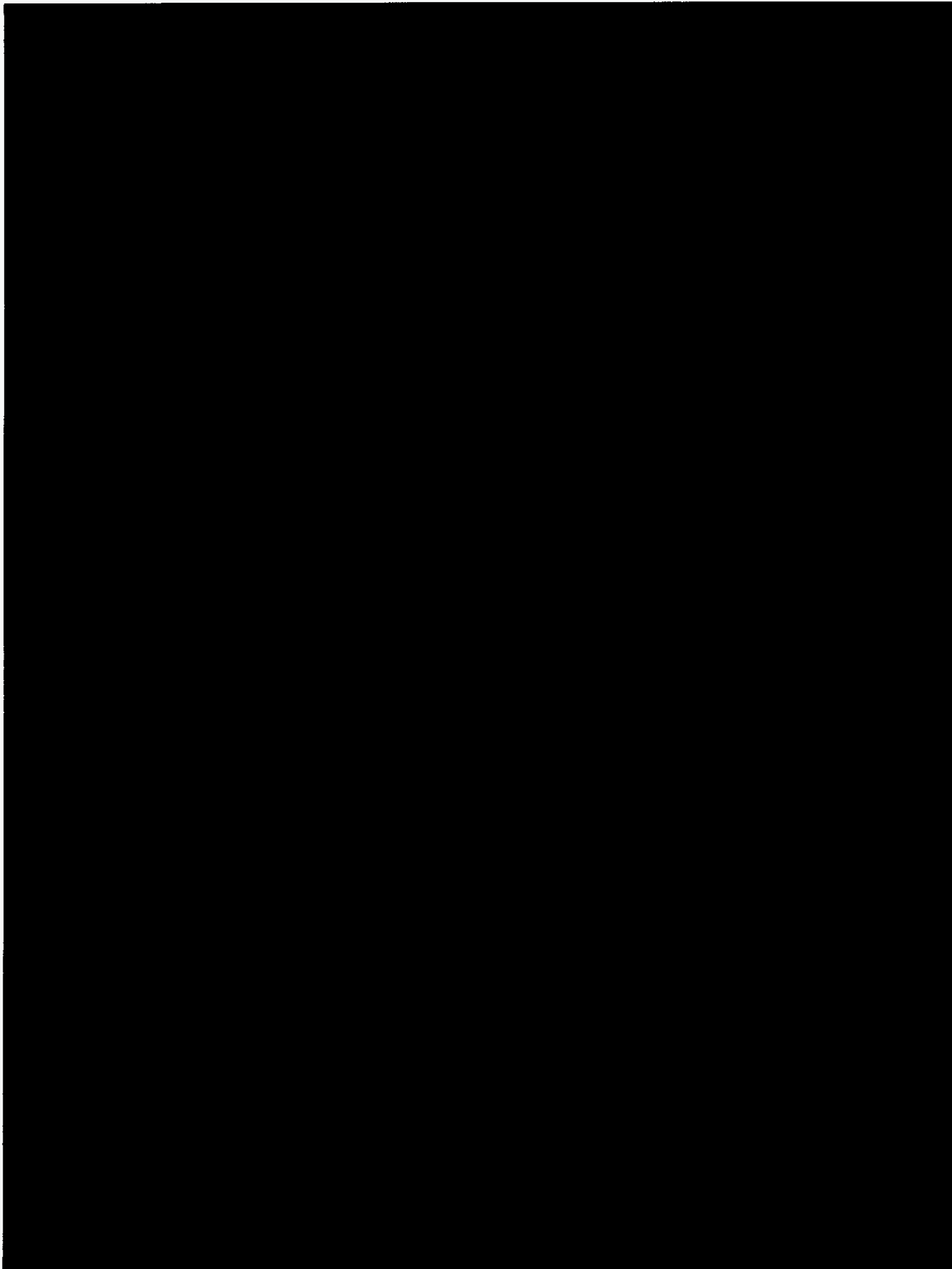


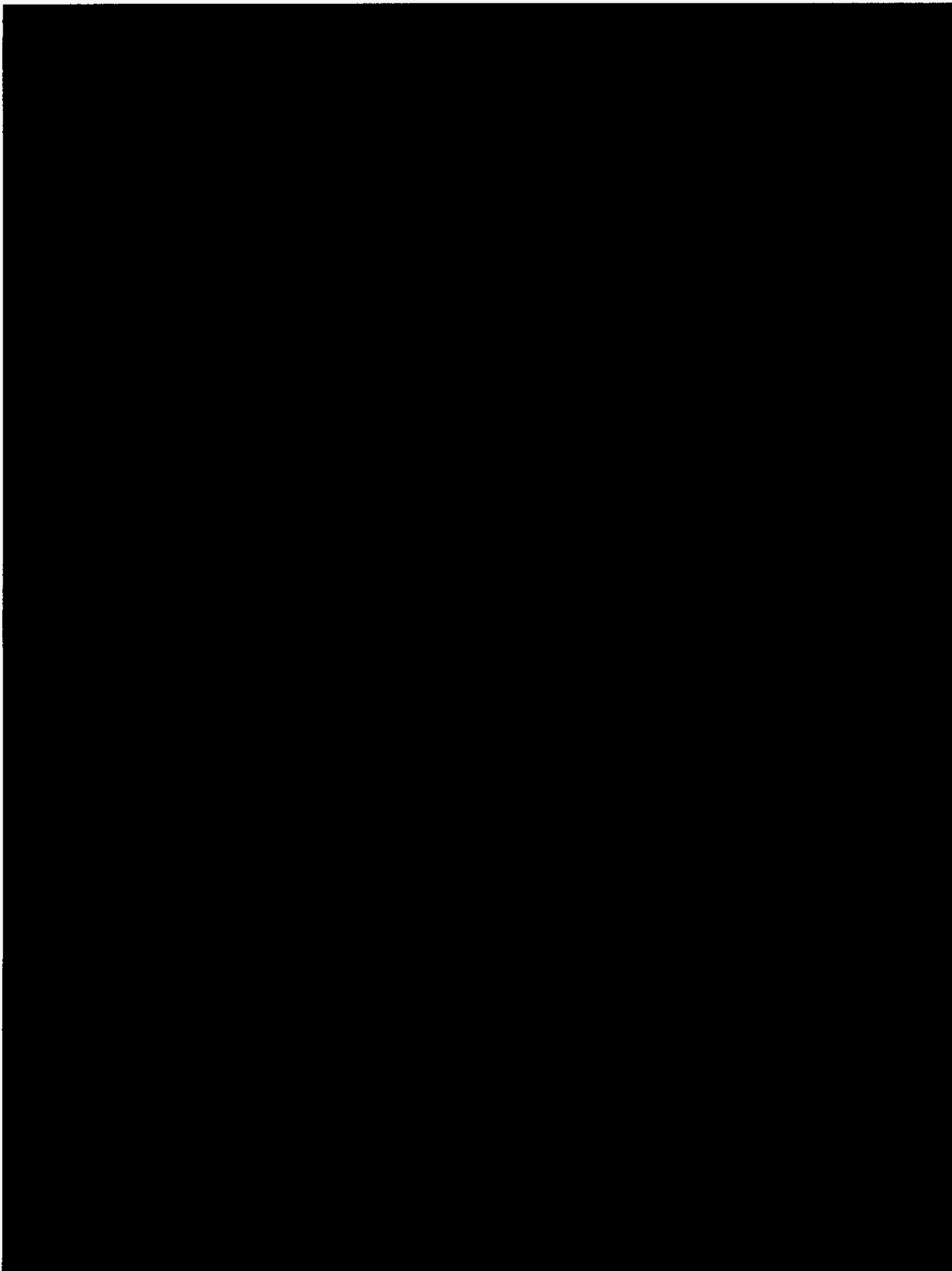


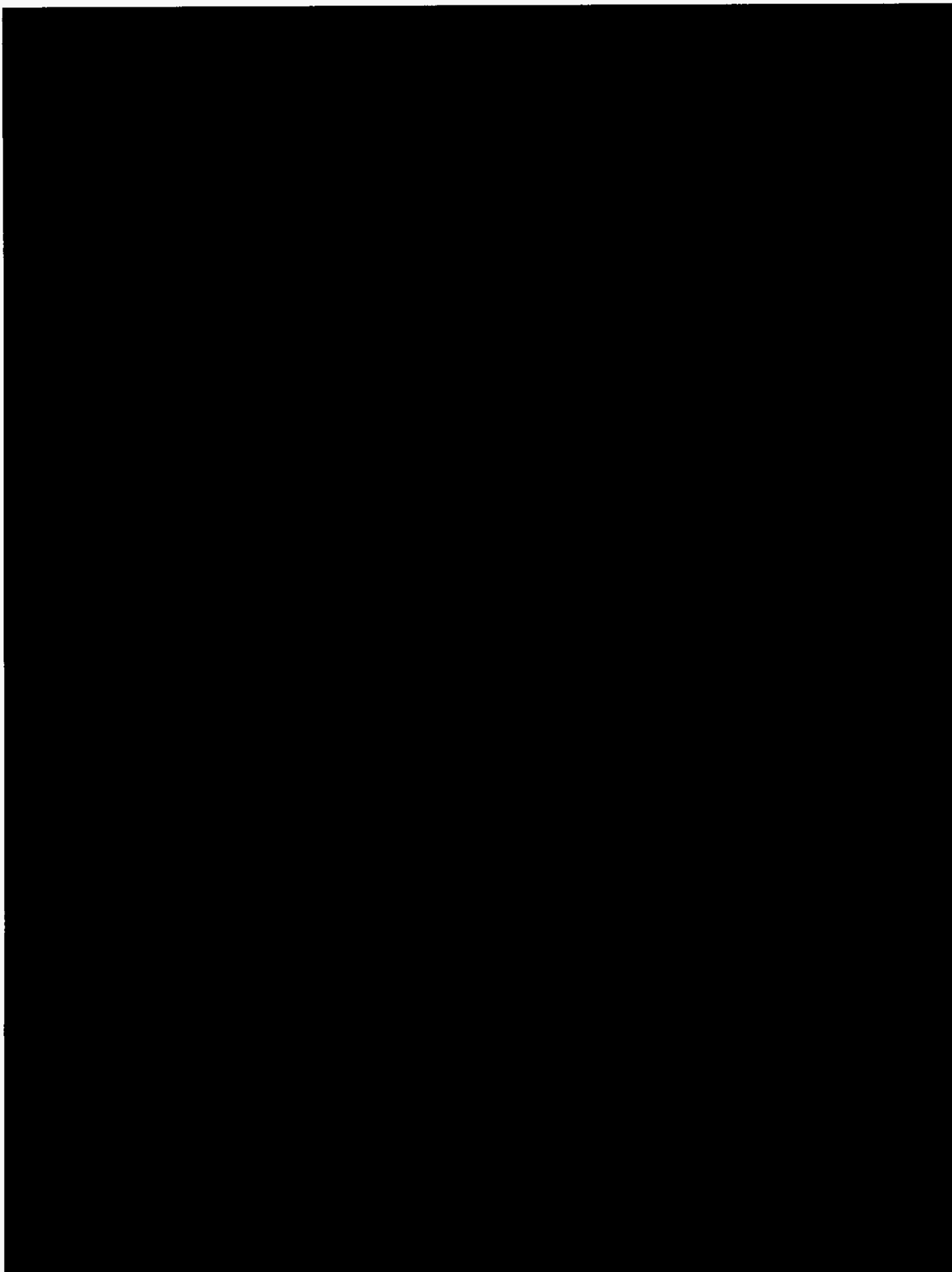


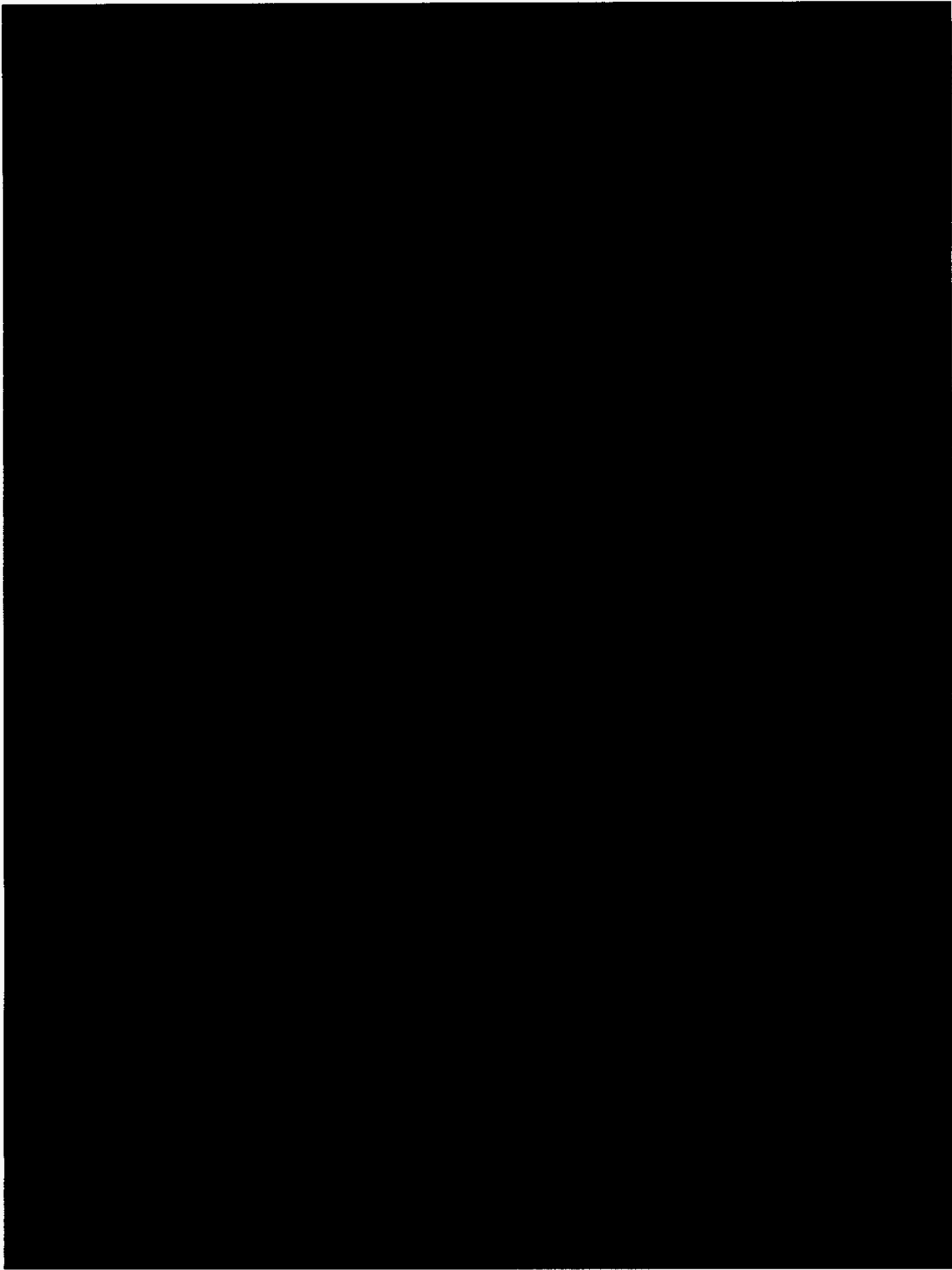


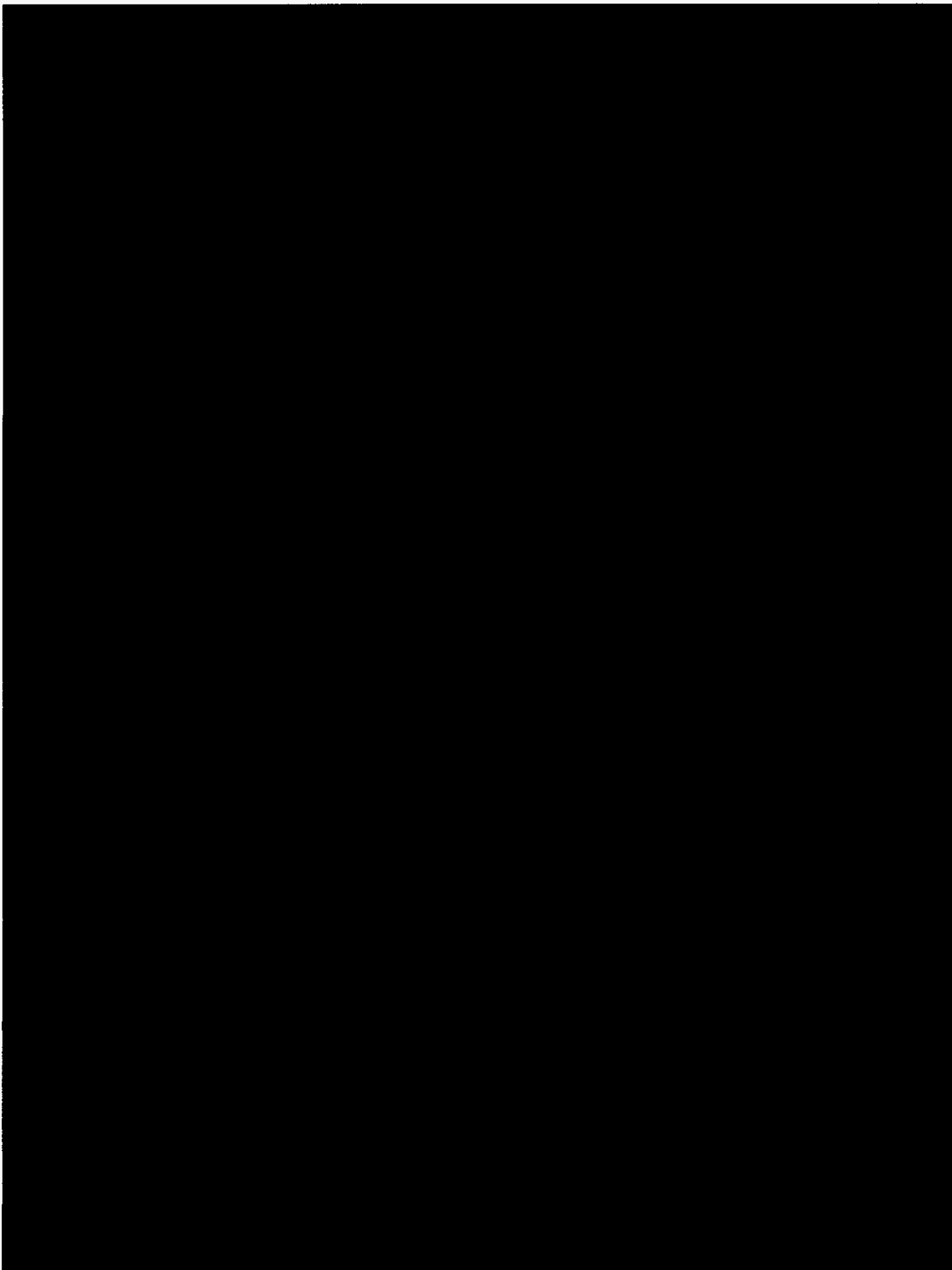


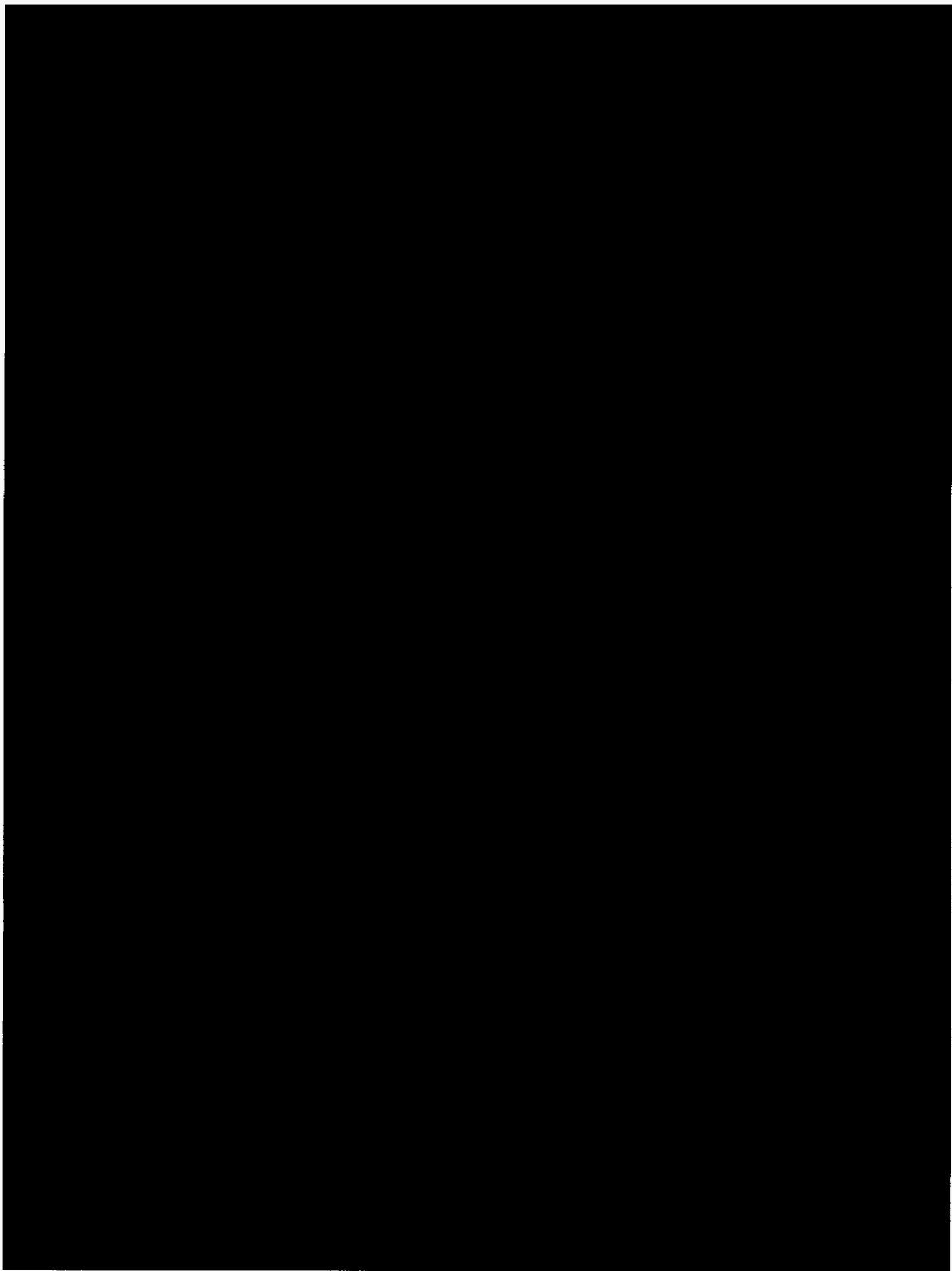


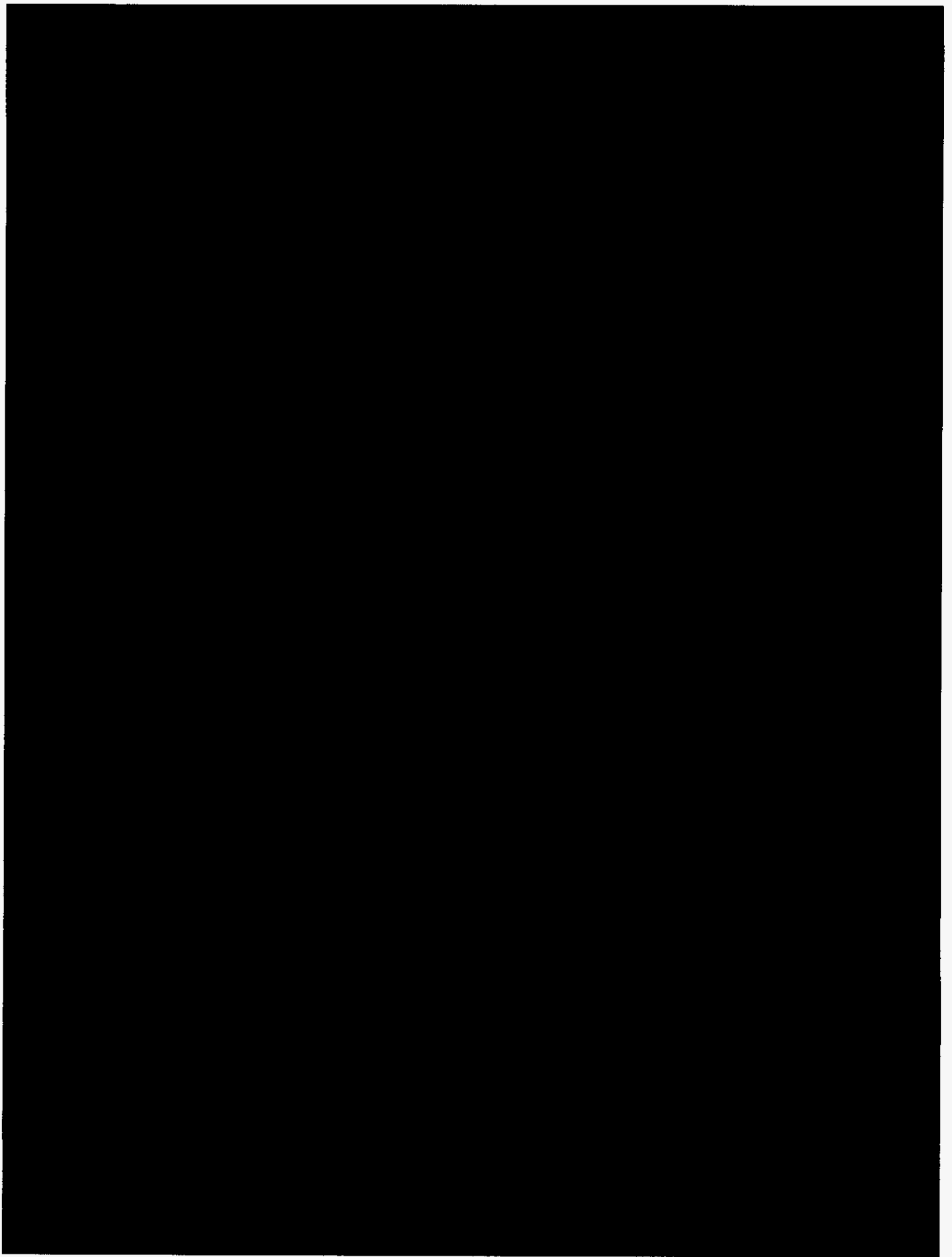


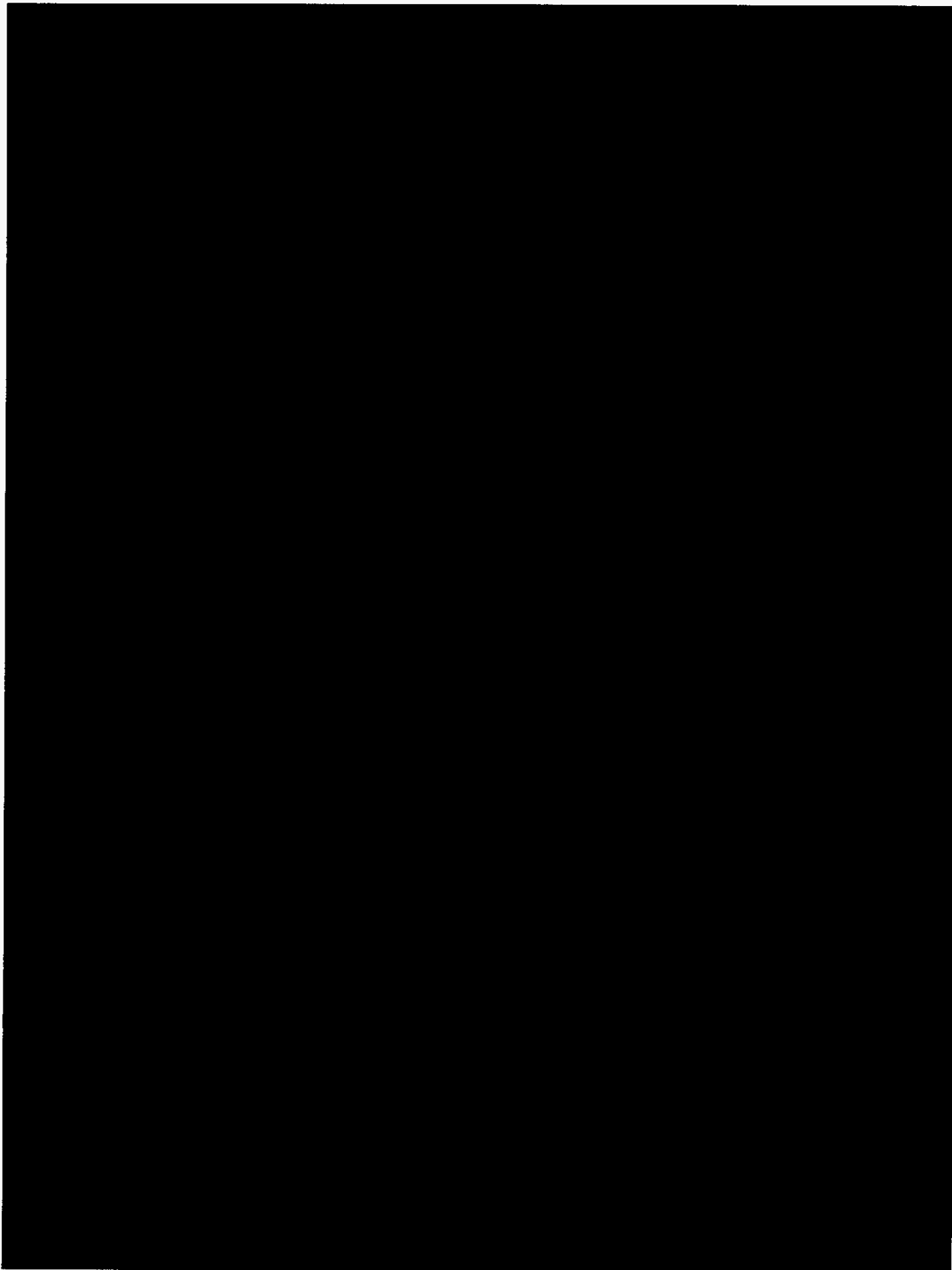


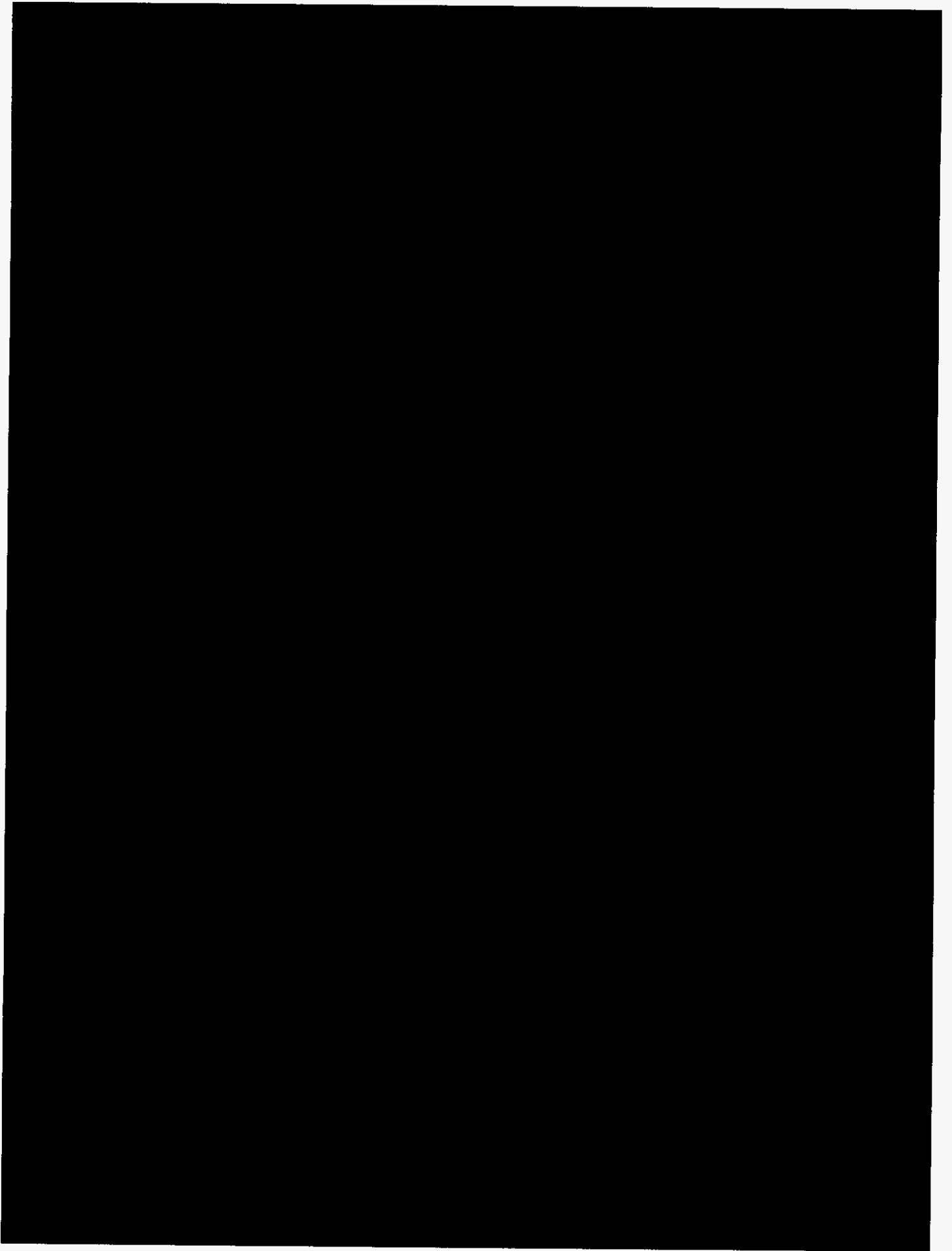


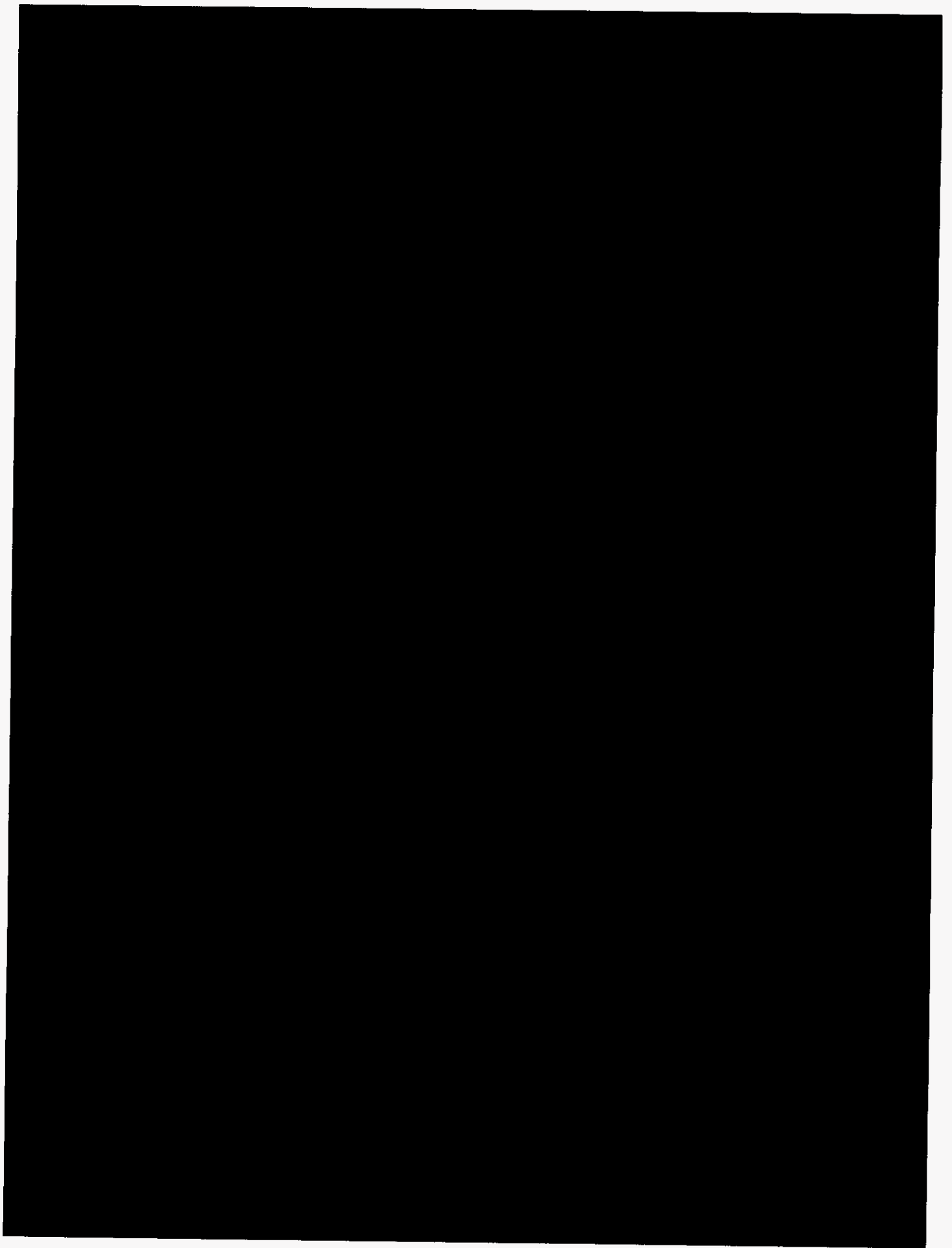


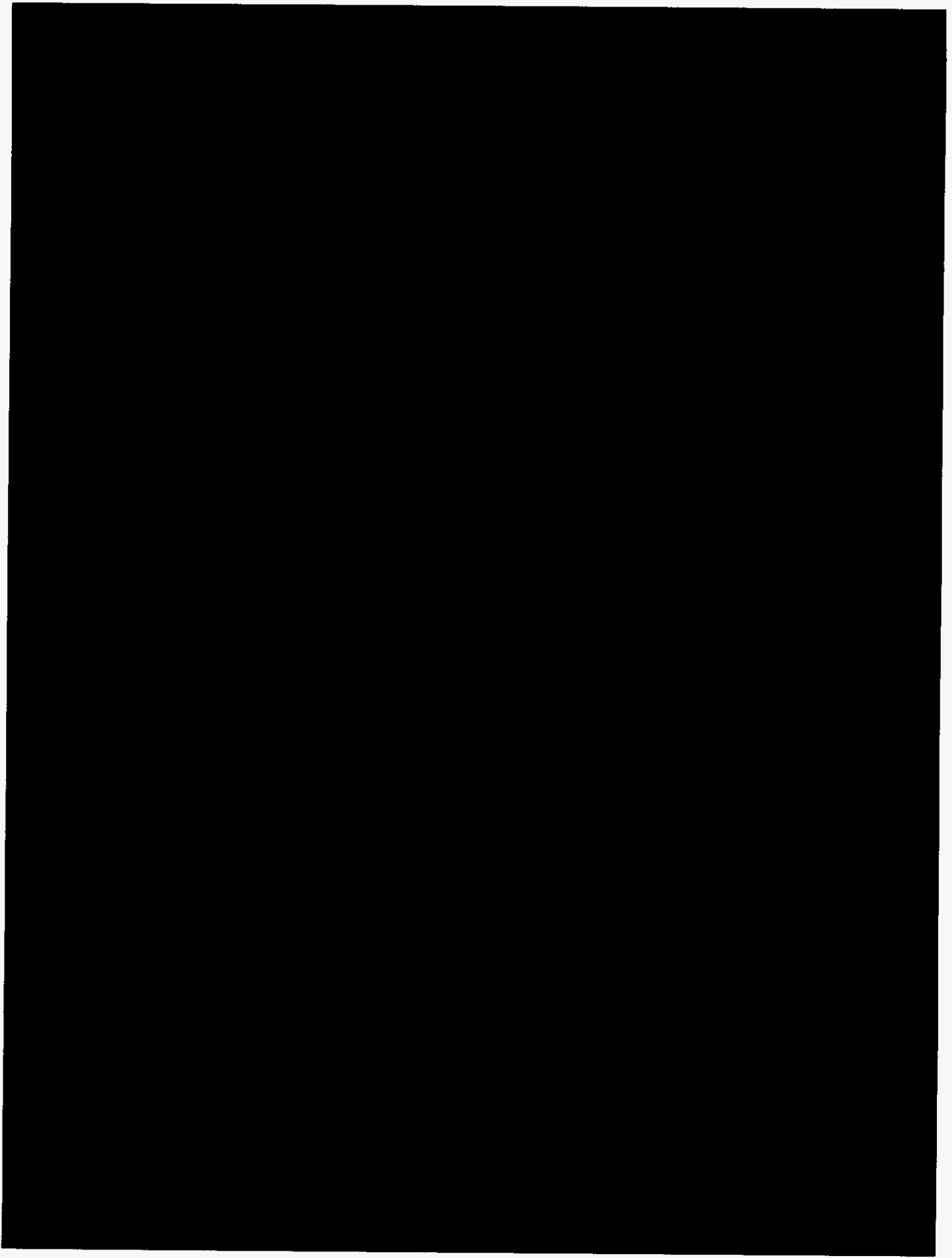


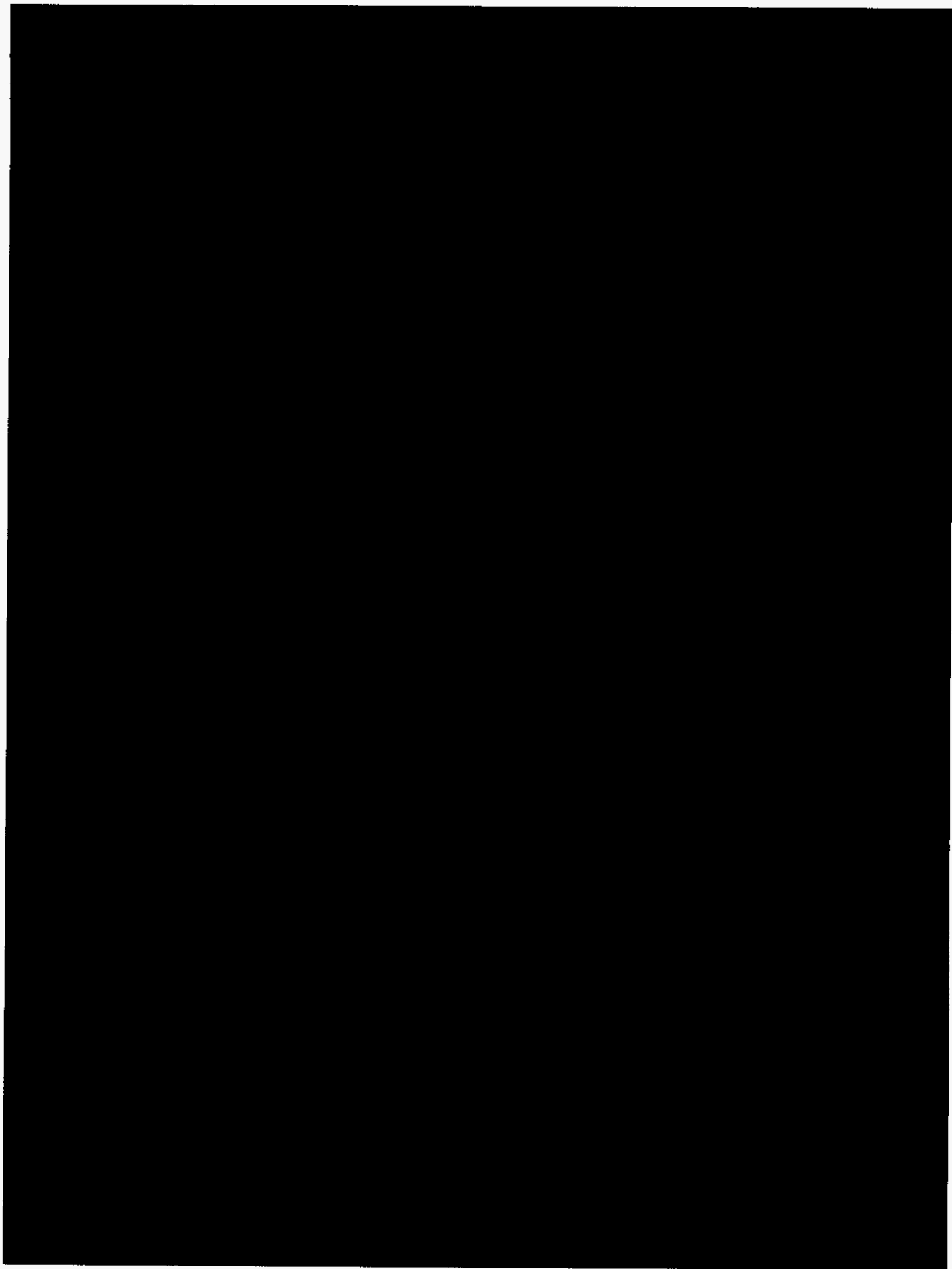


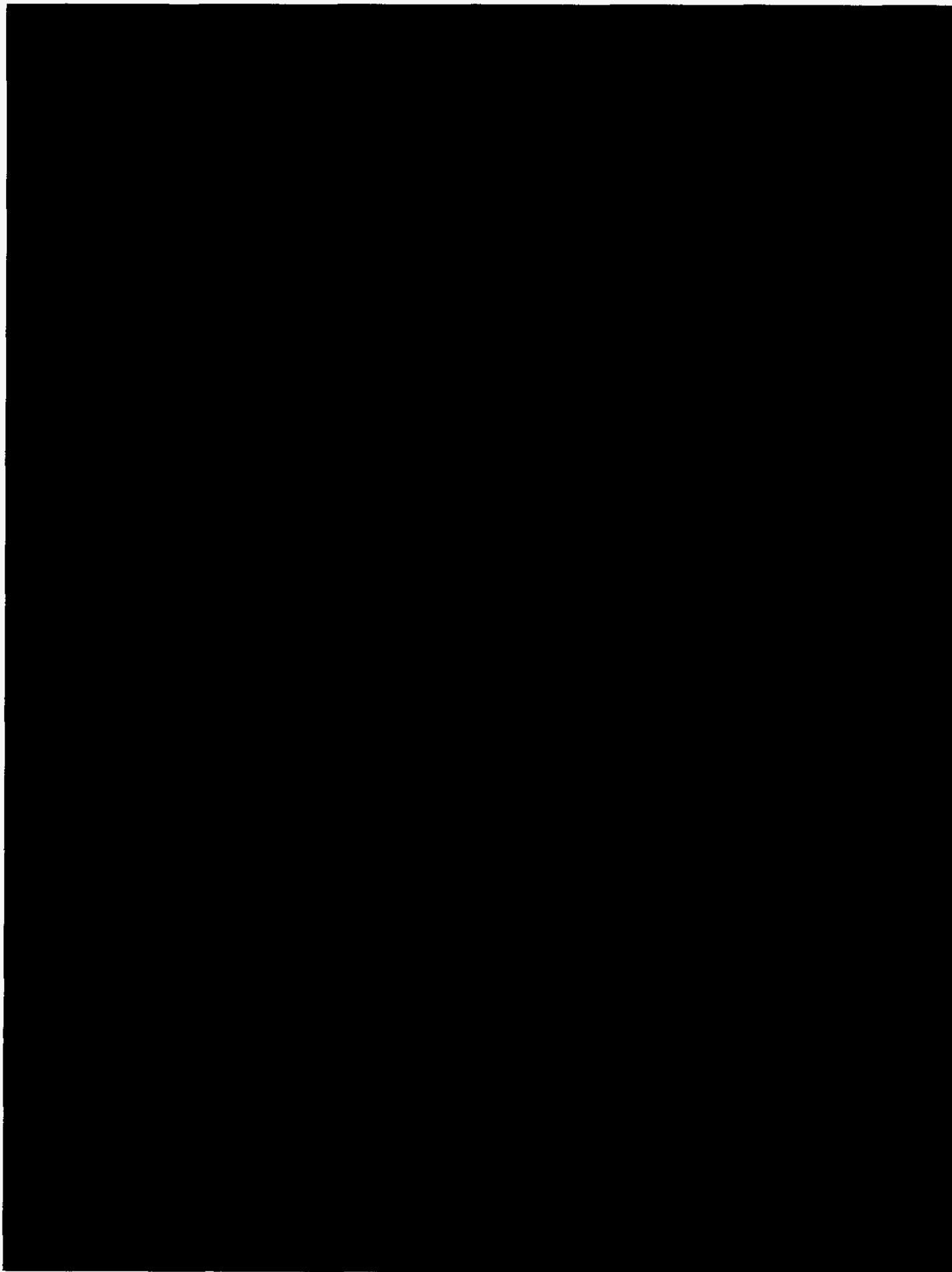


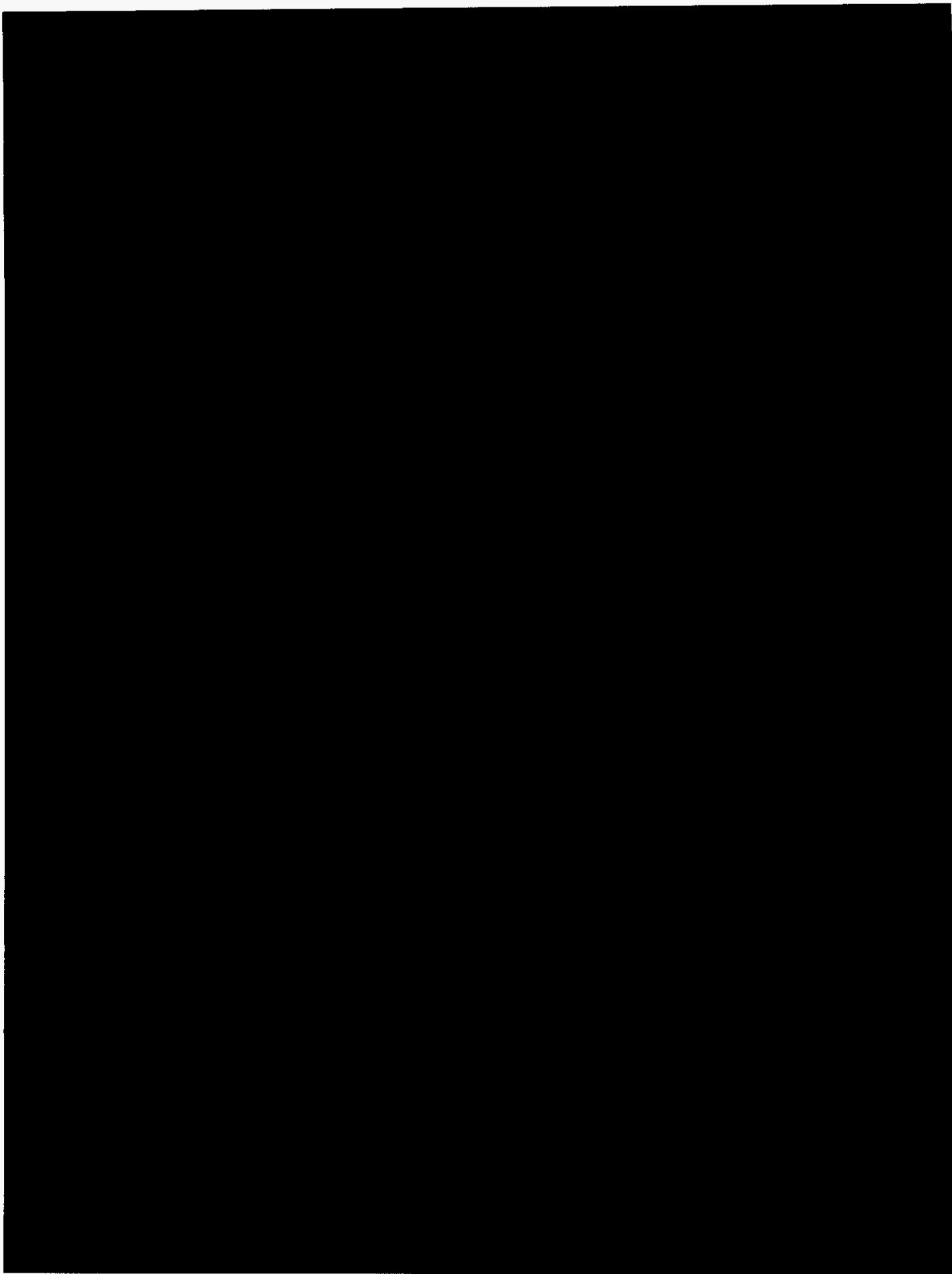


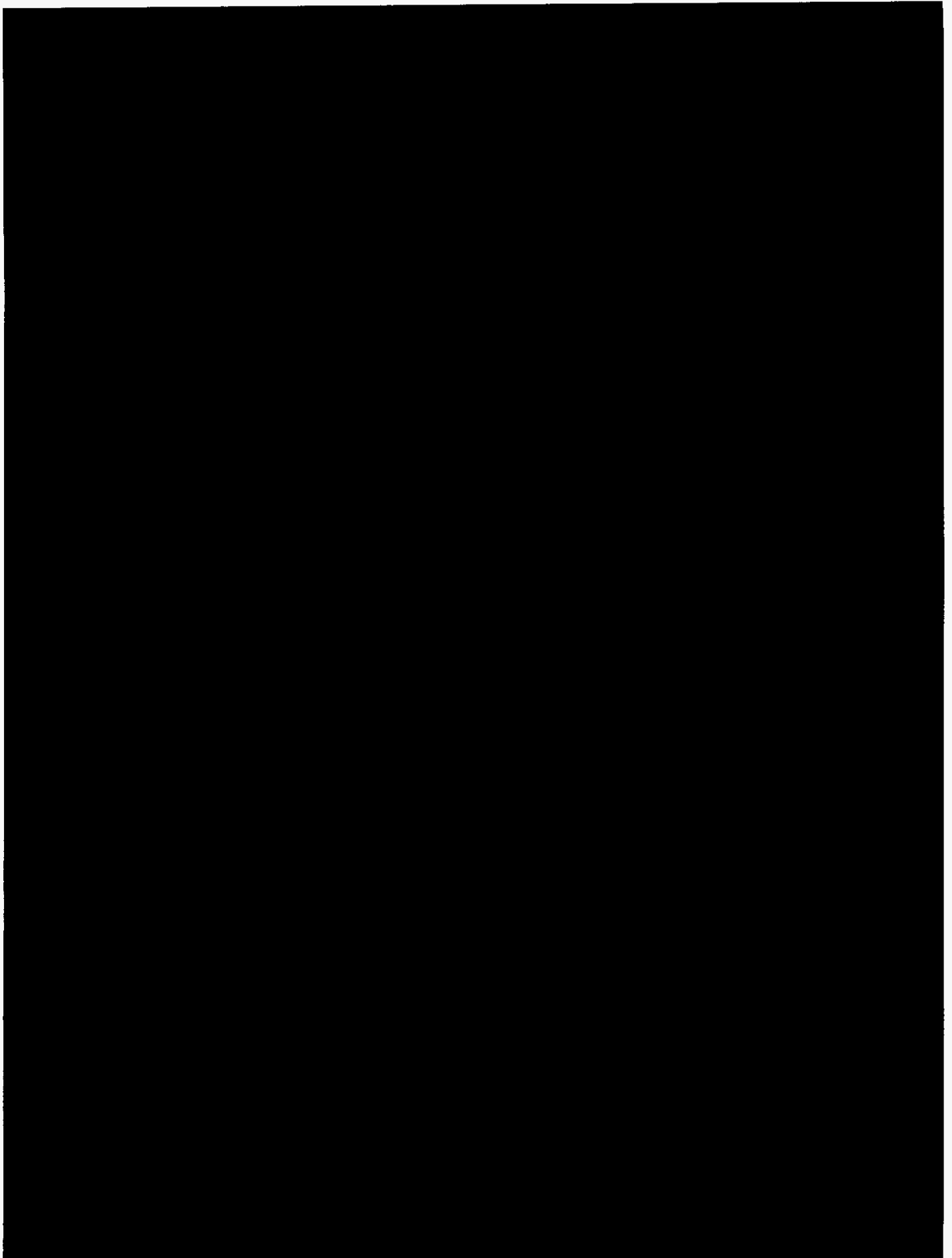


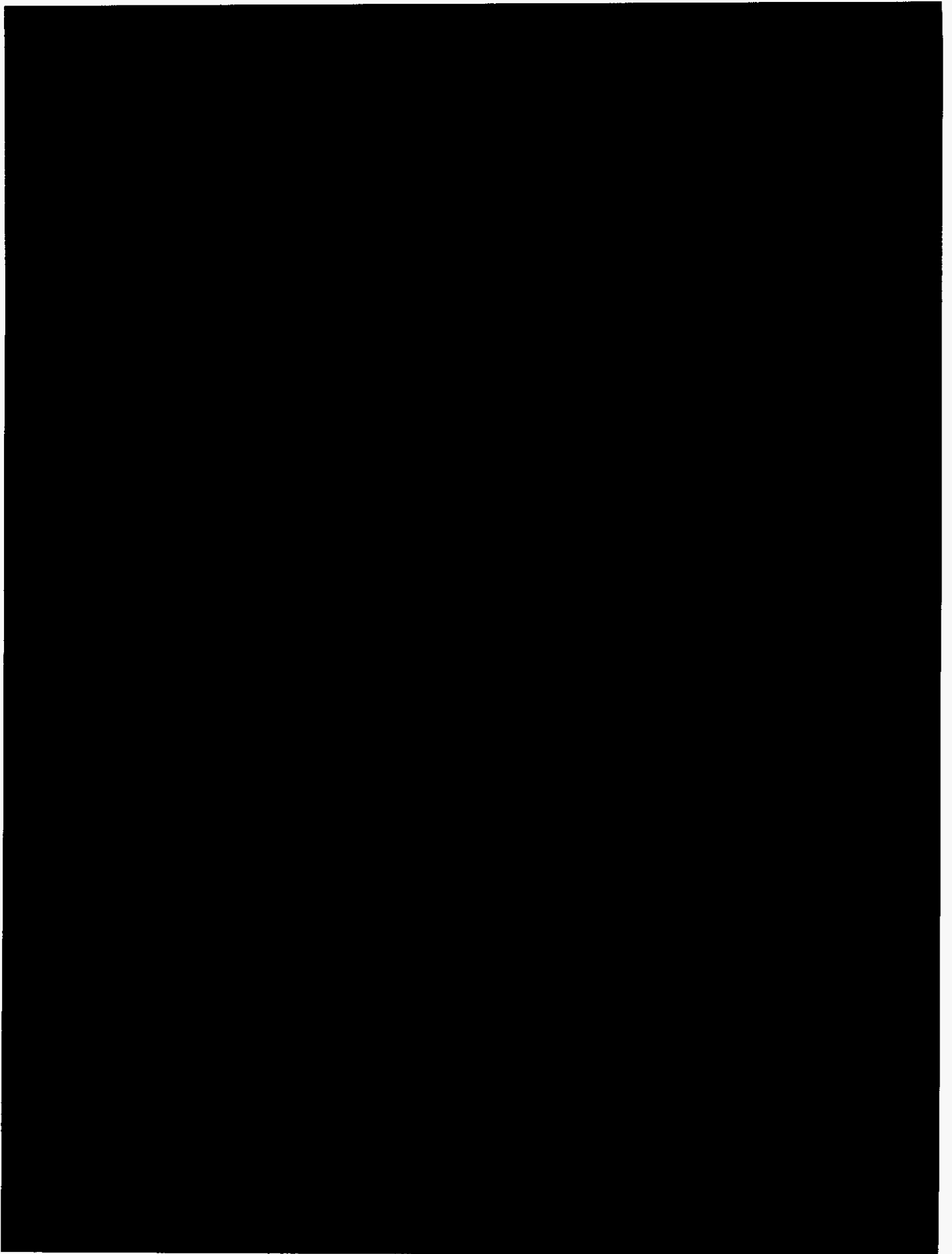


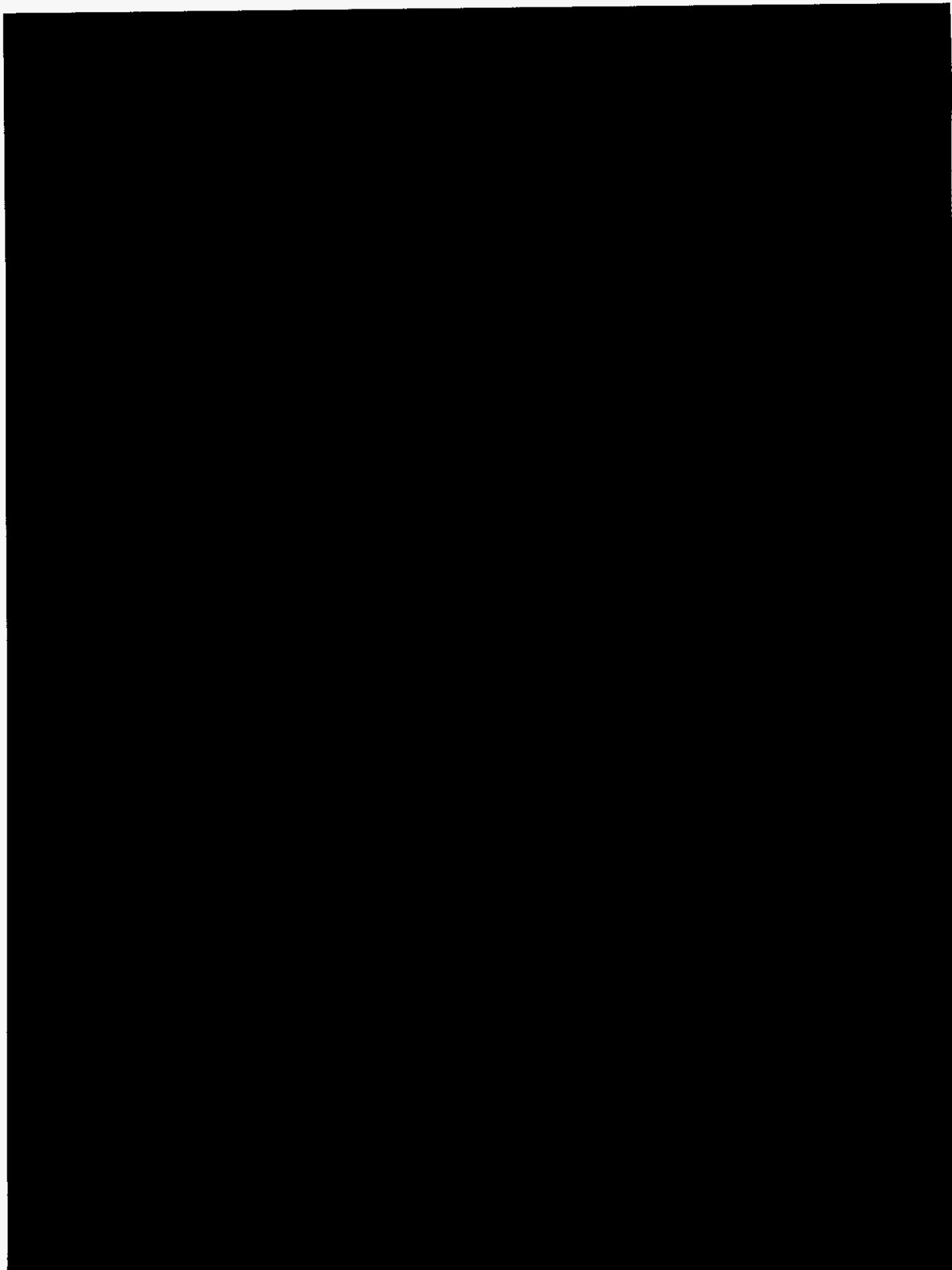


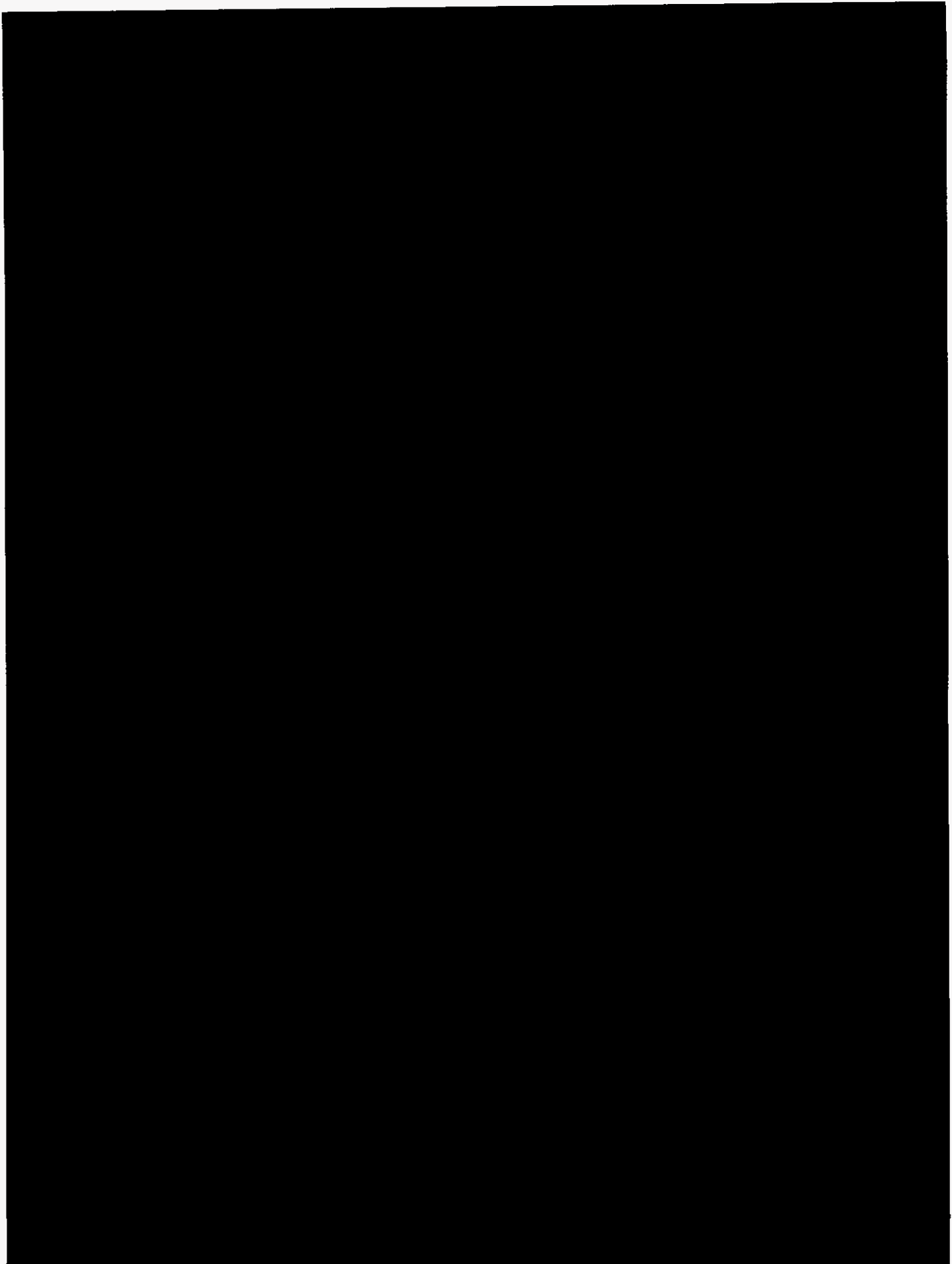


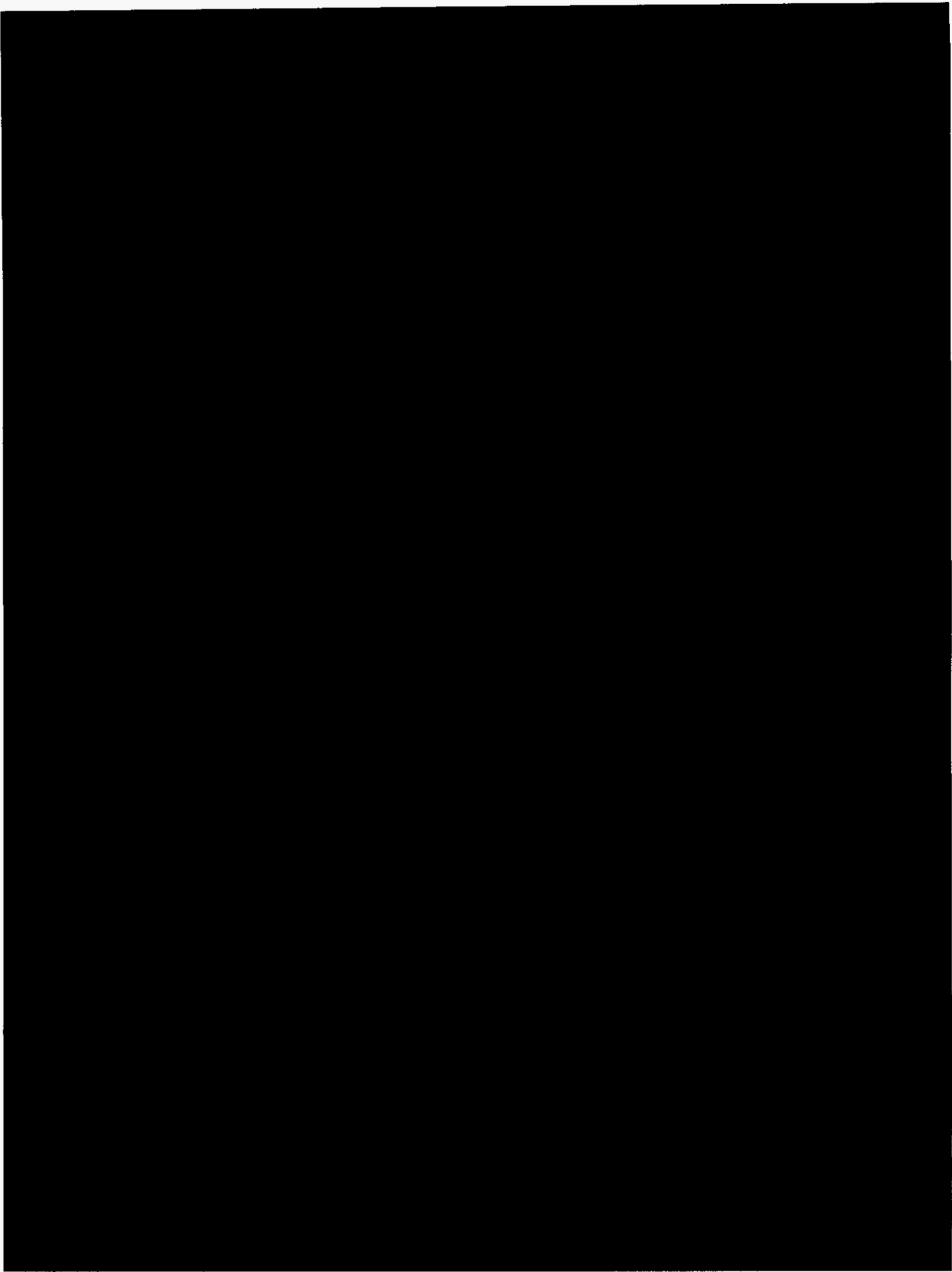


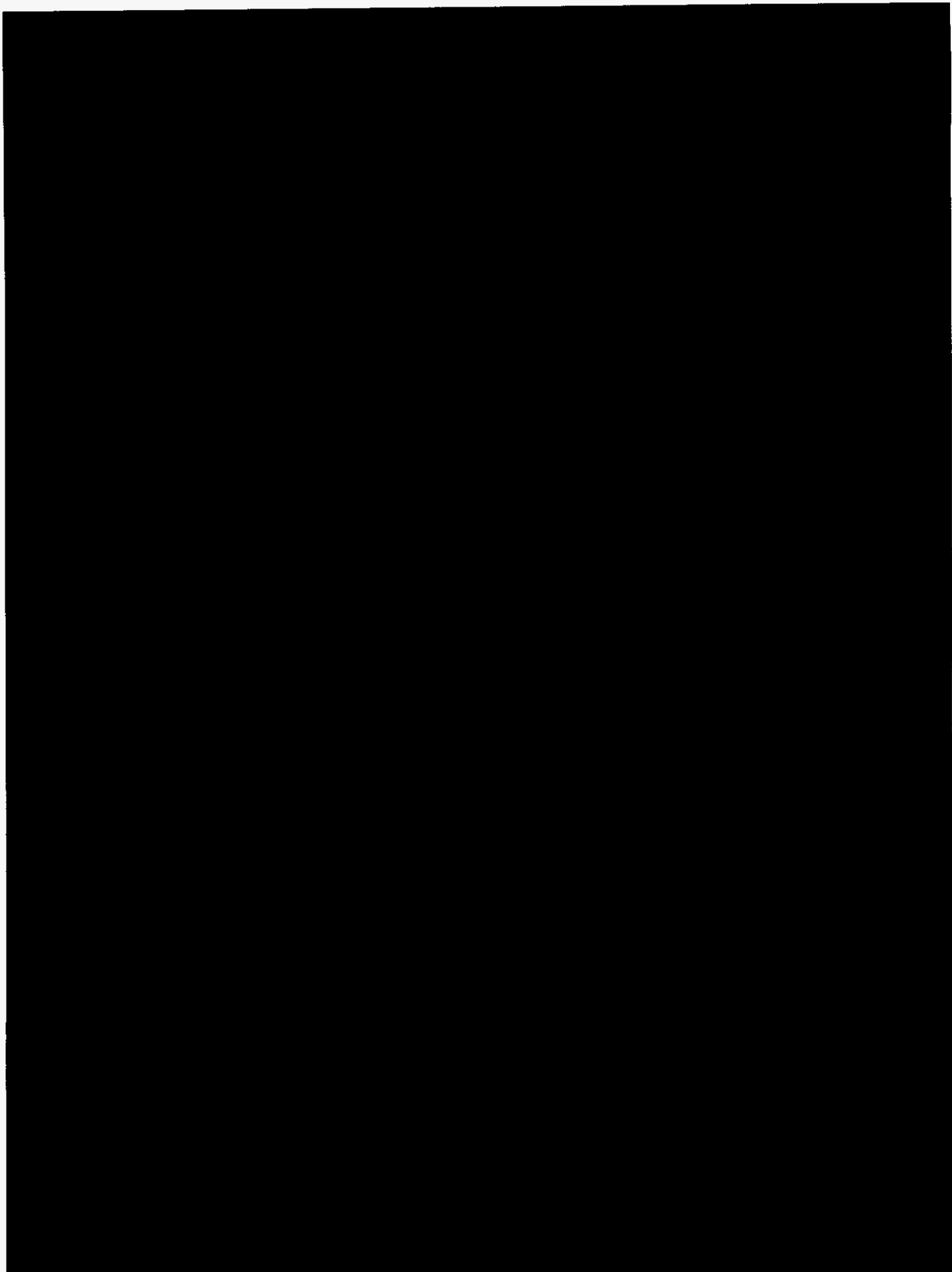


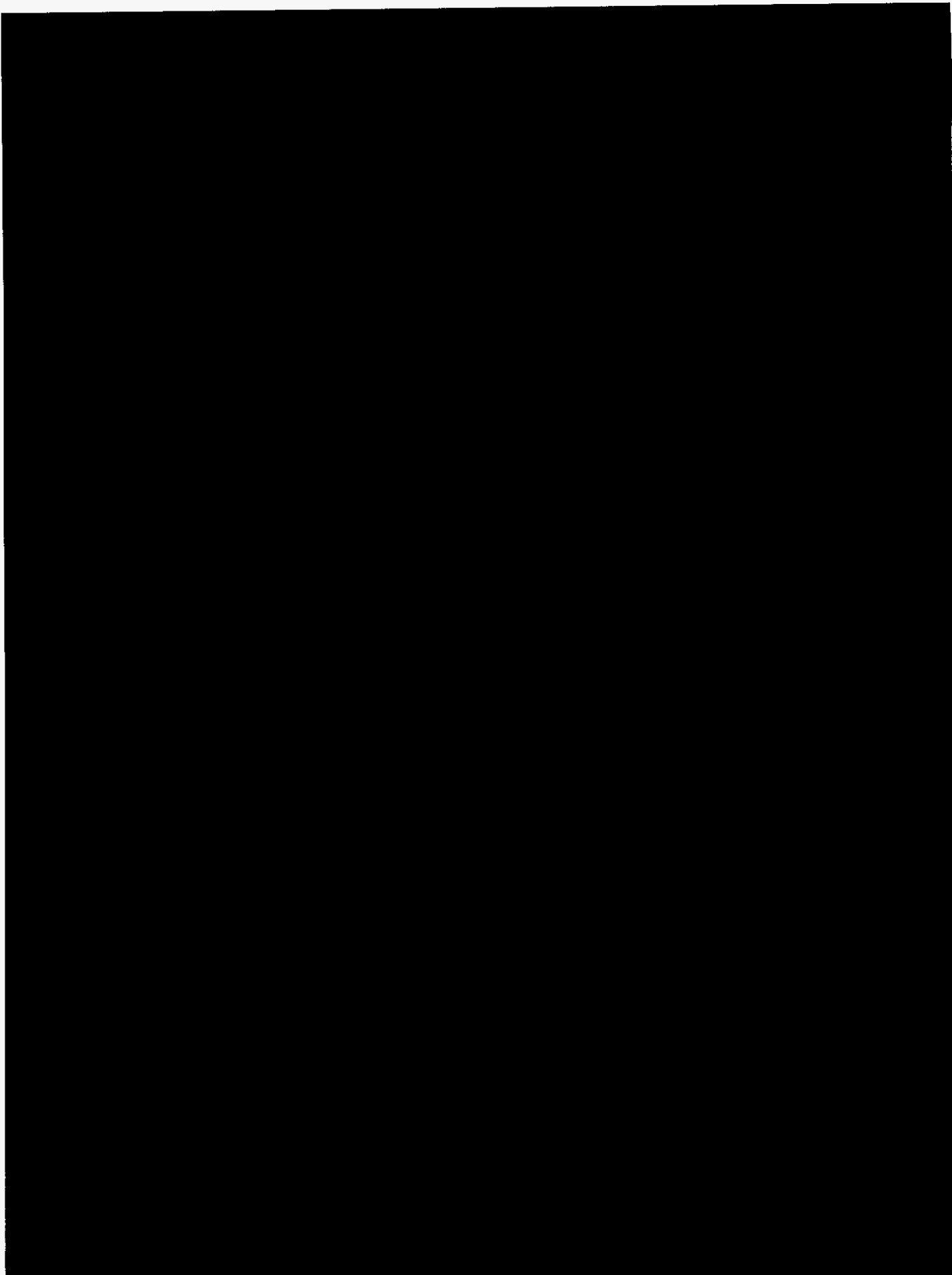


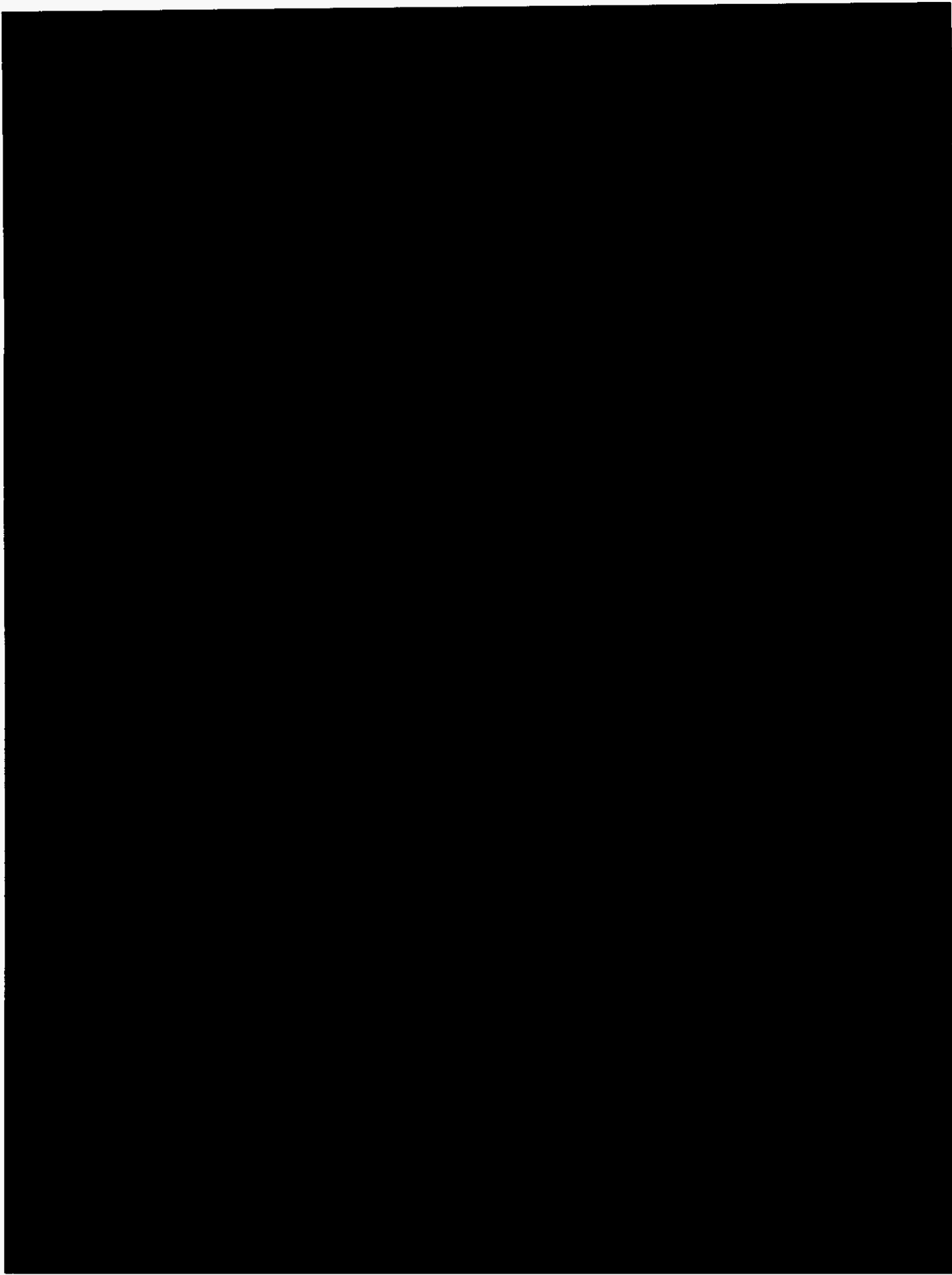


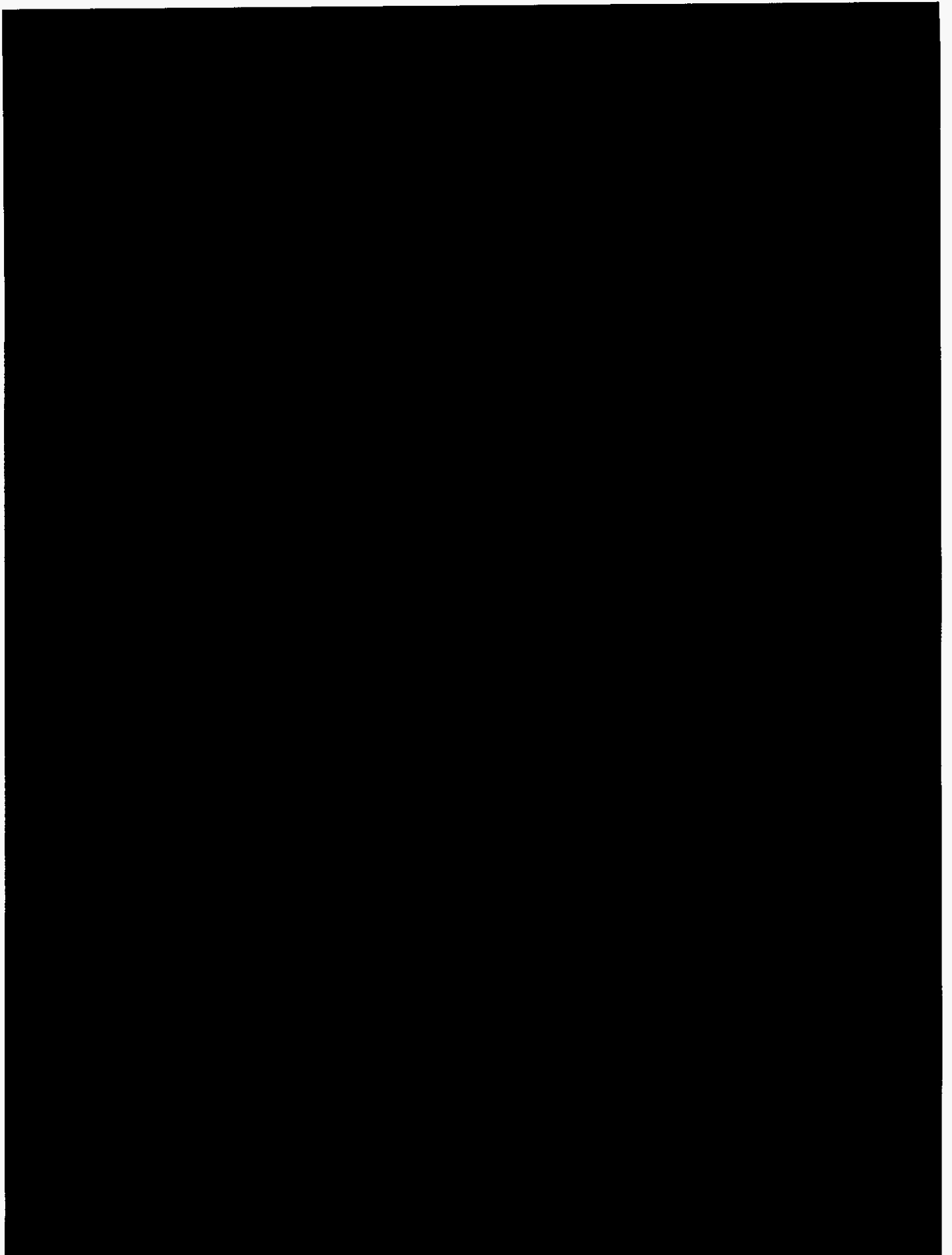


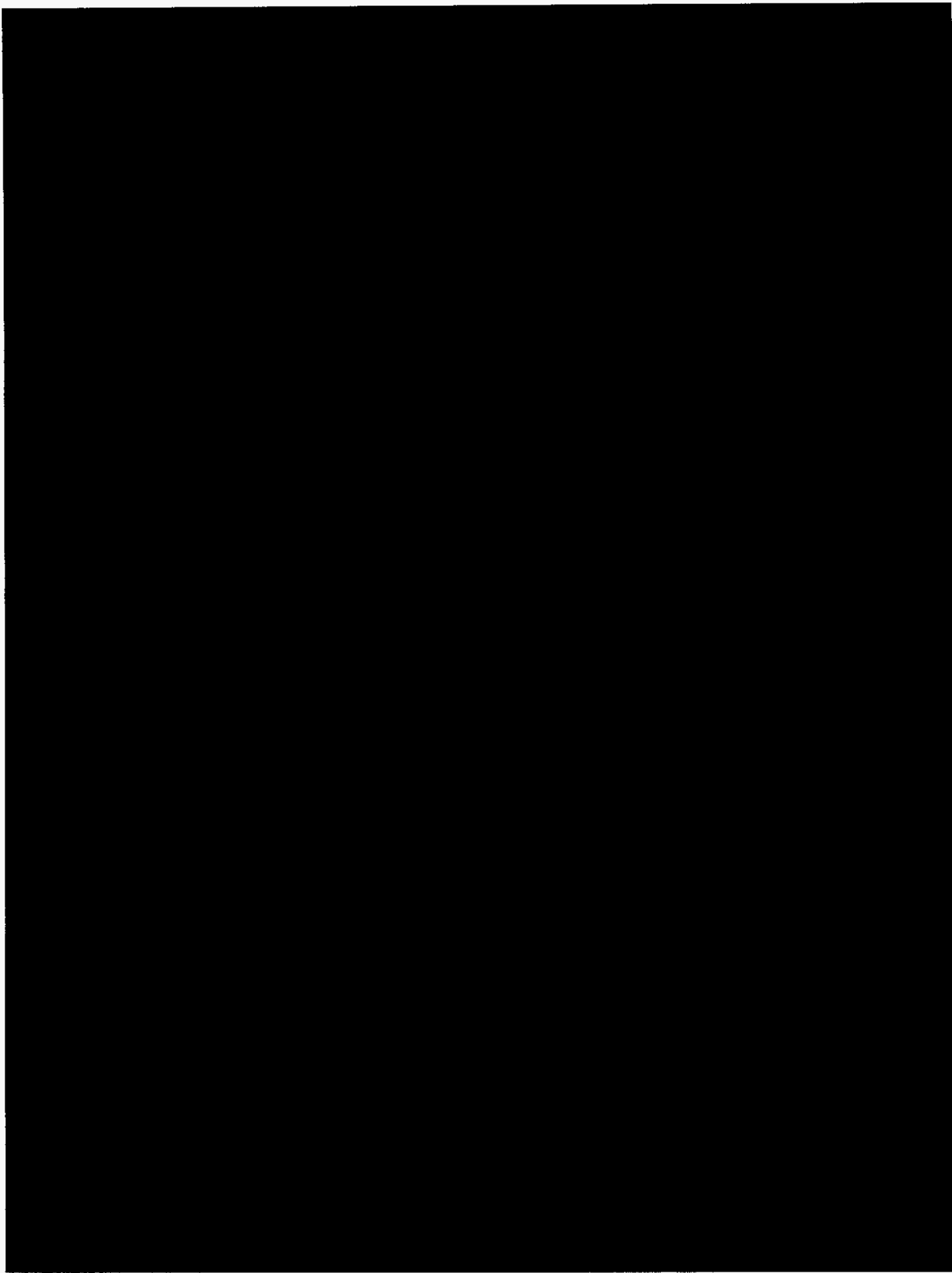












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