

Undeliverable envelope returned from the U.S. Post Office.

Address is consistent with the Master Commission Directory or the Case Management System.

State of Florida
Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

TALLAHASSEE FL 323
06 AUG 2015 PM 1 T



ZIP 32399
041L11251562

Ni Florida, LLC (15 FL)
13824 U.S. Highway 19, Suite 301
Hudson, FL 34667

150115-WS

RECEIVED
15 AUG 24 11 9: 23
COMM. DIV.
CLERK

04009444800050

NIXIE 339 7E 1009 0000/19/15
RETURN TO SENDER
NOT DELIVERABLE AS ADDRESSED
UNABLE TO FORWARD
BC: 32399085099 *0687-03568-06-41

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Joint application for approval of transfer of majority organizational control of Ni Florida, LLC, holder of Certificate Nos. 388-W in Lee County and 104-S in Pasco County, to Ni Pacolet Milliken Utilities, LLC.

DOCKET NO. 150115-WS
ORDER NO. PSC-15-0315-FOF-WS
ISSUED: August 5, 2015

The following Commissioners participated in the disposition of this matter:

ART GRAHAM, Chairman
LISA POLAK EDGAR
RONALD A. BRISÉ
JULIE I. BROWN
JIMMY PATRONIS

ORDER APPROVING TRANSFER OF MAJORITY ORGANIZATIONAL CONTROL

BY THE COMMISSION:

Background

On April 3, 2015, Ni Florida, LLC (Ni Florida or Utility), holder of Certificate Nos. 388-W in Lee County and 104-S in Pasco County and Ni Pacolet Milliken Utilities, LLC (Buyer) filed a joint application for transfer of majority organizational control of Ni Florida to the Buyer.

Ni Florida provides water service in Lee County and wastewater service in Pasco County. Ni America Capital Management, LLC. (Seller) is currently the sole owner of Ni Florida. The Buyer is a wholly-owned subsidiary of Pacolet Milliken Enterprises, a Delaware corporation. Pacolet Milliken Enterprises entered into the purchase agreement with the Seller and subsequently assigned its interest in the purchase agreement to the Buyer subsequently. Because the purchase agreement is structured as a purchase of 100 percent of the equity interests, this application does not involve a transfer of the facilities or the land owned by Ni Florida or occupied by the Ni Florida systems, and Ni Florida will continue to own or lease the land on which its facilities are located. The transfer of majority organizational control of Ni Florida by the purchase agreement is subject this Commission's approval. We have jurisdiction in this case pursuant to Section 367.071, Florida Statutes (F.S.)

Discussion

The applicants provided proof of compliance with the noticing provisions set forth in Section 367.071, F.S., and Rule 25-30.030, Florida Administrative Code (F.A.C.). Mr. Tom Steans, a customer of Ni Florida's Hudson wastewater system, filed comments in objection to the transfer regarding odor in his neighborhood year after year and expressed his preference in having the wastewater operation under Pasco County ownership. This is the only letter of