

State of Florida



Public Service Commission

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: January 23, 2018

TO: Carlotta S. Stauffer, Commission Clerk, Office of Commission Clerk

FROM: Robert E. Graves, Public Utilities Supervisor, Division of Engineering *RG*

RE: Docket No. 20170042-WU - Application for transfer of water facilities to City of New Port Richey, and cancellation of Certificate No. 152-W, by LWV Utilities, Inc.

Please place the attached communication from Mr. James Weeks (LWV Utilities, Inc.) to Robert Graves, providing information regarding regulatory assessment fees and documentation of closing, in the docket file.

LWV Utilities, Inc.
7552 Congress Street
Suite #3
New Port Richey, FL 34652

DISTRIBUTION CENTER

2018 JAN -8 AM 8:53

**RETURN RECEIPT
REQUESTED**

PLACE STICKER AT TOP OF ENVELOPE TO THE RIGHT
OF THE RETURN ADDRESS. FOLD AT DOTTED LINE

CERTIFIED MAIL



7016 2710 0001 0755 9030

Florida Public Service Commission
ATTN: Robert Graves
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

32399-0850 0001

1000



32399



R2304M112479-2

\$6.80

U.S. POSTAGE
PAID
NEW PORT RICHEY, FL
34653
JAN 05, 18
AMOUNT

1/03/18

LWV Utilities, Inc.
7552 Congress Street
Suite #3
New Port Richey, FL 34652

Florida Public Service Commission
ATTN: Robert Graves
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Dear Mr. Graves:

RE: Small Water Utility Regulatory Assessment Fee Return for the time-frame 1/01/17 through 2/10/17

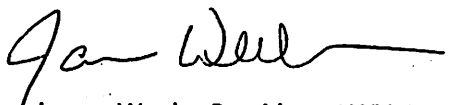
Let me begin by wishing you and yours the very best in 2018. We have been working with Adam Hill throughout 2017, to get all of these items completed. In our last communication with him on 12/28/17, he advised us that he had taken a new position and that all future communications should be directed to you and/or Jennifer Crawford.

Attached, you will find our FINAL AMENDED Small Water Utility Regulatory Assessment Fee Return for 1/01/17 through 2/10/17. As you are aware, we had estimated for this time period and submitted \$477.00 on 5/17/17. As I am sure Mr. Hill had advised you the final closing for the sale of the LWV, Inc., to the City of New Port Richey, Florida, had to be delayed on more than one occasion, with the FINAL closing date of 2/10/17. You will find a check in the amount of \$28.16, which will, combined with what has previously been paid (\$477.00), equals the total amount that was owed of \$505.16.

In addition, Mr. Hill requested documentation of the ACTUAL closing date, which was completed on February 10, 2017. As you are aware there were some delays in the closing due to the City of New Port Richey, Florida, having some compliance guidelines to be met. I am attaching a copy of the **First Amendment to Utility Asset Acquisition Agreement**, with which all parties agreed to extend the closing date to February 10, 2017. We had a pre-closing (signing of documents) on February 8th, 2017, with the actual closing date of February 10, 2017. We have previously provided you with the original **Utility Asset Acquisition Agreement** that had a closing date of on or before January 20, 2017. As the First Amendment Agreement documents, the date was waived to the February 10, 2017, date.

If we do not hear anything further from you, we will consider that everything is complete and finalized. As always, it has been a pleasure working with the PSC to finalize and close out the LWV, Inc., account. Also, I just wanted to let you know that Adam Hill has been a pleasure to work with and was always quick to respond to questions and to direct us on additional information needed.

Sincerely yours,


James Weeks, President, LWV, Inc.

RECEIVED

JAN 08 2018

Florida Public Service Commission
Division of ~~REG~~ ENG

c: Jennifer Crawford

Enclosures: Check #010, in the amount of \$28.16
Copies of First Amendment to Utility Asset Acquisition Agreement
Date confirmation Email from Niki Nate, BMO Law, City of New Port Richey, Florida, attorney

**FIRST AMENDMENT TO UTILITY
ASSET ACQUISITION AGREEMENT**

THIS FIRST AMENDMENT is made and entered into as of this 18th day of January, 2017, by and among City of New Port Richey, Florida, a municipal corporation (the "City" or "Buyer"), LWV Utilities, Inc., a corporation organized under the laws of the State of Florida with its principal place of business at 7552 Congress Street, Suite 3, New Port Richey, FL 34653-1106 ("Seller") and James C. Weeks and Rick Miller (each a "Shareholder" and together the "Shareholders")(collectively, the "Parties") to amend and supplement that certain Utility Asset Acquisition Agreement entered into by the Parties on November 15, 2016 (the "Agreement").

WITNESSETH:

WHEREAS, all capitalized terms used in this First Amendment shall have the defined meaning as set forth in the Agreement, unless otherwise defined herein; and

WHEREAS, if the Closing contemplated by the Agreement cannot occur on or before January 20, 2017, the Parties may waive the Closing Date deadline and establish an outside date for Closing; and

WHEREAS, the Parties desire to waive this deadline by this writing to allow for additional approvals necessary for Buyer's financing.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Parties hereby waive the Closing Date deadline pursuant to section 4.09 of the Agreement and hereby establish an outside date of February 10, 2017 as the date by which the Closing must occur.

THE PARTIES FURTHER AGREE that in the event the terms of this First Amendment conflict with the terms of the Agreement, this First Amendment shall govern. All other terms and conditions of the Agreement remain in full force and effect, except as specifically modified by this First Amendment.

IN WITNESS WHEREOF, the Parties have caused this First Amendment to be duly executed and entered into on the date first above written.

City of New Port Richey

By: _____

Rob Marlowe, Mayor

Attest:

Judy Meyers, Interim City Clerk

APPROVED AS TO FORM AND
CORRECTNESS FOR THE SOLE
RELIANCE OF THE CITY:

By: _____
Nicole C. Nate, B.C.S.
Special Counsel to the City

James C. Weeks

Attest:

Rick Miller

Attest:

LWV Utilities, Inc.

By: _____
James C. Weeks
Its: _____

Attest:

LWV Utilities, Inc.

Attest:

By: _____
Rick Miller
Its: _____

Subject: **NPR/Utility Acquisition - Rescheduled Pre-Closing and Closing Date**
Date: 1/19/2017 12:00:06 PM Eastern Standard Time
From: nmate@bmlaw.com
To: mary@mastertitle.com, riverar@CityofNewPortRichey.org,
FeastC@CityofNewPortRichey.org, spiro@verras-law.com, RMille6400@aol.com
Cc: ddraper@bmlaw.com

All –

Please confirm that you are available for a pre-closing (signing documents) on February 8th at 10:00am at City Hall. The signed documents will be held in escrow and the transaction will officially close on February 10th.

Best regards,

Nikki Nate

Attorney

Bryant Miller Olive

One Tampa City Center, Suite 2700

Tampa, Florida 33602

(813) 273-6677 (main)

(813) 223-2705 (fax)

nnate@bmlaw.com



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