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September 8, 2021

VIA Electronic Filing to the Office of Commission Clerk

Attn: Melinda Watts, Engineering Specialist
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Re: Docket No. 20210093-WS - Application for transfer of water and wastewater systems of Aquarina Utilities, Inc., Water Certificate No. 517-W, and Wastewater Certificate No. 450-S to CSWR-Florida Utility Operating Company, LLC, in Brevard County.

Dear Ms. Watts:

On behalf of CSWR-Florida Utility Operating Company, LLC (“CSWR-FL”), please find below the company’s responses to the Commission’s August 16, 2021 deficiency letter:

1. **Assets and Liabilities.** Rule 25-30.037(2)(j)(3), Florida Administrative Code, (F.A.C.), requires a list of and the dollar amount of the assets purchased and liabilities assumed or not assumed, including those of nonregulated operations or entities. In response to staff’s first deficiency letter, the Utility only provided a list of the specific assets. Please also provide the corresponding dollar amount allocated to each.

CSWR-FL Response: Pursuant to our telephone conversation, please find attached as Exhibit A the Water Utility Plant Accounts pages from Aquarina’s 2020 annual report, listing assets and corresponding dollar amounts.

2. **Notice of Application.** Rule 25-30.030(6), F.A.C., incorporated by reference in Rule 25-30.037(2)(b), F.A.C., states that all applications requiring noticing shall be deemed deficient until affidavits of noticing required by Sections 367.045(1)(e) and (2)(f), Florida Statutes, along with a copy of the notice, are filed with the Office of Commission Clerk. After staff has reviewed and approved the notice of application, and the notices have been distributed in accordance with Rule 25-30.030(5), F.A.C., please provide affidavits of noticing.



CSWR-FL Response: On August 18, 2021, CSWR-FL filed a revised Customer Notice. Staff approval of that notice is presently pending. As soon as it is approved, we will proceed with noticing and filing the affidavits.

3. **Permits.** Rule 25-30.037(2)(r)1., F.A.C., requires the applicant provide a copy of the utility's current permits from the Department of Environmental Protection (DEP) and the water management district (WMD). The copies of the permits included in the application were issued by the respective agency to the Seller. Please provide copies of the applications required by the DEP and the St. Johns River WMD for transfer of the permits to the Buyer. Also, please ensure that the WMD permit transfer application also corrects the reference to the township/section/range information for the areas served to include all of the certificated service territory for Certificate No. 517-W.

CSWR-FL Response: Both DEP and the WMD advise the transfer applications cannot be processed until after title closing of the real estate, which cannot occur until after the Commission approves the transfer from Aquarina to CSWR-FL. Accordingly, and pursuant to our telephone conversation, CSWR-FL commits to filing with the Commission copies of the DEP and WMD transfer applications within sixty (60) days of closing.

4. **Right to Land.** Rule 25-30.037(2)(s), F.A.C., requires documentation of the utility's right to access and continued use of the land upon which the utility treatment facilities are located. Documentation of continued use shall be in the form of a recorded warranty deed, recorded quit claim deed accompanied by title insurance, recorded lease such as a 99-year lease, or recorded easement. The applicant may submit an unrecorded copy of the instrument granting the utility's right to access and continued use of the land upon which the utility treatment facilities are or will be located, provided that the applicant files a recorded copy within the time required in the order granting the transfer. Please be advised that this item will remain deficient until the required documentation has been provided. In Exhibit H to the application, the Buyer makes the following statement:

Between the date of this application and closing, CSWR-Florida will conduct additional due diligence, which includes engaging a Florida title company to review relevant records related to real property assets Aquarina Utilities proposes to transfer to confirm the rightful owner(s) and identify any title defects that will be cured prior to closing. Although documents required by Section 4.01(b) do not currently exist, they can be provided post-closing if necessary to establish CSWR-Florida's ownership or long-term use rights.

CSWR-FL Response: Please find attached as Exhibit B an unrecorded draft deed. Pursuant to our telephone conversation, CSWR-FL commits to filing the executed and recorded deed with the Commission within sixty (60) days after closing.

Ms. Melinda Watts
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Thank you for the opportunity to provide additional information in support of the application. Please feel free to contact our office at your convenience with any additional questions or concerns.

Sincerely,

/s/ Thomas A. Crabb

Thomas A. Crabb
Attorney for Buyer CSWR-FL

cc: Stephanie Morse, Esq., Office of Public Counsel (morse.stephanie@leg.state.fl.us)
Martin Friedman, Esq. (mfriedman@deanmead.com)

EXHIBIT A

UTILITY NAME: Aquarina Utilities, Inc.

YEAR OF REPORT December 31, 2020

SYSTEM NAME / COUNTY : Aquarina Utilities, Inc. / Brevard

WATER UTILITY PLANT ACCOUNTS

ACCT. NO. (a)	ACCOUNT NAME (b)	PREVIOUS YEAR (c)	ADDITIONS (d)	RETIREMENTS (e)	CURRENT YEAR (f)
301	Organization	\$ 397	\$		\$ 397
302	Franchises				-
303	Land and Land Rights	37,582			37,582
304	Structures and Improvements	66,474			66,474
305	Collecting and Impounding Reservoirs				-
306	Lake, River and Other Intakes				-
307	Wells and Springs	116,507			116,507
308	Infiltration Galleries and Tunnels				-
309	Supply Mains	2,057			2,057
310	Power Generation Equipment				-
311	Pumping Equipment	54,958			54,958
320	Water Treatment Equipment	366,232	13,440		379,672
330	Distribution Reservoirs and Standpipes	625,448			625,448
331	Transmission and Distribution Mains	155,799			155,799
333	Services	39,865			39,865
334	Meters and Meter Installations	58,158	87,986	(58,158)	87,986
335	Hydrants				-
336	Backflow Prevention Devices	4,408			4,408
339	Other Plant Miscellaneous Equipment	7,003			7,003
340	Office Furniture and Equipment				-
341	Transportation Equipment	78,597			78,597
342	Stores Equipment				-
343	Tools, Shop and Garage Equipment	900			900
344	Laboratory Equipment	2,000			2,000
345	Power Operated Equipment				-
346	Communication Equipment				-
347	Miscellaneous Equipment				-
348	Other Tangible Plant	1,261			1,261
TOTAL WATER PLANT		\$ 1,617,646	\$ 101,426	\$ (58,158)	\$ 1,660,914

NOTE: Any adjustments made to reclassify property from one account to another must be footnoted.
Additions are netted against all Commission Ordered Adjustments.

UTILITY NAME: Aquarina Utilities, Inc.

YEAR OF REPORT December 31, 2020

SYSTEM NAME / COUNTY : Aquarina Utilities, Inc. / Brevard

WATER UTILITY PLANT ACCOUNTS

ACCT. NO. (a)	ACCOUNT NAME (b)	PREVIOUS YEAR (c)	ADDITIONS (d)	RETIREMENTS (e)	CURRENT YEAR (f)
301	Organization	\$ 653	\$		\$ 653
302	Franchises				-
303	Land and Land Rights	24,498			24,498
304	Structures and Improvements	13,750			13,750
305	Collecting and Impounding Reservoirs				-
306	Lake, River and Other Intakes				-
307	Wells and Springs	115,430			115,430
308	Infiltration Galleries and Tunnels				-
309	Supply Mains	23,143			23,143
310	Power Generation Equipment				-
311	Pumping Equipment	103,143			103,143
320	Water Treatment Equipment	39,669			39,669
330	Distribution Reservoirs and Standpipes	512,792			512,792
331	Transmission and Distribution Mains	153,779			153,779
333	Services	-			-
334	Meters and Meter Installations	40,033	87,986	(40,033)	87,986
335	Hydrants	10,177			10,177
336	Backflow Prevention Devices	-			-
339	Other Plant Miscellaneous Equipment	6,104			6,104
340	Office Furniture and Equipment				-
341	Transportation Equipment	27,369			27,369
342	Stores Equipment				-
343	Tools, Shop and Garage Equipment				-
344	Laboratory Equipment				-
345	Power Operated Equipment				-
346	Communication Equipment				-
347	Miscellaneous Equipment				-
348	Other Tangible Plant				-
TOTAL WATER PLANT		\$ 1,070,540	\$ 87,986	\$ (40,033)	\$ 1,118,493

NOTE: Any adjustments made to reclassify property from one account to another must be footnoted.
 Additions are netted against all Commission Ordered Adjustments.

UTILITY NAME: Aquarina Utilities, Inc.

YEAR OF REPORT
December 31, 2020

SYSTEM NAME / COUNTY : Aquarina Utilities, Inc. / Brevard

WASTEWATER UTILITY PLANT ACCOUNTS

ACCT. NO. (a)	ACCOUNT NAME (b)	PREVIOUS YEAR (c)	ADDITIONS (d)	RETIREMENTS (e)	CURRENT YEAR (f)
351	Organization	\$ 1,050		\$	\$ 1,050
352	Franchises				-
353	Land and Land Rights	33,680			33,680
354	Structures and Improvements	49,502		-	49,502
355	Power Generation Equipment				-
360	Collection Sewers - Force	164,230		-	164,230
361	Collection Sewers - Gravity	328,394		-	328,394
361	Manholes			-	-
362	Special Collecting Structures			-	-
363	Services to Customers	170,960		-	170,960
364	Flow Measuring Devices			-	-
365	Flow Measuring Installations			-	-
366	Reuse Services			-	-
367	Reuse Meters and Meter Installations			-	-
370	Receiving Wells			-	-
371	Pumping Equipment	54,480		-	54,480
374	Reuse Distribution Reservoirs			-	-
375	Reuse Transmission and Distribution System			-	-
380	Treatment and Disposal Equipment	725,911	5,785	-	731,696
381	Plant Sewers			-	-
382	Outfall Sewer Lines	144,908		-	144,908
389	Other Plant Miscellaneous Equipment	6,480		-	6,480
390	Office Furniture and Equipment			-	-
391	Transportation Equipment	58,299		-	58,299
392	Stores Equipment			-	-
393	Tools, Shop and Garage Equipment			-	-
394	Laboratory Equipment	565		-	565
395	Power Operated Equipment			-	-
396	Communication Equipment			-	-
397	Miscellaneous Equipment			-	-
398	Other Tangible Plant	3,449		-	3,449
Total Wastewater Plant		\$ 1,741,908	\$ 5,785	\$ 0	\$ 1,747,693

NOTE: Any adjustments made to reclassify property from one account to another must be footnoted. Additions are netted against all Commission Ordered Adjustments.

EXHIBIT B

THIS INSTRUMENT PREPARED BY:

Charles L. Cooper
Bryant Miller Olive P.A.
1545 Raymond Diehl Rd., Suite 300
Tallahassee, FL 32308

Property Appraiser's ID #: _____

Consideration: \$ _____

Doc Stamps: \$ _____

_____ [Space Above This Line For Recording Data] _____

WARRANTY DEED

This Warranty Deed is made this ___ day of _____, 202__, by AQUARINA UTILITIES, INC., a Florida corporation ("Grantor") whose post office address is P.O. Box 1114, Fellsmere, FL 32948, to CSWR-FLORIDA UTILITY OPERATING COMPANY, LLC, a Florida limited liability company ("Grantee") whose post office address is 1650 Des Peres Road, Suite 303, St. Louis, MO 63131.

"Grantor" and "Grantee" are used for singular or plural, as context requires.

WITNESSETH, that Grantor, for the sum of \$10 and other good and valuable consideration, the receipt of which is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto Grantee the following described property:

See Exhibit "A" attached hereto and by reference made a part hereof.

This conveyance is subject to easements, restrictions, reservations, and limitations of record, if any, **and together with** all the easements, tenements, hereditaments and appurtenances thereto belonging or in anywise benefitting or appertaining, to have and to hold the same in fee simple forever.

And, Grantor hereby covenants with Grantee that Grantor is lawfully seized of said land in fee simple; that Grantor has good right and lawful authority to sell and convey said land; that Grantor hereby fully warrants the title to said land; and that Grantor will defend the same against the lawful claims of all persons whomever, and that said land is free of all encumbrances, except taxes accruing subsequent to December 31, 202_, and the following [insert any other exceptions].

[Signature page to follow]

In Witness Whereof, Grantor has signed and sealed these presents the day and year above written.

Signed, sealed and delivered as to Grantor
in the presence of:

Aquarina Utility, Inc.,
a Florida corporation

By: _____

Print Name:

Print Name:

STATE OF _____

COUNTY OF _____

The foregoing instrument was sworn to (or affirmed) and subscribed before me by means of physical presence or online notarization, this ____ day of ____, 202__, by _____, as _____ of _____, on behalf of the company. He (____) is personally known to me or (____) produced _____ as identification.

Notary Public
My Commission Expires:

EXHIBIT "A"

Stage 1, Tract D, of Aquarina P.U.D. Stage 1, Tracts C&D, Stage 2, Tracts B,D,&H, Stage 3, Stage 4, Tracts B,I&X, Stage 5, according to the plat thereof, as recorded in Plat Book 41, Page(s) 88, of the Public Records of Brevard County, Florida