

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 9, 2023

TO: Adam J. Teitzman, Commission Clerk, Office of Commission Clerk

FROM: Donald Phillips, Engineering Specialist II, Division of Engineering *DP PE LK*

RE: Docket No. 20220199-WU - Joint application for acknowledgement of corporate reorganization and approval of name changes on Certificate Nos. 641-W and 551-S in Duval County, Certificate No. 555-W in Alachua County, Certificate Nos. 678-W and 672-W in Leon County, Certificate No. 676-W in Okaloosa County, and Certificate Nos. 501-W and 435-S in Washington County from Duval Waterworks, Inc., Gator Waterworks, Inc., Lake Talquin Waterworks, Inc., Seminole Waterworks, Inc., Okaloosa Waterworks, Inc., and Sunny Hills Utility Company to North Florida Community Water Services, Inc.

Please file the attached certified copy of the Articles of Merger and Incorporation in the above mentioned docket file.

Attachment

Joann Parsons

From: Troy Rendell <trendell@uswatercorp.net>
Sent: Monday, December 05, 2022 9:32 AM
To: Donald Phillips
Subject: FW: Merger Filing [IWOV-FirmLive.FID1837302]
Attachments: (FILED) North Florida Community Water Systems, Inc. - Articles of Merger and Articles of Incorporation.PDF

Donald,

Here are the filed Articles of Merger and Incorporation filed with the Department of State.

Thanks.

From: Rosemary Rohan <Rosemary.Rohan@hwlaw.com>
Sent: Monday, December 5, 2022 9:29 AM
To: Troy Rendell <trendell@uswatercorp.net>
Cc: Reid Haney <reid.haney@hwlaw.com>; Michael J. Farr <Michael.Farr@hwlaw.com>
Subject: RE: Merger Filing [IWOV-FirmLive.FID1837302]

*****This is an outside sender please be aware of the contents and do not follow links or download files from outside senders*****

Good morning, Troy,

Attached is a certified copy of the filed Articles of Merger and Articles of Incorporation of North Florida Community Water Systems, Inc. They were filed on December 1, 2022 with an effective date of 1/1/2023.

Kind regards,
Rosemary

Rosemary Rohan
Paralegal, FRP

[o: 813.221.3900](tel:813.221.3900) | [d: 813.222.8708](tel:813.222.8708) | Rosemary.Rohan@hwlaw.com | hwlaw.com
101 E. Kennedy Blvd., Suite 3700, Tampa, FL 33602

HMW | HILL WARD
HENDERSON

   vcard bio



December 5, 2022

FLORIDA DEPARTMENT OF STATE
Division of Corporations

NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC.
4939 CROSS BAYOU BOULEVARD
NEW PORT RICHEY, FL 34652US

Re: Document Number P22000089012

The Articles of Merger were filed December 1, 2022, effective January 1, 2023, for NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC., the surviving Florida entity.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H22000405420.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6050, the Amendment Filing Section.

Annette Ramsey
OPS
Division of Corporations

Letter Number: 322A00026801

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 1, 2022 effective January 1, 2023, for NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC., the surviving Florida entity, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H22000405420. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this entity is P22000089012.

Authentication Code: 322A00026801-120522-P22000089012-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Fifth day of December, 2022




Secretary of State

ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes:

- FIRST: The name and jurisdiction of the Surviving Corporation is NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC., a Florida corporation.
- SECOND: The name and jurisdiction of each Merging Corporation are as follows:
- 1) DUVAL WATERWORKS, INC., a Florida corporation, Document Number P19000069042;
 - 2) GATOR WATERWORKS, INC., a Florida corporation, Document Number P18000004899;
 - 3) LAKE TALQUIN WATERWORKS, INC., a Florida corporation, Document Number P20000038122;
 - 4) OKALOOSA WATERWORKS, INC., a Florida corporation, Document Number P20000015081;
 - 5) SEMINOLE WATERWORKS, INC., a Florida corporation, Document Number P16000001723; and
 - 6) SUNNY HILLS UTILITY COMPANY, a Florida corporation, Document Number P13000020342.
- THIRD: The merger was approved by each domestic merging corporation in accordance with Section 607.1101(3), Florida Statutes.
- FOURTH: The Surviving Corporation is being created by the merger pursuant to Section 607.1101(1)(b), Florida Statutes and is a domestic corporation, and the Articles of Incorporation are attached.
- FIFTH: The Plan of Merger was approved by the shareholders of each separate Merging Corporation as required by Florida law and the respective Articles of Incorporation of each Merging Corporation.
- SIXTH: The merger shall become effective as 12:01 a.m. on January 1, 2023 (the "Effective Time").

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the parties in accordance with the requirements of Section 607.1105, *Florida Statutes*, as of the 1st day of December 2022.

**North Florida Community
Water Systems, Inc.**

By: _____
Gary Deremer, President

Duval Waterworks, Inc.

By: _____
Gary Deremer, President

Gator Waterworks, Inc.

By: _____
Gary Deremer, President

Lake Talquin Waterworks, Inc.

By: _____
Gary Deremer, President

Okaloosa Waterworks, Inc.

By: _____
Gary Deremer, President

Seminole Waterworks, Inc.

By: _____
Gary Deremer, President

Sunny Hills Utility Company

By: _____
Gary Deremer, President

((H22000405420 3))

Attachment
To
Articles of Merger

Articles of Incorporation of North Florida Community Water Systems, Inc.

[Attached]

((H22000405420 3))

**ARTICLES OF INCORPORATION
OF
NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be North Florida Community Water Systems, Inc.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be 4939 Cross Bayou Boulevard, New Port Richey, Florida 34652.

ARTICLE III

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,100 shares of common stock with a par value of \$0.001 per share. Each share of stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 4939 Cross Bayou Boulevard, New Port Richey, Florida 34652 and the initial registered agent of this corporation at such office shall be William T. Rendell. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE V

Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation

and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE VI
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor or successors have been duly elected and qualify. The name and street address of the initial director are:

Gary Deremer - 4939 Cross Bayou Boulevard
New Port Richey, Florida 34652

ARTICLE VII
Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

Gary Deremer - 4939 Cross Bayou Boulevard
New Port Richey, Florida 34652

ARTICLE VIII
Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act (Chapter 607, Florida Statutes) (the "Act"), and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under the Act. This corporation shall have perpetual existence.

ARTICLE IX
Bylaws

The power to adopt the bylaws of this corporation, to alter, amend, or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

ARTICLE X
Amendment of Articles of Incorporation

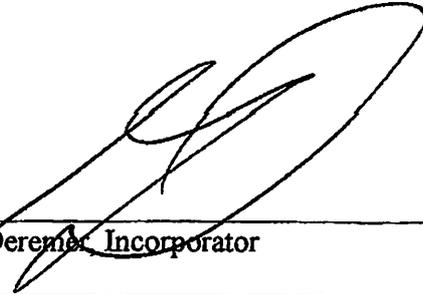
This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

**ARTICLES OF INCORPORATION OF
NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC.**

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 1st day of December, 2022.



Gary Derembet, Incorporator

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT OF
NORTH FLORIDA COMMUNITY WATER SYSTEMS, INC.**

The undersigned, William T. Rendell, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 1st day of December, 2022.



William T. Rendell