

ORIGINAL
FILE COPY

MEMORANDUM

December 5, 1996

TO: DIVISION OF RECORDS AND REPORTING

FROM: DIVISION OF LEGAL SERVICES (CROSBY)

RE: DOCKET NO. 930301-WS - REQUEST FOR EXEMPTION FROM FLORIDA PUBLIC SERVICE COMMISSION REGULATION FOR PROVISION OF WATER AND WASTEWATER SERVICE BY NORMANDY VILLAGE UTILITY COMPANY IN DUVAL COUNTY

Attached is a letter dated December 3, 1996, from W. Robinson Frazier, Attorney, advising the Commission of the status of Normandy Village Utility Company's incorporation as a not-for-profit entity. The letter includes an acknowledgment from the Secretary of State and the Articles of Incorporation of the newly formed entity to be known as Normandy Village Utility Co-Op, Inc. PLEASE PLACE THE LETTER AND ATTACHMENTS IN THE ABOVE-REFERENCED DOCKET FILE.

alc

Attachments

cc: Division of Water and Wastewater
(Chase, McRoy)

- ACK _____
- AFA _____
- APP _____
- CAF _____
- CMU _____
- CTR _____
- EAG _____
- LEG _____
- LIN _____
- OPC _____
- RCH _____
- SEC 1
- WAS _____
- OTH _____

DOCUMENT NUMBER-DATE
13275 DEC 13 1996
FPSC-RECORDS/REPORTING

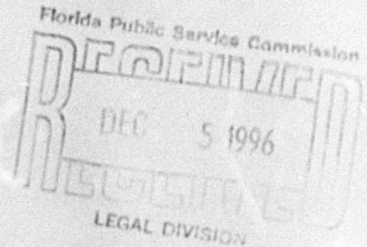
FRAZIER & FRAZIER
ATTORNEYS AT LAW
SUITE A
1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

WILLIAM R. FRAZIER
W. ROBINSON FRAZIER

TELEPHONE (904) 353-5616
FACSIMILE (904) 353-5619

December 3, 1996

Ms. Alice Crosby
Legal Division
Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850



Re: Normandy Village Utility Co-Op, Inc.

Dear Ms. Crosby:

This letter is intended to provide you with an update as far as the progress that is being made to convert Normandy Village Utility Company into a tax exempt, not-for-profit entity.

The process we are undertaking has three elements. First, the new not-for-profit entity is to be formed, which has been done. Please find enclosed herewith a copy of our "acknowledgment" copy of the Articles of Incorporation of Normandy Village Utility Co-Op, Inc.

The next step in the process is to obtain an Internal Revenue Service ruling that the new not-for-profit entity is exempt from all federal income taxes. We are currently in the process of completing the necessary form (Treasury Form 1024) in this regard. Personnel at Normandy Village Utility Company are working on gathering together the necessary information to complete the form, and as soon as I am in receipt of it, I will then incorporate it into the ruling request and will submit the ruling request to the Internal Revenue Service.

Once the favorable determination letter has been obtained from the Internal Revenue Service, the final step will be to merge Normandy Village Utility Company into the new tax exempt entity, Normandy Village Utility Co-Op, Inc., such that the tax exempt entity will be the surviving corporation. As such, Normandy Village Utility Co-Op, Inc. will then have title to all of the existing utility assets of the original company.

Ms. Alice Crosby
December 3, 1996
Page 2

If you need any further information regarding the foregoing,
please let me know.

Very truly yours,

A handwritten signature in dark ink, appearing to read "W. Robinson Frazier". The signature is written in a cursive style with a large, prominent "W" and a long, sweeping underline.

W. Robinson Frazier

WRF:cp
Enclosure

cc: Ms. Dorothy E. Letien-Via Facsimile



COPY
FOR YOUR FILES

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1996

W. ROBINSON FRAZIER, ESQ.
1515 RIVERSIDE AVE
SUITE A
JACKSONVILLE, FL 32204

The Articles of Incorporation for NORMANDY VILLAGE UTILITY CO-OP, INC. were filed on September 9, 1996 and assigned document number N96000004674. Please refer to this number whenever corresponding with this office regarding the above corporation.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO INSURE THAT YOU RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT. TO OBTAIN A FEI NUMBER, CONTACT THE IRS AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Kimberly Rolfe, Document Specialist
New Filing Section

Letter Number: 696A00041997

ARTICLES OF INCORPORATION
OF
NORMANDY VILLAGE UTILITY CO-OP, INC.

FILED
95 SEP -9 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I.

The name of the corporation shall be Normandy Village Utility Co-Op, Inc.

The principal place of business of this corporation shall be 1828 Fouraker Road, Jacksonville, Florida 32221.

ARTICLE II.

The period of the duration of this corporation is perpetual, unless dissolved according to law.

ARTICLE III.

The purposes for which the corporation is organized are: To operate and maintain on a non-profit, cooperative basis the water and sewer utility assets serving the Normandy Village subdivision and certain adjacent neighborhoods located in Jacksonville, Florida.

ARTICLE IV.

The qualifications for members and the manner of their admission are as provided in the Corporate By-laws, as same may be adopted and amended from time to time.

ARTICLE V.

The Directors of this corporation shall be elected in accor-

dance with the procedures set forth in the Corporate By-laws, as same may be adopted and amended from time to time. The number constituting the initial Board of Directors of the corporation is eight (8), and the names and addresses of the persons who are to serve initially are:

<u>NAME</u>	<u>ADDRESSES</u>
Norman D. Study	4631 Magill Road Jacksonville, FL 32219
Leon C. Martin	7967 Limoges Drive South Jacksonville, FL 32210
Ralph L. Durbin	2143 Lavalley Drive Jacksonville, FL 32210
Billy J. Crenshaw	7811 Lemans Drive Jacksonville, FL 32210
Raymond F. Gmuca	8209 Bazaine Drive Jacksonville, FL 32210
Dorothy E. Letien	8091 Lourdes Drive South Jacksonville, FL 32210
Robert L. Huffman	8146 Bergerac Drive Jacksonville, FL 32210
Robert E. Leverock	2042 Monteau Drive Jacksonville, FL 32210

ARTICLE VI.

This corporation is organized under a non-stock basis.

ARTICLE VII.

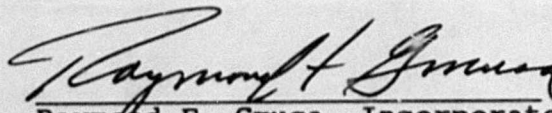
In the event of dissolution, the residual assets of the corporation will be turned over to one or more corporations or organizations which themselves are tax-exempt as corporations or organizations described in Section 501 of the Internal Revenue Code of 1986 or corresponding sections of any prior or future

law, or to the Federal, State, or Local Government exclusively for public purposes.

ARTICLE VIII.

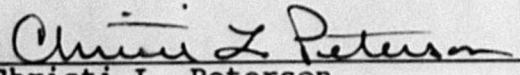
The name and address of the incorporator is Raymond F. Gmuca, 1828 Fouraker Road, Jacksonville, Florida 32221.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of September, 1996.


Raymond F. Gmuca, Incorporator (SEAL)

STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day of September, 1996, by RAYMOND F. GMUCA, as incorporator of Normandy Village Utility Co-Op, Inc..


Christi L. Peterson
Notary Public, State of Florida
at Large
My commission expires:

(SEAL)



CHRISTI L. PETERSON
MY COMMISSION # CC346875 EXPIRES
February 18, 1998
BONDED THRU TROY FARM INSURANCE, INC.

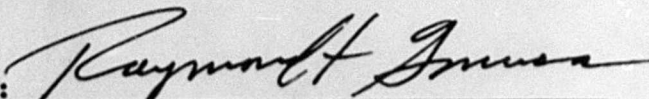
FILED
05 SEP -9 AM 8:05
STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

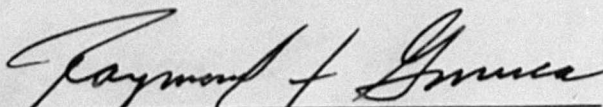
1. The name of the corporation is Normandy Village Utility Co-Op, Inc.
2. The name and address of the registered agent and office is: Raymond F. Gmuca, 1828 Fouraker Road, Jacksonville, Florida 32221.

NORMANDY VILLAGE UTILITY CO-OP, INC.

By: 
Raymond F. Gmuca, President

Date: September 6, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Raymond F. Gmuca

Date: September 6, 1996

FRAZIER & FRAZIER
ATTORNEYS AT LAW
SUITE A
1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204



Ms. Alice Crosby
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