

ORIGINAL

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

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JUL 29 AM 10:02

IN RE: Application for Transfer)
of Majority Organizational Control)
of **Lake Groves Utilities, Inc.**)
in Lake County, Florida to)
Utilities, Inc.)

DOCKET NO.

980958-WS
RECORDS AND REPORTING

APPLICATION FOR APPROVAL OF CHANGE
IN MAJORITY ORGANIZATIONAL CONTROL

UTILITIES, INC., by and through its undersigned attorneys and pursuant to Section 367.071, Florida Statutes, and Rule 25-30.037(3), Florida Administrative Code, hereby makes application for approval of the transfer of majority organizational control of Lake Grove Utilities, Inc. which holds Certificates 465-S and 534-W and in support thereof states:

1. The name and address of the Seller is:

Lake Holding, Inc.
Post Office Box 915505
Longwood, Florida 32791-5505

2. The name and address of the Buyer is:

Utilities, Inc.
2335 Sanders Road
Northbrook, IL 60062-6196

3. The names and addresses of the persons authorized to receive notices and communications in respect to this application are:

Carl Wenz, Vice President
Utilities, Inc.
2335 Sanders Road
Northbrook, IL 60062-6196

and

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

AW

RECEIVED & FILED

FPSC BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

07982 JUL 29 88

FPSC-RECORDS/REPORTING

Martin S. Friedman, Esquire
Rose, Sundstrom & Bentley
2548 Blairstone Pines Drive
Tallahassee, Florida 32301

4. The names and addresses of the Buyer's corporate officers and directors are as follows:

James Camaren, CEO
Lawrence Schumacher, President
Carl Wenz, Vice President
Andrew Dopuch, Vice President
2335 Sanders Road
Northbrook, IL 60062-6196

5. The names and locations of other water or wastewater utilities owned by Buyer in Florida are as follows:

Alafaya Utilities, Inc.
Lake Utility Services, Inc.
Miles Grant Water & Sewer Co.
Mid-County Services, Inc.
Utilities, Inc. of Eagle Ridge, Inc.
Utilities, Inc. of Florida
Utilities, Inc. of Longwood
Wedgfield Utilities, Inc.
Tierre Verde Utilities, Inc.
Cypress Lakes Utilities, Inc.

6. The purchase of the stock of Lake Holding, Inc. is a cash transaction financed by a loan from First Union.

7. The transfer is in the public interest because the Seller originally established the utility as a necessary component of its development activities and is no longer interested in continuing to own and operate the utility systems. The Seller is unwilling to make the capital expenditures necessary to continue to provide the high quality of service it has provided in the past. By contrast, Utilities, Inc. is solely in the business of owning and operating water and wastewater utility systems. Utilities, Inc. enjoys an excellent reputation with the regulatory agencies, and has the

financial resources to make necessary future improvements to the utility systems.

8. The Buyer's experience in water and wastewater utility operations is well known to the Commission. It currently operates ten separate subsidiaries certificated by the Commission serving approximately 12,000 water and 23,000 wastewater customers. The Buyer also operates two subsidiaries in non-jurisdictional Hillsborough County.

9. The Buyer's financial ability to provide service is well known to the Commission.

10. Utilities, Inc. will fulfill the commitment, obligations and representation of the Seller with regard to utility matters.

11. Entities providing funding to the Buyer and the manner and amount of such funding is discussed in paragraph 6 above.

12. After reasonable investigation by Buyer, the system being acquired appears to be in satisfactory condition and in compliance with applicable standards set by the DEP.

13. Evidence that the utility owns the land upon which the utility treatment facilities are located is attached hereto as Exhibit "A".

14. Since this is a change in the majority organizational control, there are no tariff sheet changes required at this time.

15. Since this is a change in the majority organizational control, there will be no change required to the utility's certificates.

16. An Affidavit that the actual notice of the application was given to the entities on the list provided by the Commission in

accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "B".

17. An Affidavit that the actual notice of the application was given to the each customer in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "C".

18. An Affidavit that the notice of the application was published once in a newspaper of general circulation in the territory in accordance with Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "D".

19. Pursuant to Rule 25-30.020(c), Florida Administrative Code, the appropriate filing fee is \$3,000 (\$1,500 for the water system and \$1,500 for the wastewater system).

Respectfully submitted on this
29th day of July, 1998, by:

ROSE, SUNDSTROM & BENTLEY, LLP
2548 Blairstone Pines Drive
Tallahassee, Florida 32301
(850) 877-6555

By: 
MARTIN S. FRIEDMAN

utilities\sanlando\transfer.lg

AFFIDAVIT

STATE OF ILLINOIS

COUNTY OF COOK

I, Carl Wenz, do solemnly swear or affirm that the facts stated in the foregoing application and all exhibits attached thereto are true and correct and that said statements of fact thereto constitute a complete statement of the matter to which it relates.

FURTHER AFFIANT SAYETH NAUGHT.

Carl Wenz
Carl Wenz
Vice-President

Sworn to and subscribed before me this 24th day of July, 1998, by Carl Wenz, who is personally known to me, ~~or who provided~~ _____ as identification.

Phil Ann Scully
Print Name: PHIL ANN SCULLY
NOTARY PUBLIC
My Commission Expires: 09-18-01



12.00
Dec 7 67 5.00
IF 250

265

WARRANTY DEED

THIS WARRANTY DEED made and executed the 27th day of May, 1950, by JOHN P. ADAMS SUBROGATED, INC., a corporation existing under the laws of the State of Florida, and having its principal place of business at Post Office Box 1667, Winter Haven, Florida, 19504 (hereinafter called the "Grantor") to LAKE GROVES UNIMPOSED, INC., a Florida corporation, whose post office address is 1105 Bennington Park Drive, Altamonte Springs, Florida, 32714 (hereinafter called the "Grantee"):

WITNESSETH:

\$574,000.00

That the Grantor, for and in consideration of the sum of 574,000 DOLLARS (\$574,000) and other valuable considerations, receipt whereof is hereby acknowledged, by these presents does grant, bargain, sell, alien, remise, release, convey and confirm unto the Grantee, all that certain land situate in Lake County, Florida, more particularly described on Exhibit "A" attached hereto and made a part hereof by this reference.

TOGETHER with all the easements, incumbrances and appurtenances thereto belonging or in anywise appertaining.

TO HAVE AND TO HOLD, the same in fee simple forever.

AND the Grantor hereby covenants with said Grantee that it is lawfully seized of said land in fee simple; that it has good right and lawful authority to sell and convey said land; that it hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances except taxes subsequent to December 31, 1949, and those matters set forth on Exhibit "B" attached hereto and made a part hereof by this reference.

MAY 20 4 10 PM '50

EXHIBIT "A"

LAKE GROVES PLANT
NORTH, SOUTH AND COMMERCIAL

[Faint, illegible text, possibly a signature or stamp]

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed in its name, and its corporate seal to be hereunto affixed, by its proper officers thereunto duly authorized, the day and year first above written.

NOT 1000 OR 2155

Signed, sealed and delivered in the presence of:

JOHN P. ADAMS PROPERTIES, INC.,
a Florida corporation

By: [Signature]
John P. Adams, President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 10 day of May, 1999 by JOHN P. ADAMS, President of JOHN P. ADAMS PROPERTIES, INC., a Florida corporation, on behalf of the corporation.

[Signature]
Notary Public
My Commission Expires: 2/28/04

STATE OF FLORIDA

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DESCRIPTION: (PARCEL NO. 1)

BEGINNING AT A POINT THAT IS 12.91 FEET SOUTH AND 298.75 FEET EAST OF THE SOUTHEAST CORNER OF THE NORTHEAST 1/4 OF SECTION 22, TOWNSHIP 24 SOUTH, RANGE 28 EAST, OF THE TALLAHASSEE MERIDIAN, ON THE WEST RIGHT-OF-WAY LINE OF STATE ROAD 25 (U.S. HIGHWAY 27); RUN THENCE N.21°16'45".W ALONG SAID RIGHT-OF-WAY LINE 655.45 FEET, SAID LINE BEING PARALLEL TO AND 80 FEET SOUTHWESTERLY FROM THE CENTERLINE OF PAVEMENT; THENCE S.87°08'20".N, 3383.71 FEET TO THE WEST LINE OF THE EAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION; THENCE S.00°01'35".W ALONG SAID LINE 614.27 FEET; THENCE N.87°08'20".E, 3802.31 FEET TO POINT OF BEGINNING.

AND (PARCEL NO. 2)

COMMENCE AT A POINT 832.17 FEET SOUTH AND 548.33 FEET EAST OF THE NORTHEAST CORNER OF THE SOUTHEAST 1/4 OF SECTION 22, TOWNSHIP 24 SOUTH, RANGE 28 EAST ON THE WEST RIGHT-OF-WAY OF STATE ROAD NO. 25 (U.S. HIGHWAY 27), RUN THENCE N.21°16'45".W ALONG SAID RIGHT-OF-WAY, 688.70 FEET, SAID LINE BEING PARALLEL WITH AND 80 FEET SOUTHWESTERLY FROM THE CENTERLINE OF PAVEMENT; THENCE S.87°08'20".N, 300.38 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE S.87°08'20".N, 3051.92 FEET TO THE WEST LINE OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SAID SECTION 22; THENCE S.00°01'35".W ALONG SAID LINE, 631.12 FEET TO THE SOUTHWEST CORNER OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SAID SECTION; THENCE N.87°21'30".E, 3801.92 FEET; THENCE N.00°01'35".E, 684.57 FEET TO THE POINT OF BEGINNING, CONTAINING 44.88 ACRES, MORE OR LESS.

LESS AND EXCEPT ANY PORTION THEREOF LYING WITHIN THE SOUTH 1/2 OF THE NORTH 1/2 OF THE SE 1/4 OF SAID SECTION 22.

THE ABOVE DESCRIBED PROPERTY IS ALSO DESCRIBED AS FOLLOWS:

METES & BOUNDS

DESCRIPTION: THAT PART OF SECTIONS 22 & 23, TOWNSHIP 24 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 12.91 FEET SOUTH AND 297.74 FEET EAST OF THE SOUTHEAST CORNER OF THE NE 1/4 OF SECTION 22, TOWNSHIP 24 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA ON THE WEST RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 27 (STATE ROAD NO. 25); THENCE N.21°16'45".N ALONG THE SAID WEST RIGHT-OF-WAY LINE, 655.45 FEET; THENCE S.87°08'20".N, 3380.91 FEET TO THE WEST LINE OF THE EAST 1/4 OF THE NW 1/4 OF SAID SECTION 22; THENCE S.87°08'20".E, ALONG SAID WEST LINE 610.89 FEET TO THE NORTHWEST CORNER OF THE NE 1/4 OF NE 1/4 OF SW 1/4, SAID SECTION 22; THENCE S.00°50'20".E, ALONG THE WEST LINE OF SAID NE 1/4 OF NE 1/4 OF SW 1/4, A DISTANCE OF 882.38 FEET TO THE SOUTHWEST CORNER OF SAID NE 1/4 OF NE 1/4 OF SW 1/4; THENCE N.88°52'51".E ALONG THE SOUTH LINE OF SAID NE 1/4 OF NE 1/4 OF SW 1/4, A DISTANCE OF 884.77 FEET TO THE SOUTHWEST CORNER OF THE NORTH 1/4 OF THE SE 1/4 OF SAID SECTION 22; THENCE N.88°51'51".E, ALONG THE SOUTH LINE OF SAID NORTH 1/4 OF SE 1/4, A DISTANCE OF 2387.57 FEET; THENCE N.00°01'35".E, 848.52 FEET; THENCE N.87°08'20".E, 557.13 FEET TO THE POINT OF BEGINNING.

NOTE: Accuracy of writing,
typing or printing unsatisfactory in
this document when microfilmed

EXHIBIT "B"

BOOK 1060 PAGE 2168

1. Easement to Suster Electric Cooperative, Inc. recorded June 4, 1973 in Official Records Book 508, Page 823, Public Records of Lake County, Florida.

EXHIBIT "B" WILL BE LATE FILED.

EXHIBIT "C" WILL BE LATE FILED.

EXHIBIT "D" WILL BE LATE FILED.

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DOCKET NO.

DEPOSIT

DATE

D 821

JUL 29 1998

APPLICATION FOR APPROVAL OF CHANGE
IN MAJORITY ORGANIZATIONAL CONTROL

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2. The name and address of the Buyer is:

Utilities, Inc.

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07982 JUL 29 98

FPSC-RECORDS/REPORTING

WATER SERVICE CORP.

DISBURSING ACCOUNT OF
UTILITIES INCORPORATED
2335 SANDERS ROAD
NORTHBROOK, IL 60062

BANK ONE COLUMBUS, NA
Circleville and Williamsport, Ohio Offices

NOT VALID
AFTER 90 DAYS

56-1544

441

NO. 282152

DATE 7/24/98 NET AMOUNT \$3,000.00

DOLLARS

*** Three Thousand and 00/100 *****

496

Florida Public Service Commission

John D. ...
AUTHORIZED SIGNATURE
[Signature]
AUTHORIZED SIGNATURE

TO
THE
ORDER
OF