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Public Service Commission

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TALLAHASSEE, FLORIDA 32399-0850

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

DATE: June 30, 2008

TO: Erik Sayler, Office of the General Counsel

FROM: Stephanie Clapp, Division of Economic Regulation *W PD*

RE: Docket No. 080242-WS, Application by Town and Country Utilities Company for acknowledgement of corporate reorganization, conversion to a limited liability corporation, and name change on Certificate Nos. 613-W and 543-S, in Charlotte and Lee Counties, to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility.

On April 29, 2008, an application was filed on behalf of Town and Country Utilities Company (utility) for acknowledgement of the corporate reorganization and name change of the utility. The utility received its water certificate in 1999.¹ The wastewater certificate was issued in 2007.² The application was filed pursuant to Rule 25-30.039, Florida Administrative Code, which provides for changes in name only, with no change in the ownership or control of the utility or its assets.

Babcock Florida Company was the original owner of the utility. In 2006, the Commission approved the transfer of majority organizational control of Babcock Florida Company to MSKP III, Inc., and the merger of the two entities with Babcock Florida Company being the surviving entity.³ Babcock Florida Company was wholly-owned by MSKP Southwest Florida Investment Partners, Inc., which was wholly-owned by MSKP Babcock Holdings, LLC. The reason given for the reorganization is to simplify the corporate structure, resulting in the utility being directly owned by MSKP Babcock Holdings, LLC., and to convert the utility to a limited liability company. The reason given for the name change is to reflect the change in direct ownership and to meet the requirement that a limited liability company include the designation "LLC" in its name. The utility's name has been changed to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility.

A statement is provided in the application by the president of MSKP Babcock Holdings, LLC., attesting that the reorganization and name change will not change the utility's ownership, control, or service provided to customers. The application includes documentation from the Florida Department of State, Division of Corporations, that the proposed limited liability company is registered in Florida as a foreign limited liability company effective May 19, 2008,

¹ Order No. PSC-99-2198-PAA-WU, issued November 8, 1999, in Docket No. 981288-WU, In re: Application for certificate to operate a water utility in Charlotte and Lee Counties, by Town and Country Utilities Company.

² Order No. PSC-07-0076-PAA-SU, issued January 29, 2007, in Docket No. 060602-SU, In re: Application for certificate to provide wastewater service in Lee and Charlotte Counties by Town and Country Utilities Company.

³ Order No. PSC-06-0809-FOF-WU, issued October 2, 2006, in Docket No. 060520-WU, In re: Application for transfer of majority organizational control of Town and Country Utilities Company, holder of Certificate No. 613-W in Charlotte and Lee Counties, from Babcock Florida Company to MSKP III, Inc.

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and the registration of the fictitious name of Town & Country Utility is effective May 20, 2008. The application contains a copy of the proposed notice to be sent to customers informing them of the name change and a statement that revised tariffs reflecting the proposed name change will be late filed.

Section 2.07(C)(2)(a) of the Administrative Procedures Manual grants the Director of the Division of Commission Clerk and Administrative Services, in coordination with the appropriate industry division and the Office of the General Counsel, authority to approve change of names and corporate reorganizations of regulated utilities, where no change of ownership or control or transfer of assets is involved. Staff, therefore, recommends that the request for acknowledgement of corporate reorganization and change in name is in compliance with the provisions of Rule 25-30.039, Florida Administrative Code, and that an administrative order be issued within 30 days acknowledging the change of name on Certificate Nos. 613-W and 543-S from Town and Country Utilities Company to MSKP Town and Country Utility, LLC d/b/a Town & Country Utility. The resultant order should serve as the utility's water and wastewater certificates and should be retained by the utility. The revised tariffs should be approved and effective for services rendered on or after the stamped approval date. The utility should be required to send the approved customer notice to all existing customers with the next regular billing. Finally, upon issuance of the order, the docket should be closed.

cc: Division of Economic Regulation (Slemkewicz)
Office of Commission Clerk

FLORIDA PUBLIC SERVICE COMMISSION

Authorizes

MSKP Town and Country Utility, LLC d/b/a Town & Country Utility
pursuant to
Certificate Number 613-W

to provide water service in Charlotte and Lee Counties in accordance with the provisions of Chapter 367, Florida Statutes, and the Rules, Regulations, and Orders of this Commission in the territory described by the Orders of this Commission. This authorization shall remain in force and effect until superseded, suspended, cancelled or revoked by Order of this Commission.

Order Number	Date Issued	Docket Number	Filing Type
PSC-99-2198-PAA-WU	11/08/99	981288-WU	Original Certificate
PSC-06-0809-FOF-WU	10/02/06	060520-WU	Transfer of Majority Organizational Control
PSC-06-0808-FOF-WU	10/02/06	060536-WU	Transfer to Government
*	*	080242-WS	Name Change

***Order Numbers and dates to be provided at time of issuance.**

FLORIDA PUBLIC SERVICE COMMISSION

authorizes

MSKP Town and Country Utility, LLC d/b/a Town & Country Utility
pursuant to
Certificate Number 543-S

to provide wastewater service in Charlotte and Lee Counties in accordance with the provisions of Chapter 367, Florida Statutes, and the Rules, Regulations, and Orders of this Commission in the territory described by the Orders of this Commission. This authorization shall remain in force and effect until superseded, suspended, cancelled or revoked by Order of this Commission.

<u>Order Number</u>	<u>Date Issued</u>	<u>Docket Number</u>	<u>Filing Type</u>
PSC-07-0076-PAA- SU	01-29-2007	060602-SU	Original Certificate
*	*	080242-WS	Name Change

***Order Numbers and dates to be provided at time of issuance.**