

REQUEST TO ESTABLISH DOCKET  
(PLEASE TYPE)

Date 2/3/00

Docket No. 000142-WS

1. Division Name/Staff Name Water & Wastewater
2. OPR ~~Billie Adams~~ Pat Brady
3. OCR D. Tyler Van Leuven *DTV*
4. Suggested Docket Title Petition for Acknowledgment of Corporate Recognition in Lee County by MHC Systems, Inc.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

- A. Provide NAMES ONLY for regulated companies or ACRONYMS ONLY regulated industries, as shown in Rule 25-22.104, F.A.C.
- B. Provide COMPLETE name and address for all others. (Match representatives to clients.)

1. Parties and their representatives (if any)


2. Interested Persons and their representatives (if any)


6. Check one:

- Documentation is attached.
- Documentation will be provided with the recommendation.

DOCUMENT NUMBER-DATE  
**01602 FEB-48**  
FPSC-RECORDS/REPORTING



PIPER  
MARBURY  
RUDNICK  
& WOLFE LLP

101 East Kennedy Boulevard  
Suite 2000  
Tampa, Florida 33602  
www.piperrudnick.com

PHONE (813) 229-2111  
FAX (813) 229-1447

WRITER'S INFORMATION

wilhelmina.kightlinger@piperrudnick.com

January 26, 2000

243023-001011

**VIA FEDERAL EXPRESS**

John D. Williams, Chief  
Bureau of Policy Development and Industry  
Structure  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

**RECEIVED**

**JAN 27 2000**

Florida Public Service Commission  
Division of Water and Wastewater

**Re: *Petition for Acknowledgement of Corporate Reorganization of MHC Systems, Inc.  
Water Certificate No. 353-W and Wastewater Certificate 309-S  
(Lee County, Florida)***

Dear Mr. Williams:

Enclosed is a Petition for Acknowledgement of Corporate Reorganization of MHC Systems, Inc. regarding the referenced certificates.

If you have any questions or require additional information, please contact us.

Sincerely,

PIPER MARBURY RUDNICK & WOLFE LLP

Wilhelmina F. Kightlinger

MAIL ROOM  
00 JAN 27 AM 10:25  
FLORIDA PUBLIC SERVICE COMMISSION

WFK:lap

cc: David Fell, Esquire (w/encl.; via facsimile)  
Michael A. Bedke, Esquire (w/encl.)

131128.1

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Petition for )  
acknowledgment of corporate ) Docket No.  
reorganization of MHC SYSTEMS, INC. )

**PETITION FOR ACKNOWLEDGMENT  
OF CORPORATE REORGANIZATION**

Petitioner, **MHC SYSTEMS, INC.**, an Illinois corporation ("Utility"), by and through its undersigned attorneys, petitions the Florida Public Service Commission ("PSC") for acknowledgment of the reorganization of the Utility into a wholly-owned subsidiary of LP Management Corp., a Delaware corporation ("Owner"), and in support thereof states:

- 1. The exact name of the Utility and the address of its principal business office are:

MHC SYSTEMS, INC.  
Two North Riverside Plaza, Suite 800  
Chicago, Illinois 60606

- 2. The name and address of the person authorized to receive notices and communications in respect to this application is:

Wilhelmina F. Kightlinger, Esquire  
Piper Marbury Rudnick & Wolfe LLP  
101 East Kennedy Boulevard, Suite 2000  
Tampa, Florida 33602

- 3. The Utility holds Certificate Nos. 353-W and 309-S (the "Certificates") granted by the PSC. The Utility is owned 100 % by Owner, by virtue of the distribution of all of the stock of the Utility to Owner by MHC Management Limited Partnership, an Illinois limited partnership of

which Owner is the 99% limited partner and Developer (as hereinafter defined) is the 1% general partner. The directors and principal officers of the Utility are as follows:

Howard Walker	President/Director
Ellen Kelleher	Executive Vice President/Director/Asst. Secretary
Thomas P. Heneghan, Jr.	Executive Vice President/Director/Treasurer
Samuel Zell	Chairman/Director

4. MHC Operating Limited Partnership, an Illinois limited partnership (“Developer”) is the developer of the property within the PSC service territory granted to the Utility by the Certificates. The general partner and majority owner of Developer is Manufactured Home Communities, Inc., a Maryland corporation.

5. Both before and after the reorganization, the Utility will effectively be owned approximately 95% by Developer and 5% by Equity Group Investments, Inc.. As such, there is no substantive change in ownership.

6. Both before and after the merger, the principal officers of the Utility will remain unchanged. Similarly, the office and operations personnel of the Utility will remain unchanged.

7. This reorganization was effective as of the close of business on December 31, 1999.

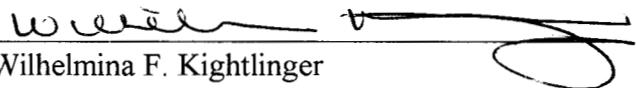
8. The instant case is not unlike the case where a wholly-owned subsidiary is merged into the parent, as was acknowledged in PSC Order No. PSC-93-0500-FOF-SU (Lehigh Utilities, Inc. merger into Southern States Utilities, Inc.), or the reorganization as was acknowledged in PSC Order No. 22740 (Martin Downs Utilities, Inc.). The PSC has acknowledged similar reorganizations in PSC Order No. 25643 (Utilities, Inc. of Florida), PSC Order No. 25575 (Southern States Utilities, Inc.) and PSC Order No. 24139 (Utilities, Inc. of Florida).

Handwritten initials: "AD" and "01/10/00"

**WHEREFORE**, the Utility requests that the PSC acknowledge this reorganization since it will not result in a substantive change in ownership or majority organizational control, and thus does not rise to the level of a Section 367.071, Florida Statutes, transfer.

Respectfully submitted on this  
26<sup>th</sup> day of January, 2000, by:

PIPER MARBURY RUDNICK & WOLFE LLP  
101 East Kennedy Boulevard, Suite 2000  
Tampa, Florida 33602  
(813) 229-2111

By:   
Wilhelmina F. Kightlinger