

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the matter of the Application of)	
Ozark Shores Water Company, North)	
Suburban Public Utility Company)	
and Camden County Public Water)	
Supply District Number Four for)	
an order authorizing the Sale,)	Case No. _____
Transfer and Assignment of Water)	
Assets to Camden County Public Water)	
Supply District Number Four and in)	
connection therewith certain other)	
related transactions.)	

JOINT APPLICATION
FOR APPROVAL OF TRANSFER OF ASSETS

Come now Ozark Shores Water Company (“Ozark Shores”), North Suburban Public Utility Company (“North Suburban”) and Camden County Public Water Supply District Number Four (the “District”) (sometimes collectively referred to as “Applicants”) in accordance with Section 393.190.1, RSMo Cum Supp. 2013 and 4 CSR 240-3.605, and for their application authorizing the sale, transfer and assignment of assets to the District, state the following to the Commission:

APPLICANTS

1. Ozark Shores is a corporation organized under the laws of the state of Missouri. A copy of Ozark Shores’ Certificate of Good Standing issued by the Missouri Secretary of State is attached as Exhibit 1. Ozark Shores engages in the business of offering water services to the public within an authorized service territory.

2. North Suburban is a corporation organized under the laws of the state of Illinois and registered as a foreign corporation in Missouri. A copy of North Suburban’s Certificate of

Good Standing issued by the Missouri Secretary of State is attached as Exhibit 2. It is engaged, generally, in the business of owning and operating water and sewer public utility companies.

3. Ozark Shores is a “water” corporation as that term is defined in Section 386.020 RSMo. 2000 and constitutes a public utility under the laws of the state of Missouri. Ozark Shores is subject to the jurisdiction of the Commission. It provides services to approximately 1869 water customers within its authorized certificated territory.

4. North Suburban owns the capital stock of Ozark Shores. North Suburban’s ownership of the equity interest in Ozark Shores was authorized by the Commission in its Case No. WM-2000-314. North Suburban is not itself a regulated Missouri utility.

5. Ozark Shores has no pending actions or final unsatisfied judgments or decisions against it involving customer service or rates having occurred within three (3) years before the filing of this application. Ozark Shores has no fees or annual reports that are overdue the Commission.

6. The District, which is also known as "Public Water Supply District Number Four of Camden County, Missouri," is a duly authorized public water supply district organized under the provisions of Chapter 247, RSMo 2000. It has powers, duties and authority established by state law. It is a political subdivision of the state of Missouri.

7. Pleadings, notices, orders and other correspondence and communications concerning this Application should be addressed to the following:

FOR OZARK SHORES and NORTH SUBURBAN:

John R. Summers
Ozark Shores Water Company
P.O. Box 9
Lake Ozark, MO 65049
573-216-1090 (Telephone)
573-365-6793 (Fax)

Mark W. Comley
Newman, Comley and Ruth P.C.
601 Monroe St., Suite 301
P.O. Box 537
Jefferson City, MO 65102
573-634-2266 (Telephone)
573-636-3306 (FAX)

FOR THE DISTRICT:

Josh Duncan, General Manager
Camden County PWSD4
P.O. Box 9
Lake Ozark, MO 65049
Phone: 573-365-6792 Fax: 573-365-6793

Robert W. Pohl
Pohl & Pohl, P.C.
2806 Horseshoe Bend Parkway
Suite 100
Lake Ozark, MO 65049
Phone: 573-365-3350
Fax: 573-365-3358

THE TRANSACTION

8. Subject to the terms and conditions of an Agreement attached hereto as Appendix 1 (The Ozark Shores Purchase Agreement), Ozark Shores will sell, transfer and assign to the District, and the District will acquire from Ozark Shores, all of Ozark Shores' assets comprising of its existing water systems all as more detailed in Ozark Shores Purchase Agreement. The purchase price for the assets is Five Million Two Hundred Fifty Two Thousand Seven Hundred Eighty One Dollars (\$5,252,781) plus one hundred percent (100%) of the unbilled charges for water service to such customers as of the date of closing.

9. Subject to the terms and conditions of an Agreement attached hereto as Appendix 2 (the North Suburban Agreement), North Suburban will sell, transfer and assign to the District,

and the District will acquire from North Suburban, tracts of real estate and the buildings and improvements located on that real estate all as more detailed in the North Suburban Purchase Agreement. The purchase price for the real estate is One Hundred Sixty Five Thousand Dollars (\$165,000). These parcels of real property have never been considered part of the regulated company's assets for ratemaking purposes.

NO DETRIMENT

10. The proposed sale, transfer and assignment and related transactions will not be detrimental to the public interest because they will not result in any reduced level of service or reliability for the customers being served by the systems currently. Those customers will see no interruption in their day to day utility services due to the transaction.

11. Pursuant to the provisions of Chapter 247, RSMo. the District has the power and authority to acquire the water assets identified in both Purchase Agreements. Pursuant to the District's statutory authority, rates and conditions of service will be developed and administered by the popularly elected Board of Directors.

12. The governing board of each applicant has adopted a resolution authorizing the proposed asset sales and transfers identified and described herein. Additionally, the shareholders of Ozark Shores have adopted a resolution authorizing the proposed asset sale and transfer identified and described herein. Those resolutions are attached collectively as Exhibit 3.

13. The transfer and assignment of these assets will have an impact on the tax revenues of the Missouri political subdivisions in which any structures, facilities or equipment involved are located. The property tax abatement caused by transfer of the assets is estimated as \$9,942.95.

WHEREFORE, Applicants respectfully request that the Commission issue its Order:

- a. Authorizing the Applicants to perform in accordance with the terms of the executed Purchase Agreements;
- b. Authorizing the sale, transfer and assignment of the identified water assets as more fully described in the executed Purchase Agreements;
- c. Authorizing the Applicants to enter into, execute and perform in accordance with the terms of all other documents which may be reasonably necessary and incidental to the performance of the transactions which are the subject of the executed Purchase Agreements and this Application; and
- d. Granting such other relief as may be deemed necessary to accomplish the purposes of the Purchase Agreements and the Application and to consummate the sale, transfer and assignment of the assets and related transactions pursuant to the executed Purchase Agreements.

Respectfully submitted,

/s/ Mark W. Comley

Mark W. Comley #28847
Newman, Comley & Ruth P.C.
601 Monroe Street, Suite 301
P.O. Box 537
Jefferson City, MO 65102
(573) 634-2266
(573) 636-3306 FAX

ATTORNEYS FOR OZARK SHORES WATER COMPANY
AND NORTH SUBURBAN PUBLIC UTILITY COMPANY

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573-365-3350
Fax: 573-365-3358
ATTORNEYS FOR THE DISTRICT

TOGETHER, THE JOINT APPLICANTS

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent via e-mail on this 25th day of March, 2015, to General Counsel's Office at staffcounsel@psc.mo.gov; and Office of Public Counsel at opcservice@ded.mo.gov.

/s/ Mark W. Comley_____

ATTORNEY VERIFICATION

STATE OF MISSOURI)
) ss.
COUNTY OF COLE)

I, Mark W. Comley, being first duly sworn, do hereby certify, depose and state that I am the attorney for Ozark Shores Water Company and North Suburban Public Utility Company, applicants in this proceeding; that I have read the above and foregoing Joint Application for Approval of Transfer of Assets and the allegations therein contained are true and correct to the best of my knowledge, information and belief; and I further state that I am authorized to verify the foregoing application by the above said applicants.

/s/ Mark W. Comley_____
Mark W. Comley

Subscribed and sworn to before me, a Notary Public, this 25th day of March, 2015.

/s/ Annette M. Borghardt_____
Notary Public for Cole County, MO
Commission #14436657; MCE March 13, 2018