

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

In the Matter of the Application of)
S.T. Ventures, LLC for Authority to Transfer)
Certain Assets to Table Rock Lake Community) File No. _____
Service, Inc. d/b/a Table Rock Lake Water)
Quality, Inc. and, in Connection Therewith, Certain)
Other Related Transactions.)

APPLICATION

COMES NOW S. T. Ventures, LLC (STV), and, pursuant to Section 393.190, RSMo 2000, 4 CSR 240-2.060 and 4 CSR 240-3.310, states the following to the Missouri Public Service Commission (Commission):

BACKGROUND INFORMATION

1. STV is a Missouri limited liability company with its principal office and place of business at 9240 W. 167th Street, Stilwell, KS 66085, (913) 244-2142. STV is in good standing. A Certificate of Good Standing from the Office of the Missouri Secretary of State is attached hereto as **Appendix A**. STV currently provides sewer service to approximately 82 customers in an unincorporated area in Taney County, Missouri pursuant to a certificate granted by the Commission in Case No. SA-96-91.

2. STV is a “sewer corporation” and a “public utility” as those terms are defined in Section 386.020 RSMo. 2000, and is subject to the jurisdiction and supervision of the Commission as provided by law. STV has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court that involve customer service or rates, which action, judgment or decision has occurred within the last three years. STV has no overdue Commission annual reports or assessment fees.

3. Table Rock Lake Community Service, Inc. d/b/a Table Rock Lake Water Quality, Inc. (TRLCS) is a Missouri non-profit corporation. TRLCS has a principal office and place of

business located at 2 Kissee Avenue, P.O. Box 606, Kimberling City, Missouri 65686, (417) 739-4100.

4. TRLCS is a 501 C-3 corporation committed to improving the water quality of Table Rock Lake. The corporation was formed in December, 1998 by the Table Rock Lake/Kimberling City Area Chamber of Commerce. The Board asserts that the organization will be an action group, with projects that actually stop pollution sources, and accomplish these projects in a determined, positive, helpful and organized manner.

5. TRLCS is associated with Ozarks Clean Water Company (OCWC). OCWC was formed in March of 2004 with the help of Table Rock Lake Water Quality and the Table Rock Lake National Onsite Demonstration Project for the specific purpose of owning and operating individual and clustered wastewater systems. OCWC was formed in accordance with sections 393.825 to 393.861 of the Missouri Revised Statutes. OCWC is a not for profit corporation with voluntary membership. Membership is gained by applying for and receiving services from OCWC. The Missouri Department of Natural Resources has given written notice that OCWC is recognized as a viable Continuing Authority and will also be an acceptable entity to receive funding from the State Revolving Fund, which is a low interest loan program. OCWC currently serves wastewater customers in the Table Rock Lake area and contracts with White River Valley Environmental Services, an experienced operator, for the care of its systems.

6. Communications in regard to this Application should be addressed to:

Dean L. Cooper
Brydon, Swearngen & England P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, Missouri 65102
(573) 635-7166

(573) 635-3847 (facsimile)
dcooper@brydonlaw.com

THE TRANSACTION

7. STV and TRLCS have entered into an Agreement For Sale of Sewer System dated July 12, 2010 (Agreement), a copy of which is marked **Appendix B**,¹ and attached hereto. Pursuant to the Agreement, TRLCS agrees to obtain and acquire certain sewer facilities of STV as specifically described in the Agreement under the terms and provisions further described in the Agreement.

8. Because STV is a sewer corporation doing business in the State of Missouri, it is subject to the provisions of Section 393.190.1, RSMo 2000, which states, in pertinent part, that “no . . . sewer corporation shall hereafter sell, assign, lease, transfer, mortgage or otherwise dispose of or encumber the whole or any part of its franchise, works or system, necessary or useful in the performance of its duties to the public . . . without having first secured from the Commission an order authorizing it so to do.”

ADDITIONAL INFORMATION

9. The members of STV have authorized the sale of the subject assets and related transactions contemplated by the Agreement.

10. The sale of assets should have no impact on the tax revenues of relevant political subdivisions.

PUBLIC INTEREST

11. The proposed sale of the specified assets of STV and the related transactions are not detrimental to the public interest of the State of Missouri. The assets of STV will be acquired by TRLCS. As described above, TRLCS is an organization that was formed for the purpose of

¹ Exhibits A and B referenced by the Agreement are not being provided at this time. In accordance with Commission Rule 4 CSR 240-3.310(3), Exhibit A will be provided when it becomes available.

protecting the water quality of Table Rock Lake. TRLCS will transfer ownership of the system to OCWC in order to provide for sewer utility services.

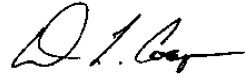
12. OCWC is fully qualified, in all respects, to own and operate the system currently being operated by STV and to otherwise provide safe, reliable and affordable service. OCWC will continue to utilize the rates, rules and regulations that are determined by its members/customers to be appropriate.

WHEREFORE, STV respectfully requests that the Commission issue its order:

- (A) authorizing STV to sell the assets identified herein;
- (B) authorizing STV to perform in accordance with the terms described in the Agreement For Sale of Sewer System that is attached to this Application and to take any and all other actions which may be reasonably necessary and incidental to the performance of the sale;
- (C) authorizing STV, effective upon the closing of the transaction, to terminate its responsibilities as a water and sewer corporation in Missouri, and cancelling STV's certificate of convenience and necessity and its filed tariffs; and,
- (D) granting such other relief as may be deemed necessary and appropriate to accomplish the purposes of the Agreement and the Application and to consummate related transactions in

accordance with the Agreement.

Respectfully submitted,



Dean L. Cooper MBE #36592
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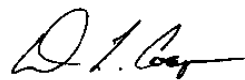
ATTORNEYS FOR S.T. VENTURES, LLC

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail to the following this 26th day of July, 2010:

Office of the General Counsel
Missouri Public Service Commission
Governor State Office Building
Jefferson City, Missouri 65101
gencounsel@psc.mo.gov

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Governor State Office Building
Jefferson City, Missouri 65101
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Dean L. Cooper

