

**VERIFICATION OF AUTHORITY**

COMES NOW the undersigned, the President of Missouri-American Water Company ("MAWC"), and does hereby verify that MAWC had and has the requisite authority to enter into the Asset Purchase Agreement dated August 31, 2016 by and between MAWC and EMC of St. Charles County (the "Agreement") and to carry out all the obligations contained in the Agreement.

IN WITNESS WHEREOF, the undersigned has hereto set his hand the 31st day of August, 2016.

MISSOURI-AMERICAN WATER COMPANY

Cheryl Norton, President  
Missouri-American Water Company

State of Missouri     )  
                                      )     ss  
County of St. Louis    )

I, Cheryl Norton, having been duly sworn upon my oath, state that I am the President of Missouri-American Water Company, that I am duly authorized to make this Verification of behalf of Missouri-American Water Company, that the matters and things stated in the foregoing Verification are true and correct to the best of my information, knowledge and belief.

Subscribed and sworn before me this 31th day of August, 2016.

Notary Public

