

RECEIVED-FPSC

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

99 JUL 29 AM 10:02

IN RE: Application for Transfer )  
of Majority Organizational Control )  
of Sanlando Utilities Corporation )  
in Seminole County, Florida to )  
Utilities, Inc. )

RECORDS AND  
REPORTING

DOCKET NO. 980957WS

APPLICATION FOR APPROVAL OF CHANGE  
IN MAJORITY ORGANIZATIONAL CONTROL

UTILITIES, INC., by and through its undersigned attorneys and pursuant to Section 367.071, Florida Statutes, and Rule 25-30.037(3), Florida Administrative Code, hereby makes application for approval of the transfer of majority organizational control of Sanlando Utilities Corporation which holds Certificates 189-S and 247-W and in support thereof states:

- 1. The name and address of the Sellers are:

Pearl Lazar, Trustee  
Lester N. Mandell  
Estate of Lester Zimmerman, deceased  
John F. Lowndes  
Marvin Mandell  
Post Office Box 3884  
Longwood, Florida 32791-0884

- 2. The name and address of the Buyer is:

Utilities, Inc.  
2335 Sanders Road  
Northbrook, IL 60062-6196

- 3. The names and addresses of the persons authorized to receive notices and communications in respect to this application are:

Carl Wenz, Vice President  
Utilities, Inc.  
2335 Sanders Road  
Northbrook, IL 60062-6196

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

*[Handwritten signature]*

DOCUMENT NUMBER-DATE

07981 JUL 29 98

FPSC RECORDS/REPORTING

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

and

Martin S. Friedman, Esquire  
Rose, Sundstrom & Bentley  
2548 Blairstone Pines Drive  
Tallahassee, Florida 32301

4. The names and addresses of the Buyer's corporate officers and directors are as follows:

James Camaren, CEO  
Lawrence Schumacher, President  
Carl Wenz, Vice President  
Andrew Dopuch, Vice President  
2335 Sanders Road  
Northbrook, IL 60062-6196

5. The names and locations of other water or wastewater utilities owned by Buyer in Florida are as follows:

Alafaya Utilities, Inc.  
Lake Utility Services, Inc.  
Miles Grant Water & Sewer Co.  
Mid-County Services, Inc.  
Utilities, Inc. of Eagle Ridge, Inc.  
Utilities, Inc. of Florida  
Utilities, Inc. of Longwood  
Wedgfield Utilities, Inc.  
Tierra Verde Utilities, Inc.  
Cypress Lakes Utilities, Inc.

6. The purchase of the stock of Lake Holding, Inc. is a cash transaction financed by a loan from First Union.

7. The transfer is in the public interest because the Seller originally established the utility as a necessary component of its development activities and is no longer interested in continuing to own and operate the utility systems. The Seller is unwilling to make the capital expenditures necessary to continue to provide the high quality of service it has provided in the past. By contrast, Utilities, Inc. is solely in the business of owning and operating water and wastewater utility systems. Utilities, Inc. enjoys an

excellent reputation with the regulatory agencies, and has the financial resources to make necessary future improvements to the utility systems.

8. The Buyer's experience in water and wastewater utility operations is well known to the Commission. It currently operates ten separate subsidiaries certificated by the Commission serving approximately 12,000 water and 23,000 wastewater customers. The Buyer also operates two subsidiaries in non-jurisdictional Hillsborough County.

9. The Buyer's financial ability to provide service is well known to the Commission.

10. Utilities, Inc. will fulfill the commitment, obligations and representation of the Sellers with regard to utility matters.

11. Entities providing funding to the Buyer and the manner and amount of such funding is discussed in paragraph 6 above.

12. After reasonable investigation by Buyer, the system being acquired appears to be in satisfactory condition and in compliance with applicable standards set by the DEP.

13. Evidence that the utility owns the land upon which the utility treatment facilities are located is attached hereto as Exhibit "A".

14. Since this is a change in the majority organizational control, there are no tariff sheet changes required at this time.

15. Since this is a change in the majority organizational control, there will be no change to the utility's certificates.

16. An Affidavit that the actual notice of the application was given to the entities on the list provided by the Commission in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "B".

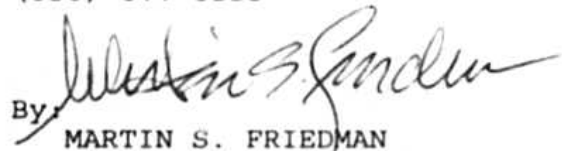
17. An Affidavit that the actual notice of the application was given to the each customer in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "C".

18. An Affidavit that the notice of the application was published once in a newspaper of general circulation in the territory in accordance with Rule 25-30.030, Florida Administrative Code, will be filed as Late Filed Exhibit "D".

19. Pursuant to Rule 25-30.020(c), Florida Administrative Code, the appropriate filing fee is \$6,000 (\$3,000 for the water system and \$3,000 for the wastewater system).

Respectfully submitted on this  
29th day of July, 1998, by:

ROSE, SUNDSTROM & BENTLEY, LLP  
2548 Blairstone Pines Drive  
Tallahassee, Florida 32301  
(850) 877-6555

By:   
MARTIN S. FRIEDMAN

**AFFIDAVIT**

STATE OF ILLINOIS

COUNTY OF COOK

I, Carl Wenz, do solemnly swear or affirm that the facts stated in the foregoing application and all exhibits attached thereto are true and correct and that said statements of fact thereto constitute a complete statement of the matter to which it relates.

FURTHER AFFIANT SAYETH NAUGHT.

Carl Wenz  
Carl Wenz  
Vice-President

Sworn to and subscribed before me this 24th day of July, 1998, by Carl Wenz, who is personally known to me, or who provided as identification.

Phil Ann Scully  
Print Name: PHIL ANN SCULLY  
NOTARY PUBLIC  
My Commission Expires: 09-18-01



969 0022

ADVISORY  
SEMINOLE COUNTY  
FLORIDA

WARRANTY DEED

THIS WARRANTY DEED Made and executed the 13<sup>th</sup> day of February, A.D. 1973 by THE WEKIWA HUNT CLUB, INC., a corporation existing under the laws of the State of Florida, and MAGNOLIA SERVICE CORPORATION, a corporation existing under the laws of the State of Florida, trading and doing business as "The Wekiwa Hunt Club," a joint venture, and having its principal place of business at Suite 433, First Federal Building, Orlando, Florida, hereinafter called the "Grantor," to SANLANDO UTILITIES CORP., a corporation existing under the laws of the State of Florida, whose postoffice address is Post Office Box 576, Casselberry, Florida 32707, hereinafter called the "Grantee":

(Wherever used herein the terms "Grantor" and "Grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations)

W I T N E S S E T H :

That the Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable considerations, receipt whereof is hereby acknowledged, by these presents does grant, bargain, sell, alien, remise, release, convey and confirm unto the Grantee, all that certain land situate in Seminole County, Florida, viz:

The Northwest One-Quarter of the Northeast One-Quarter of Section 5, Township 21 South, Range 29 East:

TOGETHER with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

TO HAVE AND TO HOLD, the same in fee simple forever.

AND the Grantor hereby covenants with said Grantee that it is lawfully seized of said land in fee simple; that it has good right and lawful authority to sell and convey said land; that it hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances except taxes accruing subsequent to December 31, 1972 and easements and restrictions imposed of record, if any; this reference to said easements and restrictions shall not operate to reimpose the same.

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed in its name, and its corporate seal to be hereunto affixed, by its proper officers thereunto duly authorized, the 13 day and year first above written.

Signed, sealed and delivered in the presence of:

Howard P. Bates  
W. C. H. H.

THE WEKIWA HUNT CLUB, INC.

By: John J. Mahoney  
President

Attest: W. J. Smith  
Assistant Secretary

SEMINOLE COUNTY  
FLORIDA  
570.00

EXHIBIT "A"

WEKIWA PLANT  
(INCLUDES WELL # 8)

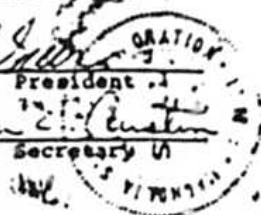
MAGNOLIA SERVICE CORPORATION

Ernest J. Dickel

By: Paul R. Greer  
President

Candy Drake

Attest: Virginia E. Austin  
Secretary

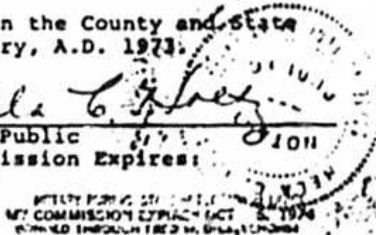


STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared LESTER N. MANDELL and JOHN F. LOWNDES, well known to me to be the President and Assistant Secretary respectively of THE WERIWA HUNT CLUB, INC., and that they severally acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 13<sup>th</sup> day of February, A.D. 1973.

Thelma C. Greer  
Notary Public  
My Commission Expires: 1/10/74

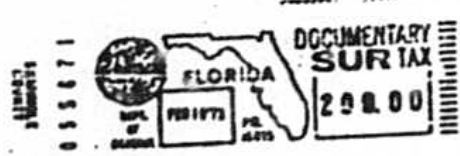


STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared DONALD R. GREER and VIRGINIA E. AUSTIN, well known to me to be the President and Secretary respectively of MAGNOLIA SERVICE CORPORATION, and that they severally acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of February, A.D. 1973.

Ernest J. Dickel  
Notary Public  
My Commission Expires: 12/31/73  
Notary Public, State of Florida at Large  
My Commission Expires April 30, 1976



WARRANTY DEED FROM CORPORATION

BOOK PAGE SEMINOLE COUNTY FLORIDA

FORM 32

This Warranty Deed Made and executed the 9th day of October A D 1972 by OVERSTREET INVESTMENT COMPANY, a Florida corporation,

a corporation existing under the laws of Florida and having its principal place of business at 205 East Pine Street, Orlando, Florida hereinafter called the grantor, to

SANLANDO UTILITIES CORP., a Florida corporation

whose postoffice address is Post Office Box 37, Casselberry, Florida

hereinafter called the grantees:

(Wherever used herein the terms "grantor" and "grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations.)

Witnesseth: That the grantor, for and in consideration of the sum of \$ 10.00 and other valuable considerations, receipt whereof is hereby acknowledged, by these presents does grant, bargain, sell, alien, remise, release, convey and confirm unto the grantee, all that certain land situate in Seminole County, Florida, to:

Lots 1, 2, 3 and 20, Block H, of Tract 17, of SANLANDO SPRINGS, according to the plat thereof as recorded in Plat Book 4, Page 55, Public Records of Seminole County, Florida; and that portion of Lot 9, Block A, of KNOLLWOOD THIRD ADDITION AMENDED PLAT as recorded in Plat Book 16, Pages 61 and 62, Public Records of Seminole County, Florida, beginning at the Southeast corner of Bode Avenue and Powell Street, thence run West 64.706 feet, thence run Southerly 81.27 feet, thence run Southeasterly along the South line of said Lot 9, 50 feet, thence return to Point of Beginning; and All that part of the Southeast 1/4 of the Southeast 1/4 of Section 3, Township 21 South, Range 29 East, Seminole County, Florida, lying Southerly of the Seaboard Coast Line Railroad and Northerly of North Street.

Together with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

To Have and to Hold, the same in fee simple forever.

And the grantor hereby covenants with said grantee that it is lawfully seized of said land in fee simple; that it has good right and lawful authority to sell and convey said land; that it hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances except taxes accruing subsequent to December 31, 1971.



In Witness Whereof the grantor has caused these presents to be executed in its name, and its corporate seal to be hereunto affixed, by its proper officers thereunto duly authorized, the day and year first above written.

ATTEST *R. T. Overstreet*  
Signed, sealed and delivered in the presence of  
*Marie Barber*

OVERSTREET INVESTMENT COMPANY

By *R. T. Overstreet*

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on the day before me an officer duly authorized in the State and County aforesaid in and to the personally appeared R. T. Overstreet and Mildred Overstreet

President and Secretary representatives of the corporation named above and that they severally acknowledged executing the same in the presence of me subscribing witness and that the seal of said corporation and that the seal affixed thereto is the true corporate seal of said corporation and that the seal affixed thereto is the true corporate seal of said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

Witness my hand and official seal in the State and County aforesaid this 9th day of October 1972.

Notary Public  
R. T. Overstreet

Notary Public  
My Commission Expires

KNOLLWOOD PLANT  
WELL 3  
WELL 4  
NORTH ST. SITE



956 0003

BOOK PAGE  
SEMINOLE COUNTY  
FLORIDA

FORM 33

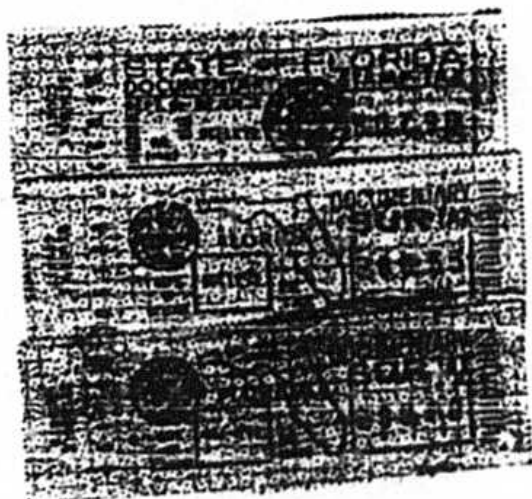
**Warranty Deed**  
FROM CORPORATION

To

Oct 11 9 17 AM '72

**RECORDED**

058420



This Warranty Deed Made the 3<sup>rd</sup> day of November A. D. 19 69 by

WILLIAM F. GILLIES and GLADYS K. GILLIES, his wife  
hereinafter called the grantor, to SANLANDO UTILITIES CORP.

whose postoffice address is Drawer 637, Fern Park, Florida  
hereinafter called the grantee

(Whereas said terms "grantee" and "grantor" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations)

Witnesseth: That the grantor, for and in consideration of the sum of \$ 10.00 and other valuable considerations, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, aliena, releases, conveys and confirms unto the grantee, all that certain land situate in Seminole County, Florida, viz:

Lot 19, DES PINAR ACRES, according to the plat thereof as recorded in Plat Book 12, Page 52, Public Records of Seminole County, Florida, less the right-of-way for Interstate Road #4; said property is located in Section 35, Township 29 South, Range 29 East.

Together with all the tenements, hereditaments and appurtenances thereto belonging or in any-wise appertaining.

To Have and to Hold, the same in fee simple forever.

And the grantor hereby covenants with said grantee that the grantor is lawfully seized of said land in fee simple; that the grantor has good right and lawful authority to sell and convey said land; that the grantor hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances, except taxes accruing subsequent to December 31, 19 68.

In Witness Whereof, the said grantor has signed and sealed these presents the day and year first above written.

Signed, sealed and delivered in our presence:

*William F. Gillies*      *Gladys K. Gillies*  
\_\_\_\_\_  
William F. Gillies      Gladys K. Gillies  
\_\_\_\_\_  
Gladys K. Gillies      Gladys K. Gillies

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to act as such and in the County aforesaid to take acknowledgments, personally appeared

William F. Gillies and Gladys K. Gillies, his wife

to me known to be the person so described as and who executed the foregoing instrument and they acknowledged before me that they are the said

WITNESS my hand and official seal on the County and State last aforesaid this

3<sup>rd</sup> day of November A. D. 19 69

*William T. Baker Jr.*  
\_\_\_\_\_  
Notary Public  
Seal of Notary Public  
11th Instrument prepared by

NOV 5 3 20 PM '69  
73105

751 426  
OFFICE OF THE CLERK  
SEMINOLE COUNTY, FLA.

DES PINAR PLANT 1  
(INCLUDES WELL #2)

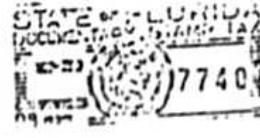
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OFFICIAL PAGE  
SEMINOLE COUNTY, FLA.

SEMINOLE  
COUNTY



SEMINOLE  
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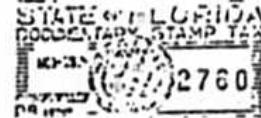


STATE OF FLORIDA  
DOCUMENTARY  
SUR TAX  
\$11.00

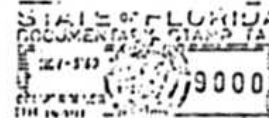
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DOCUMENTARY  
SUR TAX  
\$11.00

STATE OF FLORIDA  
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SEMINOLE  
COUNTY



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SUR TAX  
\$11.00

K-4

LOWMEYER, PERKINS, PROSDOCK & BAKER  
Suite 4133  
First Federal Center  
P. O. Box 2839  
Orlando, Florida 32802

To

Warranty Deed

BARCO FORM 01

EXHIBIT "B" WILL BE LATE FILED.

EXHIBIT "C" WILL BE LATE FILED.

EXHIBIT "D" WILL BE LATE FILED.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application for Transfer )  
of Majority Organizational Control )  
of Sanlando Utilities Corporation )  
in Seminole County, Florida to )  
Utilities, Inc. )

DEPOSIT DATE  
D821 JUL 29 1998  
DOCKET NO.

APPLICATION FOR APPROVAL OF CHANGE  
IN MAJORITY ORGANIZATIONAL CONTROL

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- 1. The name and address of the Sellers are:

Pearl Lazar, Trustee  
Lester N. Mandell  
Estate of Lester Zimmerman, deceased  
John F. Lowndes  
Marvin Mandell  
Post Office Box 3884  
Longwood, Florida 32791-0884

DOCUMENT NUMBER-DATE  
07981 JUL 29 98  
FPC-RECORDS/REPORTING

**WATER SERVICE CORP.**

DISBURSING ACCOUNT OF  
UTILITIES INCORPORATED  
2335 SANDERS ROAD  
NORTHBROOK, IL 60062

BANK ONE COLUMBUS, NA  
Circleville and Williamsport, Ohio Offices

NOT VALID  
AFTER 90 DAYS

56-1544

441

NO. 282151

DATE 7/24/98 NET AMOUNT \$6,000.00

PAY \*\*\* Six Thousand and 00/100 \*\*\*\*\*

DOLLARS

496

TO  
THE  
ORDER  
OF

Florida Public Service Commission

*[Signature]*  
AUTHORIZED SIGNATURE  
*[Signature]*  
AUTHORIZED SIGNATURE