

MEMORANDUM

November 12, 1998

TO: DIVISION OF RECORDS AND REPORTING (BAYO)
FROM: DIVISION OF LEGAL SERVICES (BRUBAKER) JSB
RE: DOCKET NO. 970381-SU - APPLICATION FOR TRANSFER OF
CERTIFICATE NO. 495-S FROM SANDALHAVEN UTILITY, INC. TO
CHP UTILITY, INC. IN CHARLOTTE COUNTY, CANCELLATION OF
CERTIFICATE NO 495-S, AND EXEMPTION FROM FLORIDA PUBLIC
SERVICE COMMISSION REGULATION.

Please place the attached letter dated November 10, 1998, and
its attachments in the above-referenced docket file.

JSB/lw

Attachment

cc: Division of Water and Wastewater (Redemann, Johnson)
Division of Legal Services (McRae)

ACK i:\memo-rec.jsb
AFA
APP
CAF
CMU
CTR
EAG
LEG
LIN
OPC
RCH
SEC 1
WAS
OTH

DOCUMENT NUMBER-DATE

12671 NOV 12 88

FRSC-RECORDS/REPORTING

CHP UTILITY, INC.

6800 Placida Road
Englewood, Florida 34224
(941) 697-8454

November 10, 1998

Jennifer Brubaker
2540 Shumard Oak Blvd.
Tallahassee Florida 32399

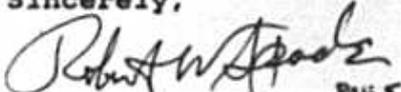


Dear Ms. Brubaker:

Per our Attorney, Robert Underwood, I have enclosed the original affidavit requested along with copies of all the documents needed in the transition of CHP to Sandalhaven Utility, Inc. When we have the recorded instruments, we will send you copies so that all matters should be in proper order.

Thanks again for your assistance in this transition.

Sincerely,



Robert W. Spade
PRES

RWS:bc

cc: Robert Underwood

RECEIVED
NOV 12 8 28 AM '98
ADMINISTRATION
MAIL ROOM

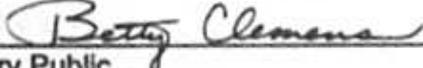
AFFIDAVIT

RE: TRANSFER OF UTILITY SYSTEM

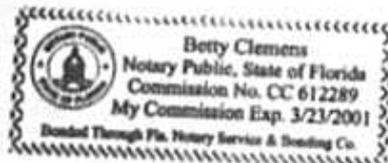
I, Robert Spade, President of CHP Utility, Inc. do solemnly swear or affirm that all assets of the utility system owned by CHP Utility Inc. have been transferred to Sandhaven Utility Inc. as directed by the Public Service Commission order and the exhibit of transfer documents attached hereto is true and correct and that said statements of fact herein constitute a complete statement of the matter to which it relates.

By: 
Robert Spade
President

Subscribed and sworn to before me this 10 day of November,
1998.


Notary Public

My Commission expires: _____



This instrument prepared by:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL 32301
Return to:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL 32301

QUIT CLAIM DEED

THIS QUIT CLAIM DEED executed this 10th day of Nov, 1998 BETWEEN
CHP UTILITY, INC., a Florida Not-For-Profit Corporation, hereinafter called "Grantor", whose mailing
address is 6800 Placida Road, Englewood, FL 31224, and

SANDALHAVEN UTILITY INC., a Florida corporation, called "Grantee", whose mailing
address is:

6800 Placida Road
Englewood, Florida 31224

(Wherever used herein the terms "Grantor" and "Grantee" shall include singular and plural, heirs, legal
representatives, and assigns of individuals, and the successors and assigns of corporations, wherever the
contract so admits or requires.)

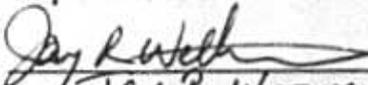
WITNESSETH: That the said Grantor, for and in consideration of the sum of TEN AND
NO/100 (\$10.00) DOLLARS in hand paid by the said Grantee, the receipt whereof is hereby
acknowledged, does hereby remise, release and quit claim unto the said Grantee forever, all the right, title
interest, claim and demand which the said Grantor has in and to the following described lot, piece or
parcel of land, situate, lying and being in the County of Charlotte, State of Florida, to wit:

SEE ATTACHED SCHEDULE "A"

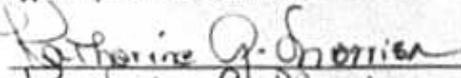
TO HAVE AND TO HOLD the same together with all and singular the appurtenances thereunto
belonging or in anywise appertaining, and all the estate, right, title, interest, lien, equity and claim
whatsoever of the said Grantor, either in law of equity, to the only proper use, benefit and behoof of the
said Grantee forever.

IN WITNESS WHEREOF, the said Grantor has signed and sealed these presents the day and
year first above written.

Signed, sealed and delivered in
the presence of us:



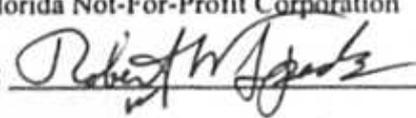
JAY R. WETHERILL
Typed or printed name of Witness



Katherine G. Morrison
Typed or printed name of Witness

CHP UTILITY, INC.

a Florida Not-For-Profit Corporation

By: 

Robert Spade 

STATE OF FLORIDA)
)ss:
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 10th day of November, 1998, by ROBERT SPADE, as President of CHP UTILITY, INC., a Florida Not-For-Profit Corporation, who is personally known to me or who has produced N/A as identification, and executed the foregoing document on behalf of said Robert W. Spade

Betty Clemens
Notary Signature

BETTY CLEMENS
Print Notary Name

(SEAL)

My Commission Expires:

Commission Number

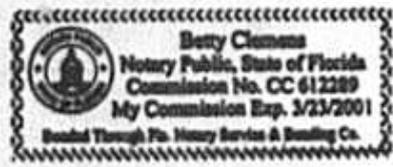


EXHIBIT "A"

DESCRIPTION OF PROPERTY

All easements, equipment, fixtures and furnishings and other property now existing owned by CHP Utility, Inc. or in which CHP Utility, Inc. has any interest used on or in connection with the real property described on exhibit "B" owned by CHP Utility, Inc. and all accounts receivable, rights to serve utility customers, all other intangible property interests owned by CHP Utility, Inc., including D.E.P. permits and all other governmental permits owned by CHP Utility, Inc.

EXHIBIT 8

Commence at the NE corner of Sec. 28, Twp. 41S, Rge. 20E; thence S $0^{\circ}03'10''$ W, 1002.71 feet; thence N $89^{\circ}36'30''$ W, 1285.26 feet; thence S $00^{\circ}55'00''$ W, 2602.74 feet to a P.C. of a curve to the left having a central angle of $90^{\circ}40'40''$ and a radius point lying S $89^{\circ}05'00''$ E, a radius of 25.00 feet; thence SE ly along the arc of said curve, 39.57 feet; thence S $89^{\circ}45'40''$ E, 1153.53 feet to the Point of Beginning; thence continue S $89^{\circ}45'40''$ E, 110.00 feet to a P.C. of a curve to the right having a central angle $62^{\circ}03'08''$ and a radius of 427.34 feet; thence south easterly along the arc of the curve 462.31 feet; thence S $67^{\circ}00'00''$ W 369.61 feet; thence N $00^{\circ}02'07''$ E, 262.89 feet; thence N $89^{\circ}45'40''$ W, 146.94 feet; thence N $00^{\circ}14'20''$ E, 110.01 feet to the Point of Beginning: containing 2.15 acres more or less.

This instrument prepared by:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL. 32301

Return to:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL. 32301

ACCEPTANCE OF QUIT CLAIM DEED, BILL OF SALE AND ASSIGNMENT

THE UNDERSIGNED, as officer of SANDALHAVEN UTILITY INC., a Florida corporation, hereby acknowledges, accepts and confirms the property transferred by means of the Quit Claim Deed, Bill of Sale and Assignment from CHP UTILITY, INC., a Florida Not-For-Profit Corporation, which documents are dated of even date.

IN WITNESS WHEREOF, he has hereunto set his hand and seal this 10th day of Nov, 1998

Signed, sealed and delivered in

the presence of us:

Catherine G. Morrison

Catherine G. Morrison

Typed or Printed Name of Witness

Jay R. Wothell

JAY R. WOTHELL

Typed or Printed Name of Witness

SANDALHAVEN UTILITY INC.
a Florida Corporation

By: Robert A. Spade

Robert Spade, President

STATE OF FLORIDA)

COUNTY OF CHARLOTTE)

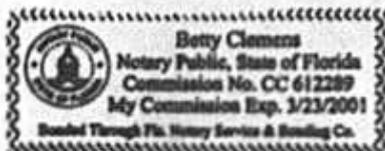
The foregoing instrument was acknowledged before me this 10 day of November, 1998, by Robert Spade, as President of SANDALHAVEN UTILITY INC., a Florida corporation, who is personally known to me or who has produced N/A as identification, and executed the foregoing document on behalf of said corporation.

Betty Clemens
Notary Signature

BETTY CLEMENS
Printed Notary name

Commission Number

(SEAL)



This instrument prepared by:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL. 32301

Return to:
ROBERT L. UNDERWOOD
537 East Park Avenue
Tallahassee, FL. 32301

BILL OF SALE AND ASSIGNMENT

THIS BILL OF SALE AND ASSIGNMENT, dated this 10th day of Nov, 1998, from CHP UTILITY, INC., a Not-For-Profit Corporation, whose address is 6800 Placida Road Englewood, County of Charlotte, State of Florida, first party, and SANDALHAVEN UTILITY INC., a Florida corporation, whose address is 6800 Placida Road, Englewood, Florida 34224, County of Florida, State of Florida, second party.

WITNESSETH, that the first party, for and in consideration of the sum of TEN DOLLARS (\$10.00), and other good and valuable consideration to first party in hand paid by second party, the receipt whereof is hereby acknowledged, have granted, bargained, sold, transferred, delivered and assigned any rights associated therewith to the said second party forever, the following goods and chattels:

ALL THOSE ITEMS DESCRIBED ON EXHIBIT "A" ATTACHED HERETO AND INCORPORATED HEREIN.

AND, it does covenant to and with the second party that it is the lawful owner of the said goods and chattels; that they are free from all encumbrances; and that it has good right to sell the same as aforesaid, and that it will warrant and defend the sale of the said property, goods and chattels hereby made, unto the second parties, against the lawful claims and demands of all persons whomsoever.

FURTHER, the first party does hereby assign, transfer and convey unto second party, its heirs and assigns, the right, title and interest of said first party to those items listed on exhibit" hereto.

IN WITNESS WHEREOF, the parties have signed and sealed these presents the day and year first above written.

Signed, sealed and delivered in
the presence of us:

Katherine G. Morrison
Katherine G. Morrison
Typed or Printed Name of Witness

Jay R. Wetherill
JAY R. WETHERILL
Typed or Printed Name of Witness

CHP UTILITY, INC.
a Florida Not-For-Profit Corporation

By: Robert Spade
Robert Spade, President

Signed, sealed and delivered in the presence of us:

Katherine G. Morrison

Katherine G. Morrison
Typed or Printed Name of Witness

Jay R. Wetherill

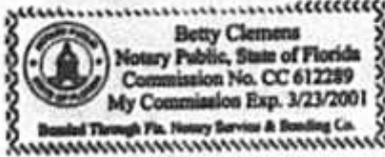
JAY R. WETHERILL
Typed or Printed Name of Witness

SANDALHAVEN UTILITY INC.
a Florida Corporation

By: Robert Spade
Robert Spade, President

STATE OF FLORIDA)
)
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 10 day of November, 1998, by Robert Spade, as President of CHP UTILITY, INC., a Florida Not-For-Profit Corporation, who is personally known to me or who has produced NIA as identification, and executed the foregoing document on behalf of said corporation.



(SEAL)

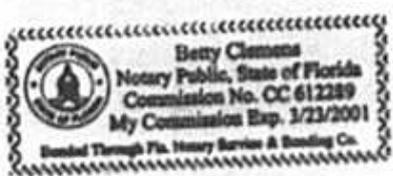
Betty Clemens
Notary Signature
BETTY CLEMENS
Printed Notary name

My Commission Expires:

Commission Number

STATE OF FLORIDA)
)
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 10 day of November, 1998, by Robert Spade, as President of SANDALHAVEN UTILITY INC., a Florida corporation, who is personally known to me or who has produced NIA as identification, and executed the foregoing document on behalf of said corporation.



(SEAL)

Betty Clemens
Notary Signature
BETTY CLEMENS
Printed Notary name

My Commission Expires:

Commission Number

EXHIBIT "A"

DESCRIPTION OF PROPERTY

All easements, equipment, fixtures and furnishings and other property now existing owned by CHP Utility, Inc. or in which CHP Utility, Inc. has any interest used on or in connection with the real property described on exhibit "B" owned by CHP Utility, Inc. and all accounts receivable, rights to serve utility customers, all other intangible property interests owned by CHP Utility, Inc., including D.E.P. permits and all other governmental permits owned by CHP Utility, Inc.

EXHIBIT 8

Commence at the NE corner of Sec. 28, Twp. 41S, Rge. 20E; thence S $0^{\circ}03'10''$ W, 1002.71 feet; thence N $89^{\circ}36'30''$ W, 1285.26 feet; thence S $00^{\circ}55'00''$ W, 2602.74 feet to a P.C. of a curve to the left having a central angle of $90^{\circ}40'40''$ and a radius point lying S $89^{\circ}05'00''$ E, a radius of 25.00 feet; thence SE ly along the arc of said curve, 39.57 feet; thence S $89^{\circ}45'40''$ E, 1153.53 feet to the Point of Beginning; thence continue S $89^{\circ}45'40''$ E, 110.00 feet to a P.C. of a curve to the right having a central angle $62^{\circ}03'08''$ and a radius of 427.34 feet; thence south easterly along the arc of the curve 462.31 feet; thence S $67^{\circ}00'00''$ W 369.61 feet; thence N $00^{\circ}02'07''$ E, 262.89 feet; thence N $89^{\circ}45'40''$ W, 146.94 feet; thence N $00^{\circ}14'20''$ E, 110.01 feet to the Point of Beginning; containing 2.15 acres more or less.

Return to:
Name: Robert L. Underwood, Esq.
Address: 537 East Park Avenue
Tallahassee, FL 32301

Property Appraiser's
Parcel Identification No. _____

This instrument prepared by
Name: Robert L. Underwood, III
Address: 537 East Park Avenue
Tallahassee, FL 32301

Grantee ID No. 59-2317658

Grantor ID No. 59-3387941

SPACE ABOVE THIS LINE FOR RECORDING DATA _____

WARRANTY DEED
(STATUTORY FORM - SECTION 689.02, F.S.)

THIS INDENTURE, made this 10th day of November, Between **CHP UTILITY, INC.**, a Florida Not-for-Profit Corporation, of the County of Charlotte, State of Florida, Grantor*, and **SANDALHAVEN UTILITY INC.**, a Florida Corporation whose address is 6800 Placida Road, Cape Haze, of the County of Charlotte, State of Florida, Grantee*.

WITNESSETH that said Grantor, for and in consideration of the sum of Ten (\$10.00) Dollars, and other good and valuable considerations to said Grantor in hand paid by said Grantee, the receipt whereof is hereby acknowledged, has granted, bargained and sold to the said Grantee, and Grantee's heirs and assigns forever, the following described land, situate, lying and being in Charlotte County, Florida, to wit:

Legal Description See Exhibit "A"

And the Grantor does hereby fully warrant the title to said land and will defend the same against the lawful claims of all persons whomsoever.

*"Grantor" and "Grantee" are used for singular or plural, as context requires.

In Witness Whereof, Grantor has hereunto set Grantor's hand and seal the day and year first above written.

Signed, sealed and delivered in our presence:

Witnesses:

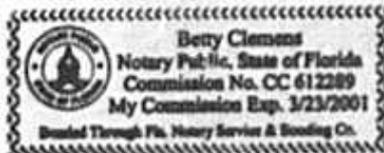
CHP UTILITY, INC.

Jay R. Wetherill
JAY R. WETHERILL
(Print Name)
Katherine G. Morrison
Katherine G. Morrison
(Print Name)

By: Robert W. Spade
w
ROBERT SPADE
(Print Name)
Its: PRESIDENT

STATE OF FLORIDA)
SS
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 10 day of November, 1998, by ROBERT SPADE, President of CHP UTILITY, INC., who is personally known to me or who has produced NA as identification, and executed the foregoing instrument on behalf of the corporation.



(NOTARY SEAL)
Commission Expires:

Betty Clemens
Signature
BETTY CLEMENS
Type or Print Name
NOTARY PUBLIC, STATE OF _____
Commission Number _____

EXHIBIT A

Commence at the NE corner of Sec. 28, Twp. 41S, Rge. 20E; thence S $0^{\circ}03'10''$ W, 1002.71 feet; thence N $89^{\circ}36'30''$ W, 1285.26 feet; thence S $00^{\circ}55'00''$ W, 2602.74 feet to a P.C. of a curve to the left having a central angle of $90^{\circ}40'40''$ and a radius point lying S $89^{\circ}05'00''$ E, a radius of 25.00 feet; thence SE ly along the arc of said curve, 39.57 feet; thence S $89^{\circ}45'40''$ E, 1153.53 feet to the Point of Beginning; thence continue S $89^{\circ}45'40''$ E, 110.00 feet to a P.C. of a curve to the right having a central angle $62^{\circ}03'08''$ and a radius of 427.34 feet; thence south easterly along the arc of the curve 462.31 feet; thence S $67^{\circ}00'00''$ W 369.61 feet; thence N $00^{\circ}02'07''$ E, 262.89 feet; thence N $89^{\circ}45'40''$ W, 146.94 feet; thence N $00^{\circ}14'20''$ E, 110.01 feet to the Point of Beginning: containing 2.15 acres more or less.

CHP UTILITY, INC.

WRITTEN CONSENT OF THE BOARD OF DIRECTORS
TO ACTION WITHOUT A MEETING

The undersigned, being all of the Directors of CHP UTILITY, INC., a Florida Not-for-Profit Corporation, do hereby waive any and all requirements for the holding of a meeting of the Board of Directors of the Corporation and do hereby take the following actions and adopt the following preambles and resolutions by signing our written consent hereto pursuant to the provisions of the Florida Not-for-Profit Corporation Act:

RESOLVED:

1. That the Board of Directors of the Corporation finds it in the best interest of the Corporation that the Corporation transfer the utility system in satisfaction of the indebtedness to SANDALHAVEN UTILITY INC.

2. That the officers of the Corporation be, and each of them hereby is, authorized and directed to take all such action and to execute all such documents necessary or advisable to consummate and carry out the transfer and to execute and deliver the same, in the name of and on behalf of the Corporation, under its seal, with such changes therein or additions hereto as the officers, in their sole discretion, shall deem necessary, advisable or appropriate.

3. That the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to take such further actions and to execute and deliver all such further instruments and documents in the name of and on behalf of the Corporation, and under its seal or otherwise, and to pay and incur expenses, as shall in his and their judgment be necessary appropriate to carry out the purposes of the foregoing resolutions, and each of them.

4. That all actions by the Officers of this Corporation in regard to the negotiation of the above transaction be and they hereby are ratified, approved and confirmed in all respects.

We hereby consent that this document be filed with the minutes of the Corporation and that the actions set forth in the foregoing preamble and resolution shall have the same force and effect as if taken at a duly constituted meeting of the Board of Directors of the Corporation.

WITNESS our hands and seals as of the _____ day of _____, 19____.

DIRECTORS:

Robert W. Speaks, Jr.

SANDALHAVEN UTILITY, INC.

**WRITTEN CONSENT OF THE BOARD OF DIRECTORS
TO ACTION WITHOUT A MEETING**

The undersigned, being all of the Directors of SANDALHAVEN UTILITY, INC., a Florida Corporation, do hereby waive any and all requirements for the holding of a meeting of the Board of Directors of the Corporation and do hereby take the following actions and adopt the following preambles and resolutions by signing our written consent hereto pursuant to the provisions of the Florida Not-for-Profit Corporation Act:

RESOLVED:

1. That the Board of Directors of the Corporation finds it in the best interest of the Corporation that the Corporation acquire the utility system in satisfaction of the indebtedness from CHP UTILITY INC.

2. That the officers of the Corporation be, and each of them hereby is, authorized and directed to take all such action and to execute all such documents necessary or advisable to consummate and carry out the transfer and to execute and deliver the same, in the name of and on behalf of the Corporation, under its seal, with such changes therein or additions hereto as the officers, in their sole discretion, shall deem necessary, advisable or appropriate.

3. That the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to take such further actions and to execute and deliver all such further instruments and documents in the name of and on behalf of the Corporation, and under its seal or otherwise, and to pay and incur expenses, as shall in his and their judgment be necessary appropriate to carry out the purposes of the foregoing resolutions, and each of them.

4. That all actions by the Officers of this Corporation in regard to the negotiation of the above transaction be and they hereby are ratified, approved and confirmed in all respects.

We hereby consent that this document be filed with the minutes of the Corporation and that the actions set forth in the foregoing preamble and resolution shall have the same force and effect as if taken at a duly constituted meeting of the Board of Directors of the Corporation.

WITNESS our hands and seals as of the _____ day of _____, 19____

DIRECTORS:

Robert A. W. Spade

RETURN FOR TRANSFERS OF INTEREST IN FLORIDA REAL PROPERTY

BY USING "ALIGNMENT BOXES" TYPED & LINE PRINTED DATA WILL FALL WITHIN ALL FIELDS

1. PARCEL IDENTIFICATION NUMBER: 00810498001700

2. IS THIS A MULTI-PARCEL TRANSACTION? YES [] / NO [X] IS THIS TRANSACTION A SPLIT OR CUTOUT FROM ANOTHER PARCEL? YES [] / NO [X]

3. GRANTOR (Seller) Last Name: FIDDERST GREEN First Name: M.I. PHONE NO. () CORPORATE NAME: FIDDERST GREEN

4. GRANTEE (Buyer) Last Name: SANDALHAVEN UTILITY INC First Name: M.I. STREET ADDRESS: 6800 PLACIDA ROAD CITY/STATE: CAPE HAZE FL ZIP CODE: PHONE NO. () CORPORATE NAME:

5. DATE OF SALE: 06/18/97 SALE PRICE: \$70000.00 PROPERTY LOCATED IN: 18 COUNTY, FLORIDA

6. TYPE OF DOCUMENT: Warranty Deed [X] Quit Claim Deed [] Contract / Agreement for Deed [] Other []

7. TO THE BEST OF YOUR KNOWLEDGE, WERE THERE UNUSUAL CIRCUMSTANCES OR CONDITIONS TO THE SALE. MARK (X) THOSE THAT APPLY. Title Defects [] Mineral Rights [] Sale under Duress [] Foreclosure [X] Related to Seller [] Sale of a Partial or Undivided Interest [] Forced sale by Court Order [] Other []

8. PROPERTY TYPE AT TIME OF SALE? Residential [] Commercial [] Industrial [] Agricultural [] Institutional / Miscellaneous [X] Sewer Plant [] Government [] Vacant Lot [] Acreage []

9. TO THE BEST OF YOUR KNOWLEDGE, WAS UNUSUAL PERSONAL PROPERTY INCLUDED IN THE SALE? YES [] / NO [X] IF "YES", PLEASE STATE THE AMOUNT ATTRIBUTABLE TO THE PERSONAL PROPERTY: \$

10. AMOUNT OF DOCUMENTARY STAMPS AFFIXED TO DOCUMENT? \$4900.00

11. IF ITEM NUMBER 10 IS "ZERO", IS DEED EXEMPT FROM DOCUMENTARY STAMP TAX UNDER §201.02(6), FLORIDA STATUTES? YES [] / NO [] 12. WAS THE PROPERTY IMPROVED AT THE TIME OF SALE? YES [] / NO []

I HEREBY CERTIFY THAT THIS RETURN HAS BEEN EXAMINED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF IS A TRUE AND COMPLETE RETURN. Signature of Officer, Grantor or Grantee's Agent: Date: 6-18-97 Agent: 6-18-97

TO BE COMPLETED BY THE CLERK OF THE CIRCUIT COURT'S OFFICE O.R. BOOK AND PAGE NUMBER AND FILE NUMBER DATE BOOK & PAGE NO. OR FILE NO. RECORDED CLERK'S DATE STAMP

BARBARA T. SCOTT, CLERK OF THE CIRCUIT COURT - CHARLOTTE COUNTY
PO BOX 510156, PUNTA GORDA, FLORIDA 33951-0156 PHONE (941) 637-2199

RECEIPT NO: 97034388 - P

DATE: 06/26/97
TIME: 12:30:25 PM

FILE NUMBER: 495147
RECORDING

\$15.00

DOCUMENT TYPE: WD
Doc Stamps

\$490.00

FROM: CARL A BERTOCK

AMOUNT DUE:	\$505.00
PAID CHECK:	\$505.00

TOTAL:	\$505.00

ONLINE Official Validation

By: Carolyn Atwell
DEPUTY CLERK

Copy