BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for transfer of facilities and Certificate Nos. 466-W and 400-S from Pennbrooke Utilities, Inc. to Utilities, Inc. of Pennbrooke, in Lake County. DOCKET NO. 030236-WS ORDER NO. PSC-03-1000-PAA-WS ISSUED: September 5, 2003

The following Commissioners participated in the disposition of this matter:

LILA A. JABER, Chairman J. TERRY DEASON BRAULIO L. BAEZ RUDOLPH "RUDY" BRADLEY CHARLES M. DAVIDSON

ORDER APPROVING TRANSFER

AND

NOTICE OF PROPOSED AGENCY ACTION ORDER ESTABLISHING RATE BASE FOR PURPOSES OF THE TRANSFER, AND ESTABLISHING A RECLAIMED WATER CLASS OF SERVICE AT A ZERO RATE FOR THE PENNBROOKE FAIRWAYS GOLF COURSE

BY THE COMMISSION:

NOTICE is hereby given by the Florida Public Service Commission that the actions establishing rate base for purposes of the transfer, and establishing a reclaimed water class of service, as discussed herein, are preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding, pursuant to Rule 25-22.029, Florida Administrative Code.

Background

On March 7, 2003, Utilities, Inc. of Pennbrooke (UIP or buyer) filed an application with this Commission for transfer of the

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utility facilities and Certificates Nos. 466-W and 400-S from Pennbrooke Utilities, Inc. (PUI, seller, or utility) to UIP. PUI is a Class B water and wastewater utility in Lake County. The utility is located in a water use caution area in the St. Johns River Water Management District. PUI is a subsidiary of Leisure Communities, Ltd., which is the company that developed the service area.

PUI was granted Certificates Nos. 466-W and 400-S by Order No. PSC-93-0194-FOF-WS, issued February 9, 1993, in Docket No. 920588-WS. According to the annual report, the utility has been providing service since 1996. The utility serves approximately 929 residential customers, a golf course and a restaurant. The service area is a retirement community built around a golf course. The majority of the residents are seasonal and reside in the community only a portion of the year. The utility also provides wastewater effluent service to the Pennbrooke Fairways Golf course and other areas, but does not have a charge for such service in its tariff. The charge for this service is addressed later in this order.

According to the application, UIP and PUI entered into an agreement for the purchase and sale of the utility and the land upon which the facilities are located. The closing is scheduled to take place within 30 days of our approval of the transfer. We have jurisdiction in this matter, pursuant to Rule 25-30.037, Florida Administrative Code, and Section 367.071, Florida Statutes.

Application

The application, as filed, was deficient. The corrected information was submitted by UIP on May 8, 2003. The application is now in compliance with Section 367.071, Florida Statutes, and pertinent other statutes and provisions of the Florida Administrative Code. In particular, the application contains a filing fee in the amount of \$3,000, in accordance with Rule 25-30.020, Florida Administrative Code.

Rule 25-30.037(2)(q), Florida Administrative Code, requires a utility to provide proof of ownership or continued use of the land upon which its facilities are located. Because the closing is not scheduled to occur until after the transfer is approved by this Commission, UIP has requested that it be allowed to provide proof

that the utility owns the land upon which its facilities are located after the closing. We find the request to be reasonable and it is approved. Within 60 days of the date of this Order, UIP shall provide proof that it owns or has continued use of the land upon which its facilities are located, as required by Rule 25-30.037, Florida Administrative Code.

The application contains proof of compliance with the noticing provisions set forth in Rule 25-30.030, Florida Administrative Code, including notice to the customers of the utility being transferred. One objection to the transfer was timely filed by Mr. According to Mr. O'Brien, several residents of John O'Brien. Section K of the utility have been experiencing low water pressure. The utility and the Florida Department of Environmental Protection (FDEP) have been contacted, and the utility is trying to resolve the problem. FEDP findings indicate that there are no low water pressure problems. After discussions with Mr. O'Brien about the problem, a letter was sent to him requesting that he advise the Commission by May 22, 2003, whether he wanted a formal hearing. By letter dated May 22, 2003, Mr. O'Brien indicated that he did not want to pursue the objection and did not want a formal hearing. Mr. O'Brien's letter is being treated as a complaint. No other objections to the application have been received and the time for filing such has expired.

Pursuant to Rules 25-30.037(2)(g), (h), (i), and (k), Florida Administrative Code, the application contains a copy of the purchase agreement, which includes the purchase price, terms of payment, and a list of the assets purchased. The purchase price for the utility and land is \$1,800,000. The purchase was financed with equity from the buyer's parent company, Utilities, Inc.

The application contains a statement regarding how the transfer is in the public interest, as required by Rule 25-30.037(2)(j), Florida Administrative Code. According to the statement, the transfer is in the public interest because the development is close to build-out and the developer, Leisure Communities, Ltd., is no longer interested in being in the utility business. The buyer is a wholly-owned subsidiary of Utilities, Inc. Utilities, Inc. and its subsidiaries are not developers, nor are they developer-related. Also, according to the statement, the transfer is in the public interest because of Utilities, Inc.'s

vast experience in the utility industry, and its technical and financial ability.

With regard to technical ability, Utilities, Inc. has approximately 35 years of experience in the water and wastewater industry, and has 25 years of experience operating utilities under the regulation of this Commission. Utilities, Inc. also has subsidiaries in Hillsborough County, which is non-jurisdictional. According to the application, at the present time, Utilities, Inc., provides safe and reliable water and wastewater service to approximately 230,000 customers in 16 states.

Also, from information provided with the application, UIP has the financial ability to ensure consistent compliance with FDEP's and this Commission's regulations. Utilities, Inc. has the capability to provide investment capital at reasonable rates to UIP. The utility will receive the benefit of centralized management, accounting, billing, and data processing functions, resulting in the economies of scale that would not be attainable on a stand-alone basis. The application also contains a statement that the buyer will fulfill the commitments, obligations, and representations of the seller with regard to utility matters.

As required by Rule 25-30.037(2)(p) Florida Administrative Code, UIP performed a reasonable investigation of the utility system, and found the system to be in satisfactory condition and in compliance with all applicable standards set by the FDEP. We contacted the FDEP and verified that there are no outstanding notices of violation against the utility.

The utility's water treatment plant is composed of two 12-inch wells that are rated at 650 gallons per minute (gpm) and 800 gpm. Water is transmitted from the wells to an aeration/ground storage unit which is capable of storing 10,000 gallons. From the storage unit, the water is passed, by gravity, through a sand filtration bed and stored in three 50,000 gallon ground storage tanks. Three high service pumps, each rated at 600 gpm, are used to pump treated water to a 7,500 gallon hydropneumatic tank and then to the distribution system.

The wastewater treatment plant is permitted by the FDEP as a 0.180 million gallons per day (gpd) Annual Average Daily Flow

(AADF) extended aeration treatment facility with effluent filtration and chlorination. There are two 120,000 gpd aeration units with two 18,000 gpd clarification units. The old 30,000 gpd wastewater treatment plant is now a 30,000 gpd digester. Effluent disposal is provided by four percolation ponds which are rated at 100,000 gpd. Reclaimed water is sent to the golf course irrigation system at Pennbrooke Fairways, landscape areas and other common areas within the Pennbrooke Fairways Community and roadway medians, where practical. The average daily flows are 100,000 gpd.

Rule 25-30.037(2)(r), Florida Administrative Code, requires the application to contain a statement regarding the disposition of any outstanding regulatory assessment fees (RAFs), fines, or refunds owed. According to our records, PUI is current with its RAFs and has filed an annual report for 2002 and all prior years. PUI is responsible for remitting the RAFs associated with revenues collected up to and including the date of the closing. PUI has agreed to pay its share of the RAFs within one week of the closing date. UIP is responsible for filing the 2003 annual report and its portion of the RAFs associated with revenues collected after the closing.

Based on the foregoing, we find that the transfer of the utility's facilities and Certificates Nos. 466-W and 400-S from PUI to UIP is in the public interest and it is approved. PUI is responsible for remitting the 2003 RAFs associated with revenues collected up to and including the date of the closing. UIP is responsible for filing an annual report for 2003 and forward, and the payment of all regulatory assessment fees associated with revenues collected after the closing. Further, UIP shall submit evidence to this Commission that the utility owns or has continued use of the land upon which its facilities are located within 60 days of the date of this Order. A description of the territory being transferred is shown on Attachment A of this Order, which by reference is incorporated herein.

<u>Rate Base</u>

Rate bases were previously established for PUI by Order No. PSC-01-1246-PAA-WS, issued June 4, 2001, in Docket No. 001382-WS, as \$414,766 for water and \$777,466 for wastewater as of September 30, 2001. An audit of the utility's books and records was

conducted to determine rate base as of April 30, 2003. The audit does not contain any recommended adjustments to the books and records.

In most transfer cases, rate base is determined as of the date of transfer. However, because the closing is not scheduled to occur until thirty days after the transfer is approved, rate base is being established as of April 30, 2003.

Based on the audit and our review, we find rate base for PUI to be \$413,713 for the water system and \$846,850 for the wastewater system as of April 30, 2003. The calculation of rate base for water and wastewater are shown on Schedules Nos. 1 and 2, respectively, of this Order, which by reference are incorporated herein. The rate base calculation is used solely to establish the net book value of the property being transferred and does not include the normal rate making adjustments of working capital calculations and used and useful adjustments.

Acquisition Adjustment

An acquisition adjustment results when the purchase price differs from rate base. In the instant docket, the transfer results in a positive acquisition adjustment of \$539,437.

Pursuant to Rule 25-30.0371(2) Florida Administrative Code, in the absence of extraordinary circumstances, an acquisition adjustment should not be included in rate base. The buyer has not requested the inclusion of an acquisition adjustment in the calculation of rate base. Further, there are no extraordinary circumstances regarding this purchase that would justify an acquisition adjustment to rate base. Therefore, an acquisition adjustment has not been included in the calculation of rate base.

Rates and Charges

PUI's current rates for service and service availability charges were approved by Order No. PSC-01-1246-PAA-WS, issued June 4, 2001, in Docket No. 001382-WS. The utility's approved rates and charges are set forth below.

<u>Water</u>

(Monthly Rates)

Residential and General Service

Base Facility charge: Meter Size:

5/8" x 3/4"	\$ 5.56
1"	\$ 13.90
1 1/2"	\$ 27.80
2 "	\$ 44.48
3 "	\$ 88.96
4 "	\$139.00
1	

Gallonage Charge Per 1,000 Gallons:

0 - 10,000 gallons	\$ 1.61
Over 10,000 gallons	\$ 2.01

<u>Wastewater</u> <u>Monthly Rates</u>

Residential and General Service

Base Facility Charge: Meter Size:	
5/8" x 3/4"	\$ 7.85
1"	\$ 19.62
1 1/2"	\$ 39.23
2"	\$ 62.77
3 "	\$125.54
4 "	\$196.15
<u>Gallonage Charge per 1,000 Gallons</u>	
Residential Service	
(Maximum 10,000 gallons)	\$ 1.96
General Service	\$ 2.35

Miscellaneous Service Charges

	Water	Wastewater
Initial Connection Fee Normal Reconnection Fee	\$ 15.00 \$ 15.00	\$ 15.00 \$ 15.00
Violation Reconnection Fee	\$ 15.00	Actual Cost
Premises Visit Fee (in Lieu of disconnection)	\$ 10.00	\$ 10.00

Service Availability Fees and Charges

	<u>Water</u>	<u>Wastewater</u>
Meter Installation Fee		
5/8" x 3/4"	\$ 75.00	
All other Meter sizes	Actual Cost	
Back-Flow Preventor		
Installation	Actual Cost	
Customer Connection (Tap-In)	Actual Cost	Actual Cost
Inspection Fee	Actual Cost	Actual Cost
Plan Review Charge		Actual Cost

Rule 25-9.044(1), Florida Administrative Code, requires the new owner of a utility to adopt and use the rates, classifications and regulations of the former operating company unless authorized to change by this Commission. UIP has not requested to change the rates and charges of the utility and we see no reason to change them at this time. UIP shall continue to charge the rates and charges approved in PUI's tariff until authorized to change by this Commission in a subsequent proceeding. The utility has filed a revised tariff reflecting the transfer to UIP. The tariff filing shall be effective for services rendered or connections made on or after the stamped approval date on the tariff sheets.

It should also be noted that Order No. PSC-01-1246-PAA-WS required the utility to file a rate restructuring case with this Commission no earlier than one year and no later than two years after the start up date of the conservation program that was also required. The utility has not obtained approval for its proposed water conservation program from the Commission or St. Johns River Water Management District. According to the buyer, it will continue to work to receive approval and is committed to expending

the funds which it committed to spend pursuant to the referenced Order.

Reclaimed Water Rate

Due to growing concerns over water conservation, reclaimed water is increasingly being viewed as an alternative source of water for irrigation of golf courses and, in some cases, residential communities. Along with the increased use of reclaimed water comes a recognition that there are costs associated with the provision of the reclaimed water. Consequently, it has become our practice to recognize reclaimed water service (also referred to as effluent service) as a class of service which should be included in the utility's tariff, even if the utility is not currently assessing a charge for it.

With regard to costs associated with the provision of reclaimed water service, there are cases where the "avoided costs" outweigh the actual cost of the service, and thus not charging for the effluent is justified. For example, disposing of effluent on non-utility property may delay or even eliminate the need for the utility to purchase additional land for spray fields or percolation ponds, thereby resulting in lower rates for the utility's existing wastewater customers.

In this case, PUI operates a 180,000 gpd AADF wastewater The utility's reclaimed water goes into four treatment plant. percolation ponds owned by the utility and a storm water pond owned by Pennbrooke Homeowners' Association. The percolation ponds are defined as rapid-rate infiltration basins (RIBS), and have a disposal capacity of .100 MGD. PUI is permitted to use the reclaimed water to irrigate the Pennbrooke Fairways Golf Course, landscape areas and other common areas within the Pennbrooke Fairways Community and roadway medians, where practical. Due to the limited amount of reclaimed water, not all areas listed are currently receiving the service. During periods when the reclaimed water is not needed for irrigation or does not meet reclaimed water standards, the water is discharged into the RIBS for disposal.

The utility believes, and we agree, that a zero charge for reuse should be approved in order to encourage customers to take the reclaimed water. The utility would have to purchase additional

land, if another method of disposal was needed. Should the utility wish to charge for reuse service at a later time, an application will need to be filed with the Commission to establish a charge for reuse service, pursuant to Section 367.091, Florida Statutes.

Therefore, we find that the utility's wastewater tariff reflecting the reclaimed water class of service at a zero rate for the Pennbrooke Fairways Golf Course, landscape areas and other common areas within the Pennbrooke Fairways Community and roadway medians is in the public interest and it is approved. The tariff shall be effective for service rendered or connections made on or after the stamped approval date on the tariff sheets. Further, the utility shall return to this Commission for a determination regarding rates for reclaimed water service prior to providing that service to any other customers.

It is, therefore,

ORDERED by the Florida Public Service Commission that the transfer of facilities and Certificates Nos. 466-W and 400-S from Pennbrooke Utilities, Inc., 146 Horizon Court, Lakeland, Florida 33813-1742, to Utilities, Inc. of Pennbrooke, 2335 Sanders Road, Northbrook, Illinois 60062, is hereby approved. The territory the utility is authorized to serve is shown on Attachment A of this Order. It is further

ORDERED that Utilities, Inc. of Pennbrooke shall file, with this Commission, proof of ownership or continued use of the land upon which its facilities are located within 60 days of the date of this Order. It is further

ORDERED that Pennebrooke Utilities, Inc. shall be responsible for remitting the 2003 regulatory assessment fees associated with revenues collected up to and including the date of the closing. It is further

ORDERED that Utilities, Inc. of Pennbrooke shall be responsible for filing the annual report for 2003 and all future annual reports. Utilities, Inc. of Pennbrooke shall also be responsible for payment of all regulatory assessment fees associated with revenues collected after the closing date. It is further

ORDERED that the rate bases, which for transfer purposes reflect the net book value, are \$413,713 for the water system and \$846,850 for the wastewater system as of April 30, 2003. It is further

ORDERED that, pursuant to Rule 25-30.0371(2), Florida Administrative Code, no acquisition adjustment is included in the calculation of rate base. It is further

ORDERED that Utilities, Inc. of Pennbrooke shall continue to charge the customers the rates and charges approved in Pennbrooke Utilities, Inc.'s tariff until authorized to change by this Commission in a subsequent proceeding. It is further

ORDERED that the reclaimed water class of service is hereby approved at a zero rate for the Pennbrooke Fairways Golf Course, landscape areas and other common area within the Pennbrooke Fairways Community and roadway medians. Utilities, Inc. of Pennbrooke shall return to this Commission for a determination regarding appropriate rates for reclaimed water service prior to providing that service to any other customers. It is further

ORDERED that the tariff reflecting the rates and charges approved herein shall be effective for service rendered or connections made on or after the stamped approval date on the tariff sheets. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective upon the issuance of a Consummating Order unless an appropriate petition, in the form provided by Rule 28-106.201, Florida Administrative Code, is received by the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings" attached hereto. It is further

ORDERED that in the event this Order becomes final, this docket shall be closed upon receipt and verification by the Commission Staff that the proof of ownership or continued use of the land upon which the utility's facilities are located meets the

requirements of this Order and Rule 25-30.037(2)(q), Florida Administrative Code.

By ORDER of the Florida Public Service Commission this <u>5th</u> Day of <u>September</u>, <u>2003</u>.

BLANCA S. BAYÓ.

Division of the Commission Clerk and Administrative Services

(SEAL)

ALC

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

As identified in the body of this order, our actions establishing rate base for purposes of the transfer, and establishing a reclaimed water class of service at a zero rate for the Pennbrooke Fairways Golf Course are preliminary in nature. Any person whose substantial interests are affected by the action

proposed by this order may file a petition for a formal proceeding, in the form provided by Rule 28-106.201, Florida Administrative Code. This petition must be received by the Director, Division of the Commission Clerk and Administrative Services, at 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on <u>September 26, 2003</u>. If such a petition is filed, mediation may be available on a case-by-case basis. If mediation is conducted, it does not affect a substantially interested person's right to a hearing. In the absence of such a petition, this order shall become effective and final upon the issuance of a Consummating Order.

Any objection or protest filed in this docket before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

Any party adversely affected by the Commission's final action in this matter may request: (1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of the Commission Clerk and Administrative Services within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or (2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water or wastewater utility by filing a notice of appeal with the Director, Division of the Commission Clerk and Administrative Services and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.

> Attachment A PAGE 1 OF 2

Utilities, Inc. of Pennbrooke Lake County Water and Wastewater Service Area

The South 1/2 of the North 1/2 of the Southwest 1/4 of Section 19, Township 19 South, Range 24 East, Lake County, Florida.

The South 1/2 of the Northwest 1/4 of the Southeast 1/4 of Section 19, Township 19 South, Range 24 East, Lake County, Florida, less the East 330 feet thereof.

The South 1/4 of Section 19, Township 19 South, Range 24 East, Lake County, Florida, less the North 430 feet of the East 1650 feet thereof.

The Southwest 1/4 of the Southwest 1/4 of Section 19, Township 19 South, Range 24 East, Lake County, Florida, subject to county road rights-of-way.

The North 1/2 of Section 19, Township 19 South, Range 24 East, Lake County, Florida, less the South 1/2 of the Southwest 1/4 of the Southwest 1/4 and less the West 660 feet of the South 453.26 feet of the Southeast 1/4 of the Northwest 1/4 of said Section 19 thereof. Also less: the East 330 feet of the Northeast 1/4 of the Northeast 1/4. Also less: the West 570 feet of the East 900 feet of the South 1/2 of the said Northeast 1/4 of the Northeast 1/4 of said Section 19 and less the Southeast 1/4 of the said Northeast 1/4 of Section 19.

That part of the West 7/8 of the South 1/2 of said Section 19, lying Northwesterly of the Northwesterly right-of-way line of the S.C.L. Railroad, less: From the point of intersection of the West line of Section 19, Township 19 South, Range 24 East, Lake County, Florida, with the Northerly line of the right-of-way of the Seaboard Airline Railroad, run Southeasterly along the Northerly line of said right-of-way, 2201 feet to the Point of Beginning of this tract herein described. From said Point of Beginning, run thence North 529.13 feet, thence North 80°15' East 157.08 feet,

ATTACHMENT A PAGE 2 OF 2

thence North 00°20'01" East 179.66 feet to the point on the North line of the South 1/2 of said Section 19, thence Westerly along said North line of said South 1/2 of Section 19 to the West line of said South 1/2 of said Section 19, thence Southerly along said West line to the Point of Beginning. Also less: that part of the North 1/2 of the Southeast 1/4 of Section 19, Township 19 South, Range 24 East, Lake County, Florida, bounded and described as follows: begin 169 feet North of the Southeast corner of the West 1/2 of the Northeast 1/4 of the Southeast 1/4, run North 80°38'52" West 200 feet, thence South 14°33'03" West 203 feet the North right-of-way line of the Seaboard Airline Railroad, thence Southeasterly along said North right-of-way line to the Point of Beginning and Point of Terminus.

From the point of intersection of the West line of Section 19, Township 19 South, Range 24 East, in Lake County, Florida, with the Northerly line of the right-of-way of the Seaboard Airline Railroad, run thence Southeasterly along the Northerly line of said right-of-way 2201 feet to the Point of Beginning of the tract herein described. From said Point of Beginning run thence South to the Northerly line of the right-of-way of State Road No. 44, thence Southeasterly along the Northerly line of the right-of-way of State Road No. 44, to the East line of the Southwest 1/4 of said Section 19, thence North along the East line of the right-of-way of said railroad, thence Northwesterly along the Northerly line of the right-of-way of said railroad to the Point of Beginning. Less the right-of-way of the Seaboard Airline Railroad (containing 0.40 acres).

SCHEDULE 1

PENNBROOKE UTILITIES, INC. SCHEDULE OF WATER RATE BASE AS OF APRIL 30, 2003

DESCRIPTION	BALANCE <u>PER UTILITY</u>	COMMISSION ADJUSTMENTS	BALANCE PER COMMISSION
Utility Plant in Service	\$1,629,187	0	\$1,629,187
Land	21,115	0	21,115
Contributions in Aid of Construction (CIAC)	(842,934)	0	(842,934)
Accumulated Depreciation	(599,268)	0	(599,268)
Amortization of CIAC	205,612	0	205,612
WATER RATE BASE	<u>\$ 413,713</u>	<u>\$0</u>	<u>\$ 413,713</u>

SCHEDULE 2

PENNBROOKE UTILITIES, INC. SCHEDULE OF WASTEWATER RATE BASE AS OF APRIL 30, 2003

DESCRIPTION	BALANCE <u>PER_UTILITY</u>	COMMISSION ADJUSTMENTS	BALANCE PER COMMISSION
Utility Plant in Service	\$2,239,024	0	\$2,239,024
Land	57,035	0	57,035
Contributions in Advance of Construction (CIAC)	(1,195,631)	0	(1,195,631)
Accumulated Depreciation	(561,267)	0	(561,267)
Amortization of CIAC	307,689	0	307,689
WASTEWATER RATE BASE	<u>\$ 846,850</u>	<u>\$</u> 0	<u>\$ 846,850</u>