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May 30, 2008

Ms. Ann Cole, Director
Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Betty Easley Conference Center, Room 110
Tallahassee, FL 32399-0850

HAND DELIVERY

RECEIVED-FPSC
08 MAY 30 PM 3:46
COMMISSION
CLERK

Re: Docket No. 080121-WS

Dear Ms. Cole:

Enclosed for filing on behalf of Aqua Utilities Florida, Inc. ("AUF") are the original and fifteen copies of Aqua's Notice of Substitution of Co-Counsel.

Please acknowledge receipt of these documents by stamping the extra copy of this letter "filed" and returning the copy to me.

Thank you for your assistance with this filing.

Sincerely,


Kenneth A. Hoffman

- CMP _____
- COM _____
- CTB _____
- ECR _____
- ENL _____
- OPC _____
- PCA _____
- SCR _____
- TGA _____
- SEC _____
- OTH _____

KAH/rl

Enclosures

- cc: Charles Beck, Esq. with enclosure
- Stephen C. Reilly, Esq., with enclosure
- Ralph Jaeger, Esq., with enclosure
- Katherine Fleming, Esq., with enclosure
- Caroline Klancke, Esq., with enclosure
- Ms. Kelly Sullivan, with enclosure

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updated
5/30/08
R.V.N.

DOCUMENT NUMBER-DATE

04638 MAY 30 08

FPSC-COMMISSION CLERK

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for increase in water)
and wastewater rates in Alachua, Brevard,)
DeSota, Highlands, Lake, Lee, Marion, Orange,)
Palm Beach, Pasco, Polk, Putnam, Seminole,) Docket No. 080121-WS
Sumter, Volusia, and Washington Counties) Filed: May 30, 2008
by Aqua Utilities Florida, Inc.)

**AQUA UTILITIES FLORIDA, INC.'S
NOTICE OF SUBSTITUTION OF CO-COUNSEL
FOR AQUA UTILITIES FLORIDA, INC.**

Kenneth A. Hoffman and Marsha E. Rule of the law firm of Rutledge, Ecenia, Purnell & Hoffman, P.A., and D. Bruce May and Gigi Rollini of the law firm of Holland & Knight, LLP, hereby file this Notice advising the Commission and parties that Mr. May hereby enters his appearance as new co-counsel for Aqua Utilities Florida, Inc. ("AUF") and that Mr. Hoffman and Ms. Rule hereby withdraw as co-counsel for AUF. In the future, all pleadings, discovery, communications, e-mails, staff recommendations, orders and other documents filed or served in this proceeding should be served on the following on behalf of AUF:

Kimberly A. Joyce, Esquire
Aqua America, Inc.
762 West Lancaster Avenue
Bryn Mawr, PA 19010
(610) 645-1077 (Telephone)
(610) 519-0989 (Facsimile)
kajoyce@aquaamerica.com

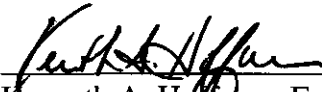
D. Bruce May, Esq.
Florida Bar No. 354473
Gigi Rollini, Esq.
Florida Bar No. 684491
Holland & Knight, LLP
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Bruce.may@hklaw.com

DOCUMENT NUMBER-DATE

04638 MAY 30 08

FPSC-COMMISSION CLERK

Respectfully submitted this 30th day of May, 2008.



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-and-

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Attorneys for Aqua Utilities Florida, Inc.

CERTIFICATE OF SERVICE

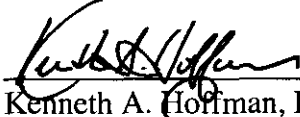
I hereby certify that a copy of the foregoing Notice of Substitution of Co-Counsel was furnished by United States Mail to the following this 30th day of May, 2008:

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Kenneth A. Hoffman, Esq.