

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for acknowledgment of corporate reorganization of MHC Systems, Inc. d/b/a FFEC-Six, holder of Certificate Nos. 353-W and 309-S in Lee County, into a wholly owned subsidiary of LP Management Corp., a Delaware corporation.

DOCKET NO. 000142-WS
ORDER NO. PSC-00-0602-FOF-WS
ISSUED: March 28, 2000

ORDER ACKNOWLEDGING CORPORATE REORGANIZATION AND CLOSING DOCKET

BY THE COMMISSION:

MHC Systems, Inc. d/b/a FFEC-Six (MHC or utility) is a Class B water and wastewater utility serving Lake Fairways and Pine Lakes manufactured home subdivisions in Lee County. Certificates Nos. 353-W and 309-S were transferred to MHC by Order No. PSC-95-1271-FOF-WS, issued October 17, 1995, in Docket No. 950193-WS. According to the utility's 1998 annual report, it serves approximately 1,825 residential and 14 to 22 industrial customers with operating revenues of \$848,177 and a net income of \$192,219. On January 27, 2000, MHC filed a Petition for Acknowledgment of Corporate Reorganization (Petition).

Prior to the corporate reorganization, MHC was a wholly owned subsidiary of MHC Management Limited Partnership (MHC Management). MHC Management was in turn 99% owned by LP Management Corp. (LP Management) and 1% owned by MHC Operating Limited Partnership (MHC Operating). LP Management was, and still remains, 95% owned by MHC Operating and 5% owned by Equity Group Investments, Inc. According to its Petition, the reorganization was effective as of the close of business on December 31, 1999.

In the reorganization on December 31, 1999, all stock in the utility was distributed from MHC Management to the LP Management, making the utility a wholly-owned subsidiary of LP Management. Since both before and after the reorganization, the utility is effectively 95% owned by MHC Operating and 5% owned by Equity Group Investments, Inc., there is no substantive change in ownership or majority organizational control and the assets remain, as before, with the utility. The principal officers and the office and

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operations personnel of the utility remain unchanged. Therefore, all that has occurred in this reorganization is that the former direct parent MHC Management has been eliminated.

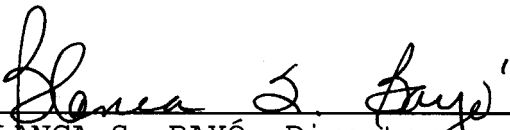
Because no further action is necessary, this docket shall be closed.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the corporate reorganization of MHC Systems, Inc. d/b/a FFEC-Six is hereby acknowledged. It is further

ORDERED that this docket is hereby closed.

By ORDER of the Florida Public Service Commission this 28th day of March, 2000.



BLANCA S. BAYÓ, Director
Division of Records and Reporting

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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.

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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 Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, 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 and/or wastewater utility by filing a notice of appeal with the Director, Division of Records and reporting 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.