

910118-WL

APPLICATION FOR SALE, ASSIGNMENT OR TRANSFER OF
CERTIFICATE OR FACILITIES
PURSUANT TO SECTION 367.071, FLORIDA STATUTES

\$ 150

TO: Director, Division of Records and Reporting
Florida Public Service Commission
101 East Gaines Street
Tallahassee, Florida 32399-0850

DEPOSIT TRES. REC. DATE
0120 FEB 06 1991

The undersigned hereby makes application for the sale, assignment or transfer of (all) or ~~(part)~~ of Water Certificate No. 395-W and ~~for Senior Certificate~~ No. _____ or facilities in MARION County, Florida, and submits the following information:

PART I APPLICANT INFORMATION

A) The full name (as it appears on the certificate), address and telephone number of the seller:

Aqua Pure Water Company (904) 625-2822
Name of utility Phone No.

10865 E. Hwy 40
Office street address

Silver Springs FL 32688
City State Zip Code

P.O. Box 1194
Mailing address if different from above

B) The full name (as it will appear on the certificate), address and telephone number of the buyer:

A.P. Utilities Inc. (904) 867-8334
Name of utility Phone No.

1705 S.E. Fort King Street
Office street address

Ocala, FL 32671
City State Zip Code

Mailing address if different from above

C) The name, address and telephone number of the person to contact concerning this application:

PHILIP WOODS (904) 867-8334
Name Phone No.

1705 SE FORT KING STREET
Street address

Ocala FL 32671
City State Zip Code

D) The name, address and emergency telephone number of the utility contact person under the new ownership:

PHILIP WOODS 904-368-2338 (HOME)
Name Phone No. (904) 867-8334 (24 HR. SERVICE)

3225 SE 21TH AVE
Street address

Ocala FL 32671
City State Zip Code

E) Indicate the organizational character of the buyer: (circle one)

Corporation Partnership Sole Proprietorship

Other _____
(specify)

F) If the buyer is other than a sole proprietorship (i.e., a corporation, partnership, etc.), list the date and state of incorporation or organization.

MAY 3, 1988, FLORIDA CHARTER #M79675

G) If the buyer is a corporation, provide the certificate number issued by the Florida Secretary of State's office M 79675

H) If the buyer is a corporation, list the names, titles, and addresses of corporate officers and directors. (Use additional sheet if necessary).

PHILIP D. WOODS President-TRES.

1705 SE FORT KING ST Ocala, FL 32671

JOAN H. WOODS Sec.

1705 SE FORT KING ST Ocala, FL.

I) If the buyer is not a corporation, list the names, titles, and addresses of all persons owning an interest in the organization. (Use additional sheet if necessary.)

J) Is the buyer operating under a fictitious name?

Yes No X

1) If yes, what is the name(s)?

~~A.P. WOODS, INC.~~

2) Have the requirements of the fictitious name statute, Section 865.09, Florida Statutes, been met? Yes

If yes, name of County: ~~Macron~~ Date: _____

PART II NOTICE OF ACTUAL APPLICATION

A) Exhibit A - An affidavit that the notice of actual application was given in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, by certified mail or personal delivery to the governing body of the county in which the system is located, the governing body of any municipality within a four (4) mile radius of the territory, any water or wastewater utility within a four (4) mile radius of the territory, regional planning agency, the Public Counsel and the Public Service Commission. Copies of the Notice and a list of entities noticed shall accompany the affidavit. THIS MAY BE A LATE-FILED EXHIBIT.

B) Exhibit B - An affidavit that the notice of actual application was given in accordance with Rule 25-30.030, Florida Administrative Code, by regular mail or personal delivery to each customer of the system being transferred. A copy of the Notice shall accompany the affidavit. THIS MAY BE A LATE-FILED EXHIBIT.

C) Exhibit C - Immediately upon completion of publication, an affidavit that the notice of actual application was published once each week for three (3) consecutive weeks in a newspaper of general circulation in the territory in accordance with Rule 25-30.030, Florida Administrative Code. Copies of the advertisements shall accompany the affidavit. THIS WILL BE A LATE-FILED EXHIBIT.

PART III FILING FEE

A) Indicate the filing fee enclosed with the application:
\$ 150 (one fee for water ~~and one for~~
~~wastewater~~)

Note: Pursuant to Rule 25-30.020, Florida Administrative Code, the amount of the filing fee is determined by the capacity of the system proposed to be transferred. To determine the fee, equate the design capacity of the system and/or plant to persons. One equivalent residential connection equates to 3.5 persons. One hundred gallons per day, per person (100 gpd/p) is accepted design criteria in representing water consumer per day per person and/or representing wastewater flow per day per person. If the design capacity of the system or plant is known in gallons then divide this figure by 100 to find the number of persons that can be served.

- | | |
|---------------------------|-------------|
| 1) 1 to 999 persons | \$ 150.00 |
| 2) 1,000 to 4,999 persons | \$ 900.00 |
| 3) 5,000 to 9,999 persons | \$ 1,500.00 |
| 4) 10,000 or more persons | \$ 2,250.00 |

PART IV FINANCIAL INFORMATION

A) The full name, address and telephone number of the person who has possession of the books and records of the seller:

PHILIP WOODS (904) 867-8334
Name Phone No.
1705 SE FORT KING STREET
Office street address
Ocala FL 32671
City State Zip Code

- B) Exhibit N/A - If the books and records of the seller are not available for inspection by the Commission, a statement by the buyer that a good faith, extensive effort has been made to obtain such books and records for inspection.
- C) Exhibit D - A copy of the proposed contract for sale, which shall include:
- 1) Purchase price and terms of payment; and
 - 2) A list of the assets purchased and liabilities assumed or not assumed.

The contract for sale shall also provide for the disposition, where applicable, of the following:

- 1) Customer deposits and interest thereon;
 - 2) Any guaranteed revenue contracts;
 - 3) Developer agreements;
 - 4) Customer advances;
 - 5) Debt of the utility; and
 - 6) Leases.
- D) Exhibit E - A statement regarding the disposition of any outstanding regulatory assessment fees, fines or refunds owed.
- E) Exhibit N/A - If the sales transaction has been consummated, provide a statement setting forth the reasons for closing prior to Commission approval.
- F) Exhibit F - A statement of how the buyer is financing the purchase.
- G) Exhibit F - A list of all entities which have provided or will provide funding to the buyer and copies of any financial agreements.
- H) Exhibit N/A - The proposed net book value of the system as of the date of the proposed transfer. If rate base (or net book value) has been established previously by this Commission, indicate the Order No. and date issued. 11782 - 4/4/83 Identify all adjustments made to update this rate base (or net book value) to the date of the proposed transfer.
- I) Exhibit N/A - A statement setting forth the reasons for the inclusion of an acquisition adjustment, if one is requested. (An acquisition adjustment results when the purchase price of the utility differs from the original cost calculation.)

PART V OTHER

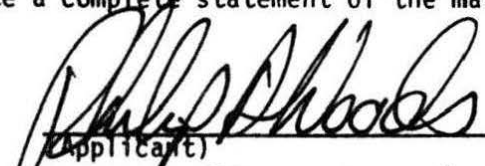
- A) Exhibit G - A statement by the applicant indicating how the transfer ~~is~~ in the public interest, including a summary of the buyer's experience in water and/~~or wastewater~~ utility operations, a showing of the buyer's financial ability to provide service and a statement that the transferee will fulfill the commitments, obligations and representations of the transferor.
- B) List the names and locations of other water and/~~or wastewater~~ utilities owned by the transferee and PSC certificate numbers, if any.

N/A

- C) Exhibit H - Evidence in the form a warranty deed that the utility owns the land where the utility treatment facilities are located, or, where the utility does not own the land, a copy of the agreement which provides for the long term, continuous use of the land.
- D) Exhibit I - The original and two copies of proposed tariff sheets reflecting the new name of the utility, the existing rates and charges and territorial description of the water and/or ~~wastewater~~ systems.

PART VI AFFIDAVIT

I PHILIP D. WOODS (applicant) 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.



(Applicant)

BY: PHILIP D. WOODS PRESIDENT
Name and title*

Subscribed and sworn to before me this _____ 5 of
February 19 91.




Notary Public
Notary Public, State of Florida at Large
My Commission Expires Dec. 12, 1992

*If the applicant is a corporation, the affidavit must be made by the president or other officer authorized by the by-laws of the corporation to act for it. If the applicant is a partnership or association, a member of the organization authorized to make such affidavit shall execute same.

TO WHOM IT MAY CONCERNED:

Re: A.P. UTILITIES, INC.

I HEREBY CERTIFY THAT I HAVE GIVEN NOTICE TO THE UTILITIES AND GOVERNING BODIES ACCORDING TO SAID RULE THAT THIS SYSTEM IS BEING TRANSFER IN ACCORDANCE WITH SECTION 367.045(1)(a) FLORIDA STATUTES AND RULE 25-30.030 FLORIDA ADMINISTRATIVE CODE BY CERTIFIED MAIL.



PHILIP WOODS
A.P. UTILITIES, INC.

EXHIBIT A

LEGAL NOTICE

Notice is hereby given pursuant to Section 367.701, Florida Statutes, of the application for transfer of Certificate(s) No(s). 395W Aqua Pure Water Company a Sole Proprietorship, from Mike D. Blake to Philip D. Woods. Providing service to the following described territory in Marion County, Florida.

THE SUBDIVISIONS OF INDIAN TRAILS, EVERGREEN, PEPPERTREE VILLAGE AND THE UNPLATTED AREAS BETWEEN SAID SUBDIVISIONS AS FURTHER DESCRIBED AS BEING THE NORTH 3/4 OF THE EAST 1/4 OF SECTION 24, TOWNSHIP 15S, RANGE 21 EAST, AND THE SE 1/4 OF SECTION 18, TOWNSHIP 15S, RANGE 21 EAST.

Any objection to the said application must be made in writing within thirty (30) days from this date to the Division Director, Division of Records and Reporting, Florida Public Service Commission, 101 east Gaines Street, Tallahassee, Florida 32399-0870. A copy of said objection should be mailed to the applicant whose address is :

A.P. Utilities
P.O. Box 280
Silver Springs, Florida
32688

EXHIBIT A

TO WHOM IT MAY CONCERNED:

Re: AQUA PURE WATER COMPANY

I HEREBY CERTIFY THAT I HAVE GIVEN NOTICE TO THE CUSTOMERS OF THIS SYSTEM BEING TRANSFER IN ACCORDANCE WITH RULE 25-30.030 FLORIDA ADMINISTRATIVE CODE BY REGULAR MAIL.



PHILIP WOODS
A.P. UTILITIES, INC.

EXHIBIT B

NOTICE

A change in Majority Organization Control of A.P. Utilities, Inc. has been applied for to the Public Service Commission. Michael D. Blake is selling his portion of the stock in said Corporation to Philip D. Woods. Pursuant to Chapter 367.071, Florida Statutes all customers have the rights to file any objection with the Public Service Commission. Any objection must be made in writing within thirty days from this date to the Division Director, Division of Records and Reporting, Florida Public Service Commission, 101 East Gaines Street, Tallahassee, Florida 32399-0870. A copy of said objection should be mailed to the applicant whose address is:

A. P. Utilities, Inc.
P.O. Drawer 280
Silver Springs, Florida 32688

The new office for the utilities is at:

1705 S.E. Fort King Street
Ocala, Florida

Hours
Monday - Friday
10 AM - 4 PM
Office and Emergency Phone Number
(904) 867-8334

EXHIBIT B

CONDITIONAL BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS that A.P. UTILITIES, INC., a Florida corporation, hereinafter referred to as "Seller", for and in consideration of the sum of TEN DOLLARS (\$10.00) and other valuable considerations, paid by PHILIP D. WOODS, hereinafter referred to as "Buyer", the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold, transferred and delivered and by these presents do hereby grant, bargain, sell, transfer and deliver to the Buyer the following goods and chattels, to-wit:

As described in Exhibit "A" attached hereto

TO HAVE AND TO HOLD the same unto the Buyer forever; however

THIS BILL OF SALE IS CONDITIONED UPON THE PAYMENT by the Buyer of the following:

1. Assumption of that certain Promissory Note and Mortgage in favor of North Center Florida Utilities, Inc. dated May 6, 1988, and recorded in Official Records Book 1500, Pages 981 through 983 of the public records of Marion County, Florida, which had an original principal balance of \$267,000.00, and is payable in monthly installments of \$2,576.61, and which has a present outstanding principal balance of \$255,072.15.
2. Assumption of that certain Promissory Note and Mortgage from A.P. UTILITIES, INC. to RICHARD L. STAFFORD, as Trustee for MACO DEVELOPMENTS, INC., Defined Benefit Pension Plan, and dated May 6, 1988, and recorded in Official Records Book 1500, Pages 986 through 988 of the public records of Marion County, Florida, which had an original principal balance of \$133,000.00, and is payable in monthly installments of \$1,283.48, which has a present outstanding principal balance of \$127,058.89.
3. Pay off of that certain Promissory Note and Mortgage in favor of BARNETT BANK OF MARION COUNTY, N.A., and dated December 11, 1985, and recorded in Official Records Book 1319, Pages 2013 and assumed by MICHAEL D. BLAKE, individually, pursuant to that certain Assumption Agreement recorded in Official Records Book 1500, Page 1789 of the public records of Marion County, Florida, which has an outstanding principal balance of \$54,019.37.
4. Reimbursement to the Seller of miscellaneous service adjustments and customer deposits in the amount of \$8,537.00.
5. Execution and delivery of a Promissory Note from the Buyer in favor of MICHAEL D. BLAKE, individually, to the Seller in the amount of \$22,000.00, which shall accrue interest at the rate of 12% per annum and be payable in regular monthly installments of \$315.64, which includes interest at the rate aforesaid, with the first payment to be due and payable on the 1st day of January, 1991, with a like payment to be made on the same day of each and every month thereafter until paid in full. This Promissory Note shall be secured by a Security Agreement and Mortgage encumbering the common stock to be conveyed hereby and all assets of A.P. UTILITIES, INC. and the same shall provide that the Buyer shall not transfer, further encumber, sell, lease, exchange the common stock or any assets of A.P. UTILITIES, INC. without the prior express written approval of the Seller. Violation of this provision shall enable the Seller to accelerate the balance due under the Promissory Note and Security Agreement and Mortgage and to commence all legal and equitable remedies to collect the debt.
6. Execution and delivery of a Promissory Note from the Buyer to the Seller in the amount of \$17,125.00, which shall accrue interest at the rate of 11% per annum and be payable in monthly installments of \$302.99, including interest at the rate aforesaid,

EXHIBIT D

with the first payment to be due and payable on the 1 day of DECEMBER, 1990, with a like payment to be due on the same day of each and every month thereafter until paid in full. B. Pay off of that certain Mortgage in favor of BARNETT BANK OF MARION COUNTY, N.A. as recorded in Official Records Book _____, Page _____ of the public records of Marion County, Florida, which has a present principal balance of \$101,049.65.

7. Assumption of that certain Promissory Note and Mortgage in favor of BETTY T. NEILING dated December 9, 1987, and recorded in Official Records Book 1473, Page 500 of the public records of Marion County, Florida, which has an original principal balance of \$30,000.00, which has a present outstanding principal balance of \$28,607.00, and which will commence to be amortized on December 29, 1990, at the rate of \$300.00 per month.

8. Assumption or pay off of that certain loan in favor of KENNETH L. WIECHENS, as Trustee, with regard to the SOUTH OCALA INDUSTRIAL COMPLEX located in Ocala, Marion County, Florida, which has a present outstanding principal balance of \$2,250.00.

9. Assumption or pay off of that certain Promissory Note in favor of J & B WATER CO. OF OCALA, INC. in the amount of \$2,750.00.

10. Assumption or pay off of that certain loan in favor of BELLEVIEW UNDERGROUND in the amount of \$625.00.

11. Reimbursement to the Seller or adjustment of customer deposits in the amount of \$1,940.00.

The Seller covenants to and with the Buyer that it is the lawful owner of the goods and chattels above described, and that it has good right and authority to sell the same as aforesaid.

The Buyer acknowledges that all personal property, inventory and equipment are acquired as "as is" and there are no warranties, guarantees or representations made to, or relied upon, by the Buyer with regard thereto.

IN WITNESS WHEREOF, the Seller has executed this Conditional Bill of Sale on this the 30th day of November, 1990.

Signed, sealed and delivered
in our presence as witnesses:

Emma Lou Jeddler
Emma Lou Jeddler
(As to Seller)

A.P. UTILITIES, INC.
a Florida corporation

By Michael D. Blake (SEAL)
MICHAEL D. BLAKE, President

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared MICHAEL D. BLAKE, President of A.P. UTILITIES, INC., a Florida corporation, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this the 30th day of November, 1990.

Emma Lou Jeddler
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Jan. 22, 1991.
REVISED THRU NOTARY PUBLIC UNDERWRITERS.

AQUA PURE WATER COMPANY

RE: REGULATORY ASSESSMENT FEE

MICHAEL BLAKE PAYED TO PHILIP WOODS THE REGULATORY ASSESSMENT FEES FOR THE AFOREMENTIONED SYSTEM FOR THE MONTHS OF JANUARY 1990 THROUGH OCTOBER 1990.

MICHAEL BLAKE WILL BE RESPONSIBLE FOR ANY FINES AND RECEIVED ANY REFUNDS FROM ACTIONS PRIOR TO NOVEMBER 1, 1990 AS STATED IN THE SALES AGREEMENT.

EXHIBIT E

AQUA PURE WATER COMPANY

RE: FINANCING

THE FINANCING OF THIS PORTION OF THE PROJECT SHALL BE ACOMPLISHED BY PAYING OFF OF THE EXISTING NOTE AT BARNETT BANK AND ASSUME THE OTHER NOTE TO BETTY NEILING.

THE PAY OFF OF THE THE EXISTING BARNETT NOTE WILL ACOMPLISHED THROUGH A NEW NOTE WITH FIRST FLORIDA SECURED WITH CD'S.

EXHIBIT F

AQUA PURE WATER COMPANY

RE: STATEMENT OF PUBLIC INTEREST

I PHILIP WOODS P.E. HEREBY BELIEVE THAT WITH MY 20 YEARS OF EXPERIENCE OF DEVELOPING COUNTY WIDE WATER SYSTEMS IN ALABAMA AND SMALL SYSTEMS IN FLORIDA AND SEVERAL FOREIGN COUNTRIES WILL ENABLE ME TO DEVELOPE THESE AND OTHER SYSTEMS INTO A MASTER SYSTEM.

SECOND THE LAST OWNER IS READY TO RETIRE AND GET OUT OF THE BUSINESS.

EXHIBIT 4.

Parcel # _____
Grantee's Social Security
Number _____

This Instrument Prepared By:

EUGENE A. WIECHENS
Attorney at Law
Post Office Box 2045
Ocala, Florida 32678

WARRANTY DEED

THIS INDENTURE, made this the 30th day of November, 1990, between MICHAEL D. BLAKE, Grantor, and PHILIP D. WOODS, whose post office address is 1705 SE FORT KING STREET Ocala Fl. 32671, Ocala, Florida, 32671, Grantee.

W I T N E S S E T H :

That said Grantor, for and in consideration of the sum of TEN DOLLARS (\$10.00) 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 Marion County, Florida, to-wit:

Lot 3, Block C, PEPPERTREE VILLAGE, as per plat thereof recorded in Plat Book V, Pages 66 and 67, public records of Marion County, Florida.

North 65 feet of Tract A, EVERGREEN SUBDIVISION, according to plat thereof recorded in Plat Book "S", Page 94, of the public records of Marion County, Florida.

SUBJECT to Mortgage in favor of Barnett Bank of Marion County, N.A., as recorded in Official Records Book 1473, Page 477 of the public records of Marion County, Florida, which the Grantee specifically assumes and agrees to pay and hold the Grantor harmless from any further liability thereon.

SUBJECT to Mortgage in favor of Betty T. Nealing, as recorded in Official Records Book 1473, Page 500 of the public records of Marion County, Florida, which the Grantee specifically assumes and agrees to pay and hold the Grantor harmless from any further liability thereon.

SUBJECT to Covenant with Board of County Commissioners as recorded in Official Records Book 915, Page 567 of the public records of Marion County, Florida.

SUBJECT to Covenants with County as shown in Official Records Book 1130, Page 402, Easement to City of Ocala as recorded in Deed Book 316, Page 160, Easement in Official Records Book 1187, Page 412, and Easements, limitations and restrictions as shown on plat.

SUBJECT to ad Valorem taxes for the year 1990 and subsequent years.

EXHIBIT H

Grantor warrants that the above described property does not constitute the homestead of the Grantor nor is it contiguous to lands maintained by the Grantor as his homestead and the Grantor maintains his homestead at 3742 Northeast 70th Avenue, Silver Springs, Florida 32688.

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

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 as witnesses:

Eugene A. Wischer

Michael D. Blake (SEAL)
MICHAEL D. BLAKE

Emma Lou Delder
(As Witnesses)

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared MICHAEL D. BLAKE, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this the 30th day of November, 1990.

Emma Lou Delder
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Jan. 22, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

APPLICATION FOR SALE, ASSIGNMENT OR TRANSFER OF
CERTIFICATE OR FACILITIES
PURSUANT TO SECTION 367.071, FLORIDA STATUTES

\$ 150

TO: Director, Division of Records and Reporting
Florida Public Service Commission
101 East Gaines Street
Tallahassee, Florida 32399-0850

DEPOSIT TREAS. REC. DATE
C 120 FEB 0 1991

The undersigned hereby makes application for the sale, assignment or transfer of (all) or ~~part~~ of Water Certificate No. 395-W and/or ~~Senior Certificate~~ No. _____ or facilities in MARION County, Florida, and submits the following information:

PART I APPLICANT INFORMATION

A) The full name (as it appears on the certificate), address and telephone number of the seller:

AQUA PURE WATER COMPANY (904) 625-2822
Name of utility Phone No.

10865 E. Hwy 40
Office street address

SILVER SPRINGS FL 32608
City State Zip Code

P.O. Box 1194
Mailing address if different from above

B) The full name (as it will appear on the certificate), address and telephone number of the buyer:

A.P. UTILITIES INC. (904) 867-8334
Name of utility Phone No.

1705 S.E. FORT KING STREET
Office street address

A. P. UTILITIES, INC.
1705 S.E. FORT KING ST.
OCALA, FL 32671

1131

63-751/831

TO THE ORDER OF FLORIDA PUBLIC SERVICE COMMISSION

Feb 6 19 91

one hundred fifty and 00/100 \$ 150 00 DOLLARS

FIRST UNION
First Union National Bank
of Florida
Ocala, Florida 32670
Service. We Guarantee It.™

FOR Aqua Pure Water TRANSFER TO A.P.

[Signature]
1281 FEB 6 1991