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August 25, 1999

ROBERT M. C. ROSE
OF COUNSEL

Ms. Blanca Bayo, Director
Florida Public Service Commission
Records and Reporting Division
2540 Shumard Oaks Boulevard
Tallahassee, Florida 32399-0850

Re: Buttonwood Bay Water & Sewer Company
Docket No. 990915-WS
Our File No. 34061.02

Dear Ms. Bayo:

This letter is in response to John Williams' August 4, 1999 correspondence requesting additional information regarding the above-referenced matter. The responses to the items raised by Mr. Williams are as follows:

1. Names and addresses of Buyer's Partners. Sun Life Associates, LP, which is the limited partner in Sun Life Trailer Resort, LP, is not registered with the Florida Department of State since it is not required to do so, merely by virtue of its partnership interest in a Florida limited partnership. However, I have enclosed an organizational chart of the various entities which, as you can see, all result in Marc Caneva being the ultimate owner of all of the inter-related entities.
2. Transfer in Public Interest, Buyer's Experience and Financial Ability. The previous owner of this utility was also the owner of the mobile home community which comprised the customers of the utility. When the prior owner agreed to sell the mobile home community to Sun Life Trailer Resort, LP, it would not retain ownership of

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FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

10147 AUG 25 99

FPSC-RECORDS/REPORTING

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August 25, 1999
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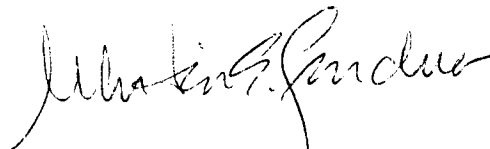
the utility, and thus, required the purchase of the utility as a condition to purchasing the mobile home community. Although the purchaser has no prior experience in water and wastewater utility operations, it has retained the existing operations personnel and has retained the law firm of Rose, Sundstrom & Bentley, LLP, to assist it in regulatory matters. Due to the significant investment of a related party in the mobile home community served by the Utility, it will be in the related party's best interest to assure that the utility system is operated and maintained in accordance with all regulatory requirements in order to protect that investment. With regard to the financial ability to provide utility service, I have enclosed the relevant portions of the Buyer's 1998 Income Tax Returns. As you can see, the partner's capital account is in excess of \$5 million.

3. Notices of Actual Application. On August 4, 1999, we filed the Affidavit of Mailing of the Notice to the Utility customers. We expect to receive the Affidavit of newspaper publication within the next week and will promptly file it.
4. Computer Disk. Enclosed is a computer disk including the new water and wastewater tariffs for Buttonwood Bay Water & Sewer Company, LLC. The legal descriptions of the territory are included on Sheets 3.1 and 3.2 of the respective tariffs.

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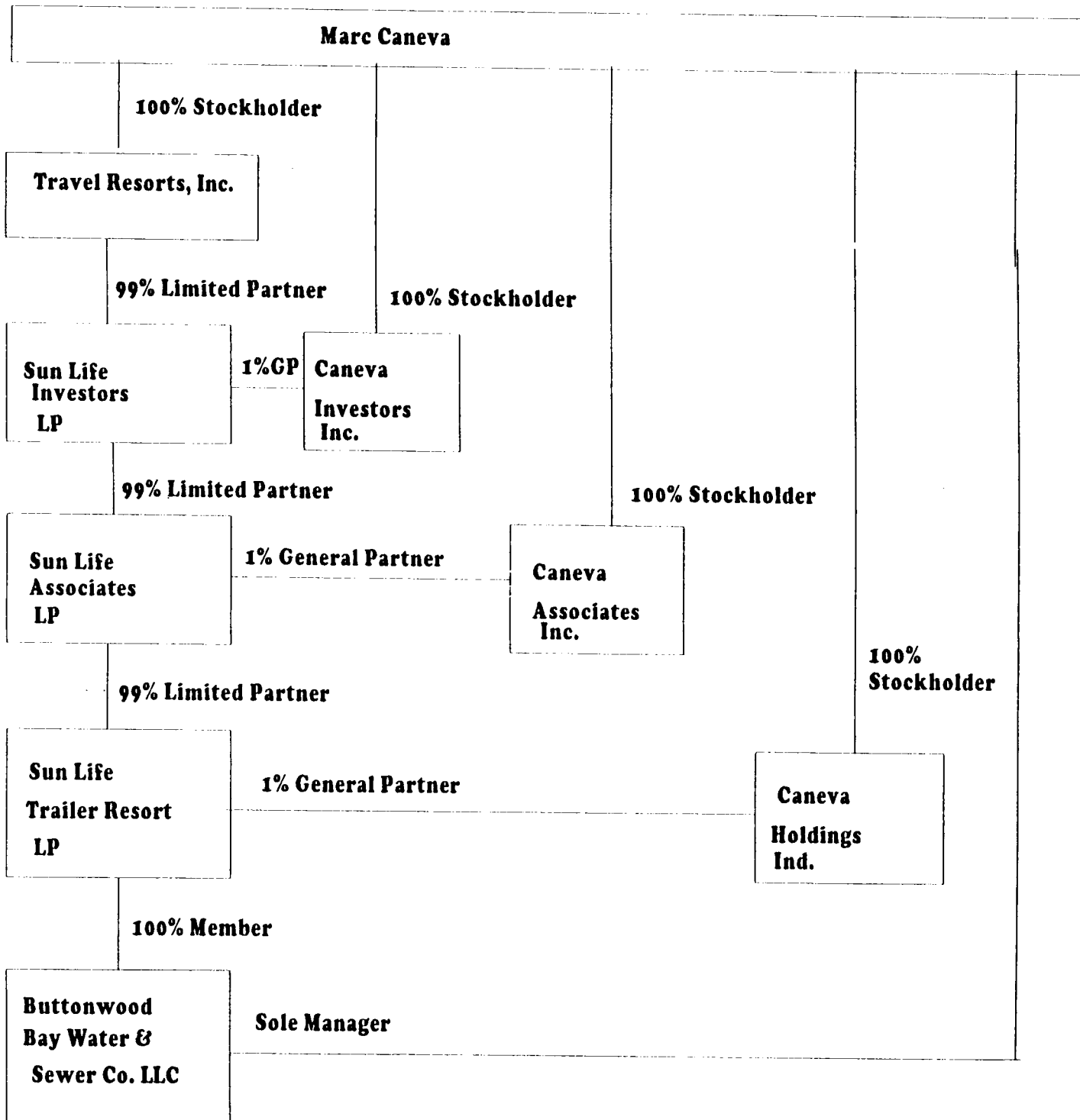
Should you have any additional questions regarding this Application, please do not hesitate to give me a call.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Martin S. Friedman".

MARTIN S. FRIEDMAN
For the Firm

MSF/brm
Enclosure
cc: Peter Ambelang, Esquire
Ms. Stephanie Clapp



Form **8825**

Rental Real Estate Income and Expenses of a Partnership or an S Corporation

OMB No. 1545-1186

1998

Department of the Treasury
Internal Revenue Service

▶ See instructions on page 2.
▶ Attach to Form 1065 or Form 1120S.

Name **MOBILE RESORTS LP D/B/A
SUN LIFE TRAILER RESORTS L.P.**

Employer identification number
86-0899812

1 Show the kind and location of each property. See page 2 for additional properties.

- A _____
- B _____
- C _____
- D _____

		Properties			
		A	B	C	D
Rental Real Estate Income					
2 Gross rents	2	2,130,035.			
Rental Real Estate Expenses					
3 Advertising	3	1,896.			
4 Auto and travel	4	9,030.			
5 Cleaning and maintenance	5				
6 Commissions	6				
7 Insurance	7	15,224.			
8 Legal and other professional fees	8	43,900.			
9 Interest	9	1,077,653.			
10 Repairs	10	106,295.			
11 Taxes	11	73,002.			
12 Utilities	12	51,377.			
13 Wages and salaries	13	376,956.			
14 Depreciation (see instructions)	14	236,801.			
15 Other (list) ▶ STMT 12	15	100,988.			
16 Total expenses for each property. Add lines 3 through 15	16	2,093,122.			

17 Total gross rents. Add gross rents from line 2, columns A through H 17 **2,130,035.**

18 Total expenses. Add total expenses from line 16, columns A through H 18 **2,093,122.**

19 Net gain (loss) from Form 4797, Part II, line 18, from the disposition of property from rental real estate activities 19

20a Net income (loss) from rental real estate activities from partnerships, estates, and trusts in which this partnership or S corporation is a partner or beneficiary (from Schedule K-1) 20a

b Identify below the partnerships, estates, or trusts from which net income (loss) is shown on line 20a. Attach a schedule if more space is needed:

(1) Name	(2) Employer identification number
_____	_____
_____	_____
_____	_____

21 Net income (loss) from rental real estate activities. Combine lines 17 through 20a. Enter the result here and on: 21 **36,913.**

- Form 1065 or 1120S: Schedule K, line 2, or
- Form 1065-B: Part I, line 4

MOBILE RESORTS LP D/B/A JN LIFE TRAILER

86-0899812

OTHER RENTAL EXPENSES

STATEMENT 12

PROPERTY:
DESCRIPTION

AMOUNT

AMORTIZATION	3,295.
OFFICE EXPENSE	33,255.
POSTAGE	933.
TELEPHONE	8,832.
TRAVEL	9,229.
DUES & SUBSCRIPTIONS	298.
LICENSES & PERMITS	1,743.
WORKERS COMPENSATION	2,569.
EQUIPMENT RENTAL	745.
UNIFORMS	3,146.
COMPUTER EXPENSE	4,369.
MISCELLANEOUS	9,316.
SERVICE CHARGES	4,079.
PARK MODEL EXPENSES	4,314.
RESIDENT ACTIVITIES	14,865.
TOTAL TO RENTAL SCHEDULE, LINE 15	100,988.

GROSS RENTAL INCOME

STATEMENT 13

PROPERTY:
DESCRIPTION

AMOUNT

GROSS RENTAL INCOME	2,030,282.
LAUNDRY INCOME	21,860.
VENDING INCOME	2,270.
TRAILER RENTAL INCOME	33,500.
OTHER INCOME	42,123.
TOTAL TO RENTAL SCHEDULE, LINE 2	2,130,035.

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 7 in column (b). From the result, subtract the sum of Schedule K, lines 8 through 11, 14a, 17e, and 18b						1	26,555.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other	
a General partners	265.						
b Limited partners	26,290.						

Schedule L Balance Sheets per Books (Not required if Question 5 on Schedule B is answered "Yes.")

Assets	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash		149,773.		355,991.
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach schedule)	STATEMENT 5	16,238,941.		16,116,274.
7 Mortgage and real estate loans				
8 Other investments (attach schedule)	STATEMENT 6			50,000.
9a Buildings and other depreciable assets	6,301,200.		6,305,038.	
b Less accumulated depreciation	1,770,330.	4,530,870.	2,006,802.	4,298,236.
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)		941,735.		941,735.
12a Intangible assets (amortizable only)	98,856.		98,856.	
b Less accumulated amortization		98,856.	3,295.	95,561.
13 Other assets (attach schedule)	STATEMENT 7	600.		150.
14 Total assets		21,960,775.		21,857,947.
Liabilities and Capital				
15 Accounts payable		103,973.		45,791.
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities (attach schedule)	STATEMENT 8	924,333.		1,143,327.
18 All nonrecourse loans		15,500,000.		15,375,876.
19 Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities (attach schedule)				
21 Partners' capital accounts		5,432,469.		5,292,953.
22 Total liabilities and capital		21,960,775.		21,857,947.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return (Not required if Question 5 on Schedule B is answered "Yes." See page 23 of the instructions.)

1 Net income (loss) per books	26,555.	6 Income recorded on books this year not included on Schedule K, lines 1 through 7 (itemize):	
2 Income included on Schedule K, lines 1 through 4, 8, and 7, not recorded on books this year (itemize):		a Tax-exempt interest \$	
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 11, 14a, 17e, and 18b, not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 11, 14a, 17e, and 18b (itemize):		a Depreciation \$	
a Depreciation \$		8 Add lines 6 and 7	
b Travel and entertainment \$		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	26,555.
5 Add lines 1 through 4	26,555.		

Schedule M-2 Analysis of Partners' Capital Accounts (Not required if Question 5 on Schedule B is answered "Yes.")

1 Balance at beginning of year	5,432,469.	6 Distributions: a Cash	456,071.
2 Capital contributed during year	290,000.	b Property	
3 Net income (loss) per books	26,555.	7 Other decreases (itemize):	
4 Other increases (itemize):		8 Add lines 6 and 7	456,071.
5 Add lines 1 through 4	5,749,024.	9 Balance at end of year. Subtract line 8 from line 5	5,292,953.

MOBILE RESORTS LP D/B/A JN LIFE TRAILER

86-0899812

SCHEDULE L	OTHER CURRENT ASSETS	STATEMENT	5
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR	
PREPAID INSURANCE	1,672.	1,005.	
PREPAID INTEREST	37,510.		
PREPAID WORKERS COMP	2,632.	1,245.	
MISCELLANEOUS RECEIVABLES	217,435.	133,029.	
OTHER PREPAIDS	548.	1,851.	
APPRAISAL INCREMENT	15,979,144.	15,979,144.	
TOTAL TO SCHEDULE L, LINE 6	16,238,941.	16,116,274.	

SCHEDULE L	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR	
INVESTMENT IN VENTURE IN		50,000.	
TOTAL TO SCHEDULE L, LINE 8		50,000.	

SCHEDULE L	OTHER ASSETS	STATEMENT	7
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR	
DEPOSITS	650.	150.	
CLEARING	<50.>		
TOTAL TO SCHEDULE L, LINE 13	600.	150.	

SCHEDULE L	OTHER CURRENT LIABILITIES	STATEMENT	8
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR	
ACCRUED PROPERTY TAXES	10,289.		
ACCRUED WAGES	11,641.	12,493.	
ACCRUED PAYROLL TAXES	303.	5,767.	
ACCRUED SALES TAX	5,776.	12,897.	
REFUNDABLE DAMAGE DEPOSIT	725.	500.	

MOBILE RESORTS LP D/B/A JUN LIFE TRAILER

86-0899812

OTHER LIABILITIES DUE TO RELATED PARTY	895,599.	915,606. 196,064.
TOTAL TO SCHEDULE L, LINE 17	924,333.	1,143,327.

FORM 1065 PARTNERS' CAPITAL ACCOUNT SUMMARY STATEMENT 9

PARTNER NUMBER	BEGINNING CAPITAL	CAPITAL CONTRIBUTED	SCHEDULE M-2 LNS 3, 4 & 7	WITH- DRAWALS	ENDING CAPITAL
1	5,376,234.	290,000.	26,290.	452,500.	5,240,024.
2	56,235.		265.	3,571.	52,929.
TOTAL	5,432,469.	290,000.	26,555.	456,071.	5,292,953.