

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application for Transfer of)
Water and Wastewater Utility Assets of)
Fern Crest Utilities, Inc., Certificate Nos.)
13-W and 10-S to Tindall Hammock)
Irrigation and Soil Conservation District)

DOCKET NO.: 080610-WS

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COMMISSION
CLERK

NOTICE OF CLOSING OF ACQUISITION BY TINDALL HAMMOCK IRRIGATION
AND SOIL CONSERVATION DISTRICT'S OF THE WATER AND WASTEWATER
UTILITY ASSETS OF FERN CREST UTILITIES, INC., IN BROWARD COUNTY
CERTIFICATE NOS. 13-W AND 10-S

Tindall Hammock Irrigation and Soil Conservation District, an independent special taxing district, created pursuant to Chapter 98-523, Laws of Florida, as amended by Chapter 2008-293, Laws of Florida, ("District"), by and through its undersigned attorneys, and pursuant to Section 367.071, Florida Statutes, and Rule 25-30.037(4), Florida Administrative Code, hereby files this Notice of Closing of Acquisition by the District of the water and wastewater utility assets of Fern Crest Utilities, Inc. ("Utility") located in Broward County, Florida, Certificate Nos. 13-W and 107-S, and submits the following information:

1. The District closed on the acquisition of the Utility's assets on November 3, 2008.
2. A copy of the Deed and Bill of Sale transferring the assets of the Utility to the District are attached to this Notice.

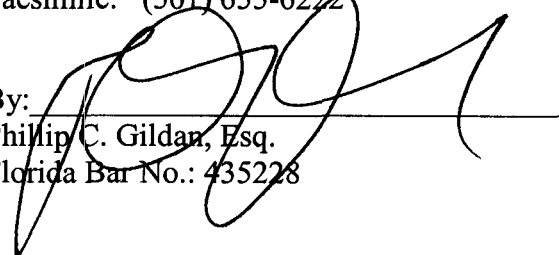
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FPSC-COMMISSION CLERK

Accordingly, Tindall Hammock Irrigation and Soil Conservation District requests the Commission enter an order approving the transfer of the Utility's assets to the District.

Respectfully submitted on this 7th day of
November, 2008, by:
GREENBERG TRAURIG, P.A.
Counsel for the Applicant
777 South Flagler Drive, Third Floor East
West Palm Beach, Florida 33401
Telephone: (561) 650-7900
Facsimile: (561) 655-6222

By: 
Phillip C. Gildan, Esq.
Florida Bar No.: 435228

EXHIBIT

**FERN CREST UTILITIES, INC., UTILITY SYSTEM
DEED AND BILL OF SALE**

Prepared by and return to:

Christopher James Gertz, Esq.
Christopher J. Gertz, P.A.
1108 SE 11th Court
Fort Lauderdale, FL 33316
954-565-2681

[Space Above This Line For Recording Date]

Warranty Deed

(STATUTORY FORM - SECTION 689.02 F.S.)

Note to recorder: The subject real property is being purchased by the grantee for public purposes. Accordingly, this transaction is exempt from documentary stamp tax in accordance with the ruling in *Department of Revenue v. Orange County*, 620 So.2d 991 (Fla. 1993).

THIS INDENTURE is made this 3 day of November, 2008, between FERN CREST UTILITIES, INC., a Florida corporation, whose post office address is 3015 SW 54th Avenue, Fort Lauderdale, Florida, grantor, and TINDALL HAMMOCK IRRIGATION AND SOIL CONSERVATION DISTRICT, a political subdivision of the State of Florida, whose post office address is 1524 Coral Ridge Drive, Fort Lauderdale, Florida, grantee.

WITNESSETH that said grantor, for and in consideration of the sum of TEN AND NO/100 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 grantor's heirs and assigns forever, the following described land, situate, lying and being in Broward County, Florida, to-wit:

The North 497.50 feet of the West 245 feet of Tract 5, Tier 21, NEWMAN'S SURVEY, according to the Plat thereof, as recorded in Plat Book 2, Page 26, of the Public Records of Dade County, said lands now lying, being and situate in Broward County, Florida.

Parcel Identification Numbers: 5041 37 01 1441, 5041 37 01 1442, and 5041 37 01 1443

TO HAVE AND TO HOLD, the same in fee simple forever.

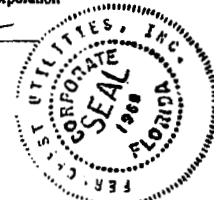
AND said grantor does hereby fully warrant the title to said land, and will defend the same against lawful claims of all persons whomsoever.

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:

[Signature]
Witness Name: Larissa J. Gilder
[Signature]
Witness Name: Philip J. Gilder

FERN CREST UTILITIES, INC., a Florida corporation
By: *[Signature]*
Robert V. Salerno, its President

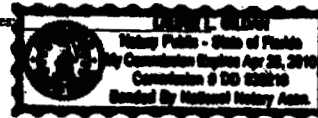


State of Florida
County of Broward

The foregoing instrument was acknowledged before me this 3rd day of November, 2008 by Robert V. Salerno, President of Fern Crest Utilities, Inc, a Florida corporation, who is personally known or has produced _____ as identification.

[Notary Seal]

[Signature]
Notary Public
Printed Name: _____
My Commission Expires: _____



Bill of Sale

This Bill of Sale, made on November ____, 2008, between Fern Crest Utilities, Inc, a Florida corporation ("Seller"), and Tindall Hammock Irrigation and Soil Conservation District, a political subdivision of the State of Florida ("Buyer").

Witnesseth, that Seller, in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration paid to Seller by Buyer, receipt and sufficiency of which is hereby acknowledged, delivers, grants, bargains, sells and transfers forever to Buyer the following goods and chattels, to wit:

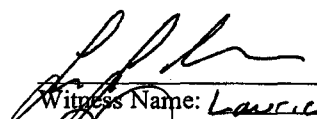
SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE

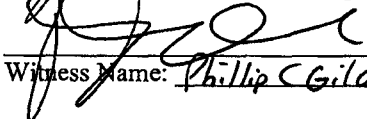
Seller covenants to Buyer that Seller is the lawful owner of the said goods and chattels; that they are free from all encumbrances; that Seller has good right to sell that property, and that Seller will warrant and defend the sale of said property, goods and chattels unto the Buyer against the lawful claims and demands of all persons whomsoever.

"Seller" and "Buyer" shall be used for singular or plural, natural or artificial, which terms shall include the heirs, legal representatives, successors and assigns of Seller and Buyer whenever the context so requires or admits.

IN WITNESS WHEREOF, grantor has hereunto set grantor's hand and seal the day and year first above written.

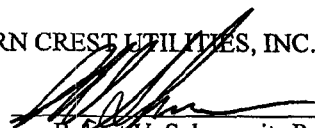
Signed, sealed and delivered in our presence:



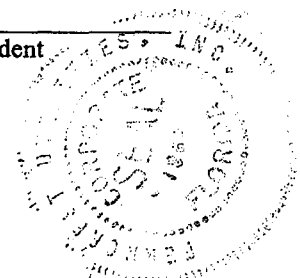
Witness Name: Laurie L. Gildan


Witness Name: Phillip C. Gildan

FERN CREST UTILITIES, INC., a Florida corporation

By: 

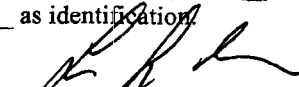
Robert V. Salerno, its President



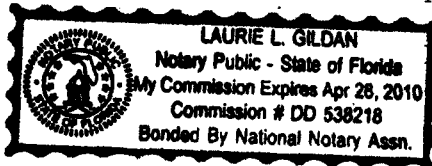
State of Florida
County of Broward

The foregoing instrument was acknowledged before me this 3rd day of November, 2008 by **Robert V. Salerno, President of Fern Crest Utilities, Inc, a Florida corporation**, who is personally known or has produced _____ as identification.

[Notary Seal]



Notary Public



Printed Name: _____

My Commission Expires: _____

EXHIBIT A

All personal property, both tangible and intangible, that Ferncrest Utilities, Inc. ("FCU") owns, uses or is useful in the provision of water and wastewater utility services pursuant to certificate(s) granted to FCU by the Florida Public Service Commission ("Utility System"), including, but not limited to:

(1) All water treatment plants, wells, transmission and distribution lines and mains, and all wastewater treatment plants, disposal facilities, collection and force main systems and pumping facilities of every kind and description whatsoever, including without limitation, all trade fixtures; leasehold improvements, pumps, generators, controls, tanks, distribution, transmission, force mains, collection pipes or facilities, valves, meters, service connections, and all other physical facilities and property installations used in the operation of the Utility System, together with an assignment of all existing and assignable third party warranties that relate to completed or in progress construction.

(2) All equipment, owned or leased vehicles, tools, parts, laboratory equipment, consumables inventories, fuel, stored water, chemicals, and other personal property owned or used by FCU in connection with the operation of the Utility System.

(3) All accounts receivable, unbilled customer revenues, utility deposits, current customer records and supplier lists, as-built surveys, record information and water plans, plats, engineering and other drawings, designs, blueprints, plans and specifications, and operating manuals, calculations, and studies, and all other information controlled by or in the possession of FCU that relates to the description and operation of the Utility System, inclusive of all pertinent computers, computer records and the lawful use of all computer software which is used in the operation of the Utility System for billing or customer record keeping purposes or customer billing and collection purposes, including choses of action for past due accounts or customer obligations, all agencies for the supply of water; all water rights, flowage rights and riparian rights, and all consents, grants, licenses, privileges and uses necessary to construct, maintain and operate plants and systems for the procuring, treatment, distribution, transmissions of water to and the collection, transmission, treatment and disposal of wastewater from the customers of the Utility System; all telephone numbers, post office boxes, FCC licenses, and use of corporate name and internet sites and email addresses. The lawful use of any licensed software or proprietary software developed for FCU shall be limited to the recovery and transfer of data to District computers. In any event, FCU shall provide the District with the computers, software, and data used in the operation of the Utility System and will exert its best efforts to provide, or cause to be provided, all computer records within its possession and control and to cooperate with the District

in the transfer of such data to the District's computer systems.

(4) All transferable environmental, regulatory and use approvals, subject to all conditions, limitations or restrictions contained therein; all existing permits and other governmental authorizations and transferable approvals of any kind necessary to operate and maintain the Utility System according to all governmental requirements.

(5) All rights of FCU under any existing agreements and contracts used or useful in the operation of the Utility System.

(6) All customer payments, including checks, cash, and credit payments, received on and after the date of this Bill of Sale. FCU authorizes the District to endorse, deposit and negotiate any and all checks received by FCU or the District on and after the date of this Bill of Sale that are made payable to FCU, its agents or assigns, with respect to water and wastewater service rendered to the customers of the Utility System, regardless of the date of the check.