

**BAKER  
DONELSON**  
BEARMAN, CALDWELL  
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Butch Phillips  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

**Re: Joint Petition of Tennessee-American Water Company and Marion County,  
Tennessee for Approval of Purchase Agreement, Docket No. 03-00388**

Dear Mr. Phillips:

Thank you for your call yesterday about the pending data request in this docket. As I explained during our call, the transaction has not been fully consummated, but is scheduled to close in the next few weeks.

However, regardless of closing status, the Company will provide full responses to the data requests next week. I apologize for the delay, and I appreciate your willingness to work with the Company on this matter.

Please do not hesitate to contact me if you have any questions.

Sincerely,



Misty Smith Kelley

MSK:klc

C MSK 349811 v1

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TN REGULATORY AUTHORITY  
May 5, 2006 DIVISION

Via Electronic Mail  
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Representative Office  
BDBC International LLC