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April 18, 2012

Kelly Cashman Grams
Hearing Officer
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

**Re: Petition of Integrated Resource Management, Inc. d/b/a IRM Utility, Inc to
Amend Its CCN to Serve an Area in Cumberland County, Tennessee Known as
Genesis Village Estates Subdivision, TRA Docket No. 11-00081**

Dear Mrs. Cashman Grams:

As referenced in my previous letter dated April 17, 2012, please find attached the Letter of Intent for Genesis Village Estates Subdivision. The letter states Genesis Village Estates Townhomes L.L.C. intends to have IRM Utility, Inc own and operate the wastewater system at the Subdivision, located in Cumberland County, Tennessee.

If you have any questions concerning this matter, please do not hesitate to contact me.

Very truly yours,

FARRIS MATHEWS BOBANGO PLC


Charles B. Welch, Jr.

Mr. Jeffrey W. Cox, Sr., President
Integrated Resource Management, Inc.
3444 Saint Andrews Drive
White Pine, Tennessee 37890

RE: Letter of Intent – Genesis Village Estates

Dear Mr. Cox,

As you are aware, Genesis Village Estates Townhomes, L.L.C. ("GVE"), a Tennessee corporation and the developer of Genesis Village Estates Subdivision (the "Subdivision"), is planning to proceed with the build-out and installation of the Subdivision's wastewater system, as previously contracted with Integrated Resource Management, Inc. d/b/a IRM Utility, Inc. ("IRM") on March 27, 2008, and shortly thereafter put on hold.

As the managing partner of GVE, I would like to provide notice that we have the intention of having IRM own and operate the wastewater system at the Subdivision, located in Cumberland County as contracted.

As such, GVE will guarantee to IRM that a third-party will install this system in accordance to IRM's Rules & Regulations as required by the Tennessee Regulatory Authority. GVE also acknowledges that IRM has the exclusive right to operate the system thereafter.

In preparing for the re-start of the sewer installation and utility set-up, we are providing to IRM an Irrevocable Letter of Credit in the amount of \$ 250,000.00 with IRM as the Beneficiary for acceptable Guarantee of the construction of the system.

GVE understands this amount is an estimated number provided by IRM and may increase or decrease due to contingencies typical with construction. Contingencies may include, but are not limited to, unforeseen property conditions, material price increases or decreases, and/or the need for additional construction components. Furthermore, we acknowledge this estimate was provided by IRM under time restraints due to GVE closing opportunity and may not have included all typical review.

Genesis Village Estates Townhomes, L.L.C. acknowledges the need for IRM Utility, Inc. to amend its Certificate of Public Convenience and Necessity to include the Subdivision as part of their service territory. We understand that our Subdivision will be considered as a "Special Contract" and monthly rates are expected at 50 to 55 dollars per month. We intend to fully assist and support IRM with its petition requesting service of the Subdivision system.

We look forward to working with you.

Sincerely,


Managing Partner
Genesis Village Estates Townhomes, L.L.C.