

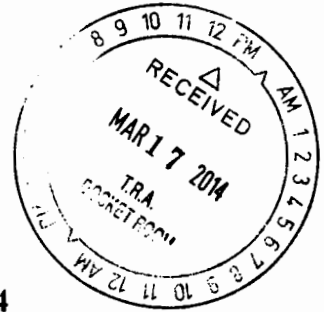
BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

IN RE:

**PETITION OF BERRY'S CHAPEL
UTILITY, INC. TO INCREASE RATES
AND CHARGES; TARIFF TO RECOVER
THE COST OF FINANCIAL SECURITY
IMPLEMENTATION OF PASS
THROUGHS FOR SLUDGE REMOVAL,
ELECTRICITY, CHEMICALS AND
PURCHASED WATER**

DOCKET NO. 14-00004



RESPONSES TO ADDITIONAL DISCOVERY

1. What person or persons authorized or directed Berry's Chapel to file the petition for a rate increase in TRA Docket No. 14-00004? Please provide their name, business address and position or role with Berry's Chapel.

RESPONSE:

Mr. Tyler Berry, interim president, authorized the filing of the rate case. His address is the same as the company's address.

2. Please provide a list of names, addresses and such identifying information as is in the possession of Berry's Chapel of the members of Berry's Chapel and the dates they have served as members.

RESPONSE:

The members' list, as of March 13, 2014, is attached and is filed as a confidential document. Berry's Chapel does not maintain a list of when each member joined.

3. Did the members of Berry's Chapel authorize or direct Berry's Chapel to file the petition for a rate increase in TRA Docket No. 14-00004? If they did vote, please provide the record of that vote and all documents and other information provided to the members to review prior to the vote.

RESPONSE:

No.

4. Who were the directors of Berry's Chapel and what were their residences at the time the petition for a rate increase was filed, on or about January 16, 2014, in TRA Docket No. 14-00004? Did these directors vote in favor of or give approval to the request for a rate increase? If so, please provide a record of that vote and all documents and other information provided to the members to review prior to the vote along with the residential address at the time of the vote or approval.

RESPONSE:

The names and addresses of the directors, as of March 13, 2014, are listed in the original corporate charter, a copy of which is attached. The directors discussed and approved the filing of the rate case but did not pass a formal motion regarding the case.

5. When and by whom were the directors elected or chosen? Please provide a record of that election or selection and all documents related to that election and selection process.

RESPONSE:

The directors were named in the corporate charter. See the response to Question 4.


6. If there were any proxy votes, provide the authorizations for each such vote.

RESPONSE:

Not applicable.

Respectfully submitted,

BRADLEY ARANT BOULT CUMMINGS LLP

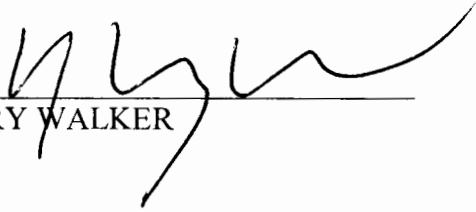
By: 

Henry Walker (B.P.R. No. 000272)
Bradley Arant Boult Cummings, LLP
1600 Division Street, Suite 700
Nashville, TN 37203
Phone: 615-252-2363
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CERTIFICATE OF SERVICE

I hereby certify that on the 17th day of March, 2014, a copy of the foregoing document was served on the parties of record, via hand-delivery, overnight delivery or U.S. Mail, postage prepaid, addressed as follows:

Mr. Vance L. Broemel
Senior Counsel
Office of the Attorney General
Consumer Advocate and Protection Division
P.O. Box 20207
Nashville, Tennessee 37202-0270



HENRY WALKER

**CHARTER
OF
BERRY'S CHAPEL UTILITY, INC.**

The undersigned, acting as the incorporator of a corporation under the Tennessee Nonprofit Corporation Act, adopts the following Charter for such corporation:

1. The name of the corporation is Berry's Chapel Utility, Inc.
2. This corporation is a mutual benefit corporation.
3. The initial registered agent for the corporation is Tyler L. Ring whose street address is 321 Billingsly Court, Suite 4, Franklin, Tennessee 37065.
4. The name and address of the incorporator is:

Tyler L. Ring
321 Billingsly Court, Suite 4
Franklin, TN 37065
5. The street address of the principal office of the corporation is 321 Billingsly Court, Suite 4, Franklin, Tennessee 37065.
6. This corporation is not for profit.
7. This corporation is not a religious corporation.
8. This corporation will not have members.
9. This corporation's initial directors and their addresses are:

John Ring
321 Billingsly Court, Suite 4
Franklin, TN 37065

Tyler L. Ring
321 Billingsly Court, Suite 4
Franklin, TN 37065

James B. Ford
9679 Aurora Court
Brentwood, TN 37027

10. The purpose of the corporation shall be to own and operate a sanitary sewer collection and treatment system and to engage in any other lawful business.
11. Upon dissolution, after all creditors of the corporation have been paid, its assets shall be distributed to any person, partnership, limited partnership, limited liability company or corporation engaged in the sanitary sewer business or to the State of Tennessee or any county, municipality or political subdivision of the State of Tennessee.
12. To the extent allowed by the laws of the State of Tennessee, no present or future director of the corporation (or his or her estate, heirs and personal representatives) shall be liable to the corporation for monetary damages for breach of fiduciary duty as a director of the corporation. Any liability of a director (or his or her estate, heirs and personal representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Tennessee, as may hereafter be adopted or amended.
13. With respect to claims or liabilities arising out of service as a director or officer of the corporation, the corporation shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Tennessee, both as now in effect and as hereafter adopted or amended.

Dated the 21 day of July, 2010.

Tyler L. Ring, Incorporator

BK/PG:5103/363-365
10024679

CHARTER	
07/27/2010	11:22 AM
BATCH	184116
RTG TAX	0.00
TRF TAX	0.00
REC FEE	5.00
DE FEE	2.00
ARC FEE	0.00
TOTAL	7.00

STATE OF TENNESSEE, WILLIAMS COUNTY
SADIE WADE
REGISTER OF DEEDS