

FARRIS BOBANGO, PLC

ATTORNEYS AT LAW

Nashville • Memphis

PHILIPS PLAZA

414 UNION STREET, SUITE 1105
NASHVILLE, TENNESSEE 37219

(615) 726-1200 telephone • (615) 726-1776 facsimile

Tyler A. Cosby
tcosby@farris-law.com

(615) 687-4225 (direct)

June 2, 2021

Chairman Kenneth Hill
Tennessee Public Utilities Commission
502 Deadrick Street, 4th Floor
Nashville, TN 37243

RE: *Docket 19-00062, Joint Application of Aqua Utilities Company, LLC, and
Limestone Water Utility Operating Company for Authority to Sell or Transfer
Title to the Assets, Property, and Real Estate of a Public Utility and for a
Certificate of Convenience and Necessity*

Dear Chairman Hill:

On December 7, 2020 the Commission approved the acquisition in the referenced Docket, subject to the following conditions.

- (1) A copy of the recorded deed for the land where the lagoon, spray fields and treatment plant are located and registered easements in the Utility's name for all the land and ownership rights for any and all access to the water system and wastewater system within 30 days after the date of recording;
- (2) A copy of the Purchase and Sale Agreement that has been fully executed by Seller and Buyer acknowledged by the Title Company with the recorded effective date and with all Exhibits attached, complete with documentation, within 30 days after the date of acquisition;
- (3) A copy of the final executed Assignment of Rights Agreement within 30 days after the date of acquisition;
- (4) A copy of the State Operating Permit "Request for Transfer" for current permits, both for water and wastewater, within 30 days of issuance;
- (5) A tariff identifying all residential subdivisions by each subdivision name, as well as any commercial customers being served by this CCN, within 30 days of

the date of acquisition;

- (6) Copies of contracts or pricing agreements between Limestone and Central States Water Resources, LLC, as well as between Limestone and contractors that will ultimately service the Limestone account, such as Midwest Water Operations, LLC and Nitor Billing Services, LLC, within 30 days of execution;
- (7) Copies of maps and engineering designs for the water and wastewater systems within 30 days of availability; and
- (8) A bond compliant with the Commission's financial security rules within 30 days of the date of acquisition.

The Joint Applicants consummated the acquisition on March 18, 2021. Limestone filed documents into the Docket on April 1st, 2021 to satisfy conditions five and eight. I have enclosed documentation to satisfy the remaining conditions with the exception of condition seven. Limestone will provide copies of maps and engineering designs for the water and wastewater systems within 30 days of availability to satisfy condition seven. Limestone respectfully requests that you file the enclosed documents into the Docket. Please note that conditions two and six are marked confidential. I have mailed four copies of the documents to your office. Please let me know if you have any questions.

Sincerely,

FARRIS BOBANGO PLC


By: Tyler A. Cosby

Encl.

cc: Josiah Cox
James Clausel
David Foster

This instrument prepared by:
Hometown Title, LLC
Andrew E. Farmer, Attorney
118 Court Avenue, Suite 1
Sevierville, Tennessee 37862
865-546-6000

HARDIN COUNTY ASSESSOR # <u>414</u>			
MAP <u>137</u>	GP	PL <u>12.03 & 12.23</u>	
COMM	RES <u>/</u>	FARM	
SPLIT	V/I <u>#</u>	BY: <u>CH</u>	

File No.: 2019142

Tax Map 137 Parcels 012.03 & 012.23
Same X P/O _____

WARRANTY DEED

THIS INDENTURE, Made this 17th day of March, 2021, between

AQUA UTILITIES COMPANY, INC., a Tennessee Corporation

HEREINAFTER KNOWN AS FIRST PARTIES,

and

LIMESTONE WATER UTILITY OPERATING COMPANY, LLC, a Tennessee Limited Liability Company

HEREINAFTER KNOWN AS SECOND PARTIES,

WITNESSETH: That said First Parties, for and in consideration of the sum of ----- ONE AND NO/100----- DOLLARS (\$1.00), and other good and valuable considerations to us in hand paid by Second Parties, the receipt of which is hereby acknowledged, have granted, bargained, sold and conveyed, and do hereby grant, bargain, sell, and convey unto the said Second Parties, the following described premises and land, to-wit:

SITUATE in the 5th Civil District of Hardin County, Tennessee, and being more particularly described as follows:

TRACT 1 - Tax Map 137 Parcel 012.03 and containing by estimation 1.88 acres, according to the Hardin County, Tennessee Assessors Office.

BEGINNING at a point on the south margin of Pyburn Road said point being S 85 deg. 05 min. 35 sec. East 2063.73 feet from a steel pin at the northwest corner of the tract from which this is a part, and the northeast corner of the lands of Nichols as shown in Deed Book 130, at page 393; thence running with a fifty foot easement for roads and utilities and with the center of a gravel road, S 35 deg. 16 min. 40 sec. East 112.30 feet to a point; thence S 15 deg. 36 min. 24 sec. East 145.34 feet to a point; thence S 37 deg. 20 min. 03 sec. East 127.21 feet to a point; thence S 47 deg. 59 min. 45 sec. East 387.23 feet to a point; thence S 53 deg. 07 min. 00 sec. East 213.27 feet to a point, being the true point of beginning for this tract; thence with lines of division N 42 deg. 06 min. 44 sec. East 24.73 feet to a steel pin; thence S 32 deg. 28 min. 05 sec. East 334.83 feet to a steel pin; thence S 50 deg. 30 min. 47 sec. West 179.17 feet to a steel pin; thence N 83 deg. 49 min. 34 sec. West 106.93 feet to a steel pin; thence

N 39 deg. 26 min. 04 sec. West 212.33 feet to a steel pin; thence N 42 deg. 06 min. 42 sec. East 273.09 feet to the true point of beginning for this tract.

BEING the same property conveyed to Aqua Utilities Company, Inc. by deed of Points Development, Inc., dated September 30, 1996, of record in Deed Book 176, at page 111, Register's Office for Hardin County, Tennessee.

Tracts 2, 3, & 4 - Tax Map 137 Parcel 012.23 and containing by estimation 32.78 acres +- according to the Hardin County, Tennessee Assessors Office.

TRACT 2:

BEGINNING at a steel pin found in the south right of way of the Pyburn Road designated as T.D.O.T Project No. S-8210-(1), 1963, Sheets 5, 6, & 7, located 50 feet south of the centerline of the roadway, the northeast corner of the Joseph A. Peters and wife, Sharon C. Peters property described in Deed Book No. 186, at page 331, and the most northerly northwest corner of the lands conveyed to JDK Properties and described as a 661.4 acre tract in Record Book 433, at page 179; runs thence with the south right of way of said road, along a curve to the right from a tangent bearing S 84 deg. 24 min. 04 sec. East, with a radius of 5680.04 feet, through a central angle of 8 deg. 34 min. 40 sec., an arc distance of 850.37 feet to a concrete right of way market at T.D.O.T centerline station P.T. 89+84.01, the northeast corner of this tract and the northwest corner of the Aqua Utilities Company, Inc. property; runs thence S 84 deg. 26 min. 59 sec. East 898.34 feet to a concrete right of way marker at T.D.O.T. center station P.C. 98+82.35, the northeast corner of this tract and the northwest corner of the Aqua Utilities Company, Inc., property; runs thence along a curve to the left from a tangent bearing S 84 deg. 26 min. 57 sec. East, with a radius of 1482.30 feet, through a central angle of 12 deg. 18 min. 16 sec., an arc distance of 318.33 feet with the south right of way of the highway to an iron pin in the centerline of a gravel access road to the Aqua Utilities Company, Inc. property, the same being the northwest corner and TRUE POINT OF BEGINNING, of this 13.36 acre tract and the northwest corner of the Newport Land Company, LLC property described as a 73.04 acre tract in Record Book No. 460, page No. 43; runs thence with the south right of way of the highway, along a curve to the left from a tangent bearing N 83 deg. 14 min. 47 sec. East, with a radius of 1482.30 feet, through a central angle of 12 deg. 24 min. 12 sec., East 10.00 feet; thence along a curve to the left from a tangent bearing N 70 deg. 50 min. 35 sec. East, with a radius of 1492.30 feet, through a central angle of 24 deg. 52 min. 63 sec., an arc distance of 648.05 feet, runs thence S 64 deg. 06 min. 18 sec. East, leaving the south right of way line of the highway, 372.72 feet to a no. 5 rebar found; runs thence S 24 deg. 22 min. 36 sec. West 79.14 feet to a No. 5 rebar found; runs thence S 23 deg. 06 min. 13 sec. East 314.47 feet to a no. 5 rebar found; runs thence S 10 deg. 16 min. 08 sec. East 83.83 feet to a bi, 5 rebar found; runs thence S 4 deg. 36 min. 53 sec. East 102.23 feet to a no. 5 rebar found; runs thence S 21 deg. 06 min. 34 sec. East 70.80 feet to a no. 5 rebar found at the southeast corner of this 13.36 acre tract; runs thence S 64 deg. 34 min. 12 sec. West 162.99 feet to an iron pin found; runs thence N 32 deg. 03 min. 58 sec. West 481.27 feet to an iron pin found; runs thence S 54 deg. 38 min. 22 sec. West 261.72 feet to an iron pin found; runs thence S 48 deg. 47 min. 15 sec. West 429.38 feet to an iron pin found on the north side of a gravel road; runs thence S 48 deg. 47 min. 15 sec. West 25.12 feet to the centerline of the gravel roadway; runs thence with the centerline of the roadway marking the east boundary of the Aqua Utilities Company, Inc. property, N 50 deg. 33 min. 39 sec. West 258.30 feet; N 41 deg. 52 min. 51 sec. West 42.69 feet; N 29 deg. 31 min. 49 sec. West 63.11 feet; N 21 deg. 20 min. 13 sec. West 166.22 feet; N 32 deg. 40 min. 07 sec. West 51.08 feet; runs thence N 39 deg. 18 min. 49 sec. West 51.36 feet to the point of beginning, containing 13.36 acres, more or less, by survey of Henry E. William, P.E. R.L.S.,

Tennessee License No. 505. All bearings contained in this descriptions are Tennessee Grid NAD 1983. This description is a compilation of surveys conducted by David Parsons, Tennessee Land Surveyor No. 1693, Henry E. Williams, Tennessee Land Surveyor No. 505, between August 1996 and April of 2003, and a survey of the Aqua Utilities Company, Inc. property conducted by F & M Consulting in December 2006.

BEING the same property conveyed by Warranty Deed to Montana Land Company, LLC from J. Gilbert Parrish, Jr. and wife, Robin W. Parrish, dated January 20, 2011, of record in Book 529, at page 528, Register's Office for Hardin County, Tennessee.

TRACT 3:

Beginning on a iron rod set, being the northwest corner of a tract conveyed to Aqua Utilities Company, Inc., by deed recorded in Deed Book 176, page 111 (R.O.H.C.), the most northern northwest corner of a recently surveyed 5.436 acre tract, (Tract 2), which is part of the tract of which the herein described tract is a part and exterior corner of the remainder of the tract of which the herein described tract is a part and the southwest corner of the herein described tract; **RUNS THENCE** along and with a severance line, being the west boundary of the herein described tract as follows: N 56 deg. 54 min. 52 sec. West, a distance of 397.72 feet to an iron rod set; N 40 deg. 52 min. 46 sec. west a distance of 221.05 feet, to an iron rod set; N 32 deg. 26 min. 08 sec. West a distance of 613.63 feet, to a Concrete Right of Way Monument found in the south right of way of Pyburn Road, being the northeast corner of the remainder of the tract of which the herein described tract is a part and the northwest corner of the herein described tract; **RUNS THENCE** N 89 deg. 24 min. 05 sec. East, a distance of 317.72 feet, along and with the south right of way of Pyburn Road, being the north boundary of the herein described tract, to an iron rod set, in the intersection of the south right of way of said Pyburn Road and the centerline of said Pyburn Road and the centerline of a gravel road, being a northwest corner of the remainder of the tract of which the herein described tract is a part and the northeast corner of the herein described tract; **RUNS THENCE** along and with the centerline of said gravel road, being the centerline of a 50 foot wide ingress/egress easement, a severance line and the east boundary of the herein described tract as follows: S 39 deg. 18 min. 53 sec. East, a distance of 51.35 feet; S 32 deg. 40 min. 07 sec. East, a distance of 51.08 feet; S 21 deg. 20 min. 13 sec. East, a distance of 166.22 feet; S 29 deg. 31 min. 49 sec. East, a distance of 63.11 feet; S 41 deg. 52 min. 51 sec. East, a distance of 42.69 feet; S 50 deg. 33 min. 39 sec. East, a distance of 258.30 feet, to a point, in the centerline of said gravel road, being an exterior corner of the remainder of the tract of which the herein described tract is a part and exterior corner of the herein described tract; **RUNS THENCE** N 48 deg. 47 min. 15 sec. East, passing an iron rod set, at a distance of 25.12 feet, continuing a distance of 429.38 feet, for total distance of 454.50 feet, to an iron rod set, 54 deg. 38 min. 22 sec. East, a distance of 429.38 feet, for a total distance of 261.72 feet, along and with a severance line, being the north boundary of the herein described tract, to an iron rod set, being an interior corner of the remainder of the tract of land which the herein described tract is a part and an exterior corner of the herein described tract; **RUNS THENCE** S 32 deg. 03 min. 58 sec. East, a distance of 4891.27 feet, along and with a severance line, being the east boundary of the herein described tract, to an iron rod set, being an interior corner of the remainder of the tract of which the herein described tract is a part and the southeast corner of the herein described tract; **RUNS THENCE** S 48 deg. 43 min. 56 sec. West, a distance of 555.27 feet, along and with a severance line, being the south boundary of the herein described tract, to an iron rod set, in the east boundary of the aforementioned Aqua Utilities Co, Inc., tract, being an exterior corner of the remainder of the tract of which the herein described tract is a part and an exterior corner of the herein described tract, **RUNS THENCE** N 34 deg. 32 min. 12 sec. West, a distance of 162.72 feet, along and with the

east boundary of said Aqua Utilities Company, Inc. tract, being the west boundary of the herein described tract, to an iron rod set, being the northeast corner of said Aqua Utilities Company, Inc. tract, and an interior corner of the herein described tract; RUNS THENCE along and with the north boundary of said Aqua Utilities Co., Inc. tract, being the south boundary of the herein described tract as follows: S 40 deg. 01 min. 55 sec. West, a distance of 24.73 feet to an iron rod set; S 40 deg. 02 min. 40 sec. West, a distance of 273.09 feet, to the POINT OF BEGINNING, containing 13.998 acres, of land, more or less, and is subject to a 50 foot wide ingress/egress easement as referenced in Deed Book 176, at page 111, Register's Office for Hardin County, Tennessee.

TRACT 4:

BEGINNING on an iron rod set, being the northwest corner of a tract conveyed to Aqua Utilities, Company, Inc., by deed recorded in Deed Book 176, page 111, Register's Office for Hardin County, Tennessee, an exterior corner of the remainder of the tract of which the herein described tract is a part and the most northern northwest corner of the herein described tract; RUNS THENCE S 41 deg. 30 min. 05 sec. East, a distance of 212.33 feet, along and with a fence the west boundary of said Aqua Utilities Company, Inc. tract and the east boundary of the herein described tract, to an iron rod set, being the southwest corner of said Aqua Utilities Company, Inc. tract and an interior corner of the herein described tract; RUNS THENCE along and with the south boundary of said Aqua utilities Co., Inc. tract and the north boundary of the herein described tract as follows: S 85 deg. 53 min. 47 sec. East, a distance of 106.93 feet, to an iron rod set, N 48 deg. 26 min. 46 sec. East, a distance of 179.17 feet, to an iron rod set, being the southeast corner of said Aqua Utilities Company, Inc. tract, an exterior corner of the remainder of the tract of which the herein described tract is a part and an exterior corner of the herein described tract; RUNS THENCE S 88 deg. 45 min. 17 sec. East, a distance of 18.02 feet, along and with a severance line, being the north boundary of the herein described tract, to an iron rod set, in the centerline of an Old Woods Road, being an interior corner of tech remainder of the tract of which the herein described tract is a part and an exterior corner of the herein described tract; RUNS THENCE along and with the centerline of said Old Wood Road, being a severance line and the east boundary of the herein described tract as follows: S 48 deg. 15 min. 54 sec. East a distance of 84.31 feet; S 52 deg. 04 min. 36 sec. East, a distance of 36.90 feet; S 59 deg. 17 min. 42 sec. East, a distance of 54.42 feet; S 74 deg. 49 min. 15 sec. East, a distance of 92.51 feet; S 87 deg. 21 min. 31 sec. East, a distance of 84.29 feet, to a iron rod set, in the centerline of said Old Woods Road, being an interior corner of the remainder of the tract herein described tract and an exterior corner of the herein described tract; RUNS THENCE S 56 deg. 32 min. 09 sec. East 88.39 feet, along with a severance line, being the east boundary of the herein described tract, to an iron rod set, being an interior corner of the remainder of the tract of which the herein described tract is a part and an exterior corner of the herein described tract; RUNS THENCE S 01 deg. 36 min. 21 sec. East, a distance of 162.14 feet, along and with a severance line, being the east boundary of the herein described tract, to an iron rod set, being an interior corner of the remainder of the tract of which the herein described tract is a part and the southeast corner of the herein described tract; RUNS THENCE along and with a severance line, being the south boundary of the herein described tract as follows: N 83 deg. 32 min. 25 sec. West, a distance of 272.65 feet to and iron rod set, S 62 deg. 30 min. 34 sec. West, a distance of 342.25 feet, to an iron rod set; N 85 deg. 13 min. 03 sec. West, a distance of 230.72 feet, to an iron rod set, being an interior corner of the remainder of the tract of which the herein described tract is a part and the Southwest of the herein described tract; RUNS THENCE along and with a severance line, being the west boundary of the herein described tract as follows: N 09 deg. 46 min. 57 sec. East, a distance of 241.96 feet, to an iron rod set; N 05 deg. 47 min. 24 sec. West, a distance of 264.72 feet, to the POINT OF BEGINNING, containing 5.434 acres of land, more or less, and is subject to a TVA Transmission Power Line.

BEING the same property conveyed to Aqua Utilities Company, Inc. by Quit Claim Deed from Montana Land Company, LLC, dated August 13, 2019, of record in Record Book 714, at page 421, Register's Office for Hardin County, Tennessee.

FOR FURTHER REFERENCE see also Quit Claim Deed to Montana Land Company, LLC, a Tennessee Limited Liability Company from Pickwick Preserve, L. L.C., a Tennessee Limited Liability Company, dated January 12, 2007, of record in Record Book 432, at page 240, Register's Office for Hardin County, Tennessee.

OWNER AND RESPONSIBLE TAXPAYER: Limestone Water Utility Operating Company, LLC
1650 Des Peres Rd., Ste 303
St. Louis, MO 63131

with the hereditaments and appurtenances thereto appertaining, hereby releasing all claim to homestead and dower therein.

TO HAVE AND TO HOLD THE aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its heirs or successors and assigns in fee simple forever.

And said First Parties, for themselves and for their heirs, executors, and administrators, do hereby covenant with said Parties, their heirs and assigns, that they are lawfully seized in fee-simple of the premises and land above conveyed, and have full power, authority and right to convey the same, that said premises and land are free from all encumbrances; except as hereinbefore provided, and current taxes, which shall be prorated as of the date of closing, and assumed by parties of the Second Part, and that they will forever warrant and defend the said premises and land and the title thereto against the lawful claims of all persons whomsoever.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, as the case may demand.

IN WITNESS WHEREOF the said First Parties have hereunto set their hand(s) and seal(s) the day and year first above written.

AQUA UTILITIES COMPANY, INC.
a Tennessee Corporation

BY: 

JAMES E. CLAUSEL, PRESIDENT

STATE OF TENNESSEE
COUNTY OF HARDIN

Before me, the undersigned authority, a Notary Public of the state and county aforesaid, personally appeared **James E. Clausel**, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who upon oath, acknowledged **himself** to be the **President** of **Aqua Utilities Inc., a Tennessee Corporation**, the within named bargainor, a corporation, and that **he** as such **Officer** being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by **himself as Officer**.

WITNESS my hand and official seal at office, in the aforesaid county, this the 18 day of March, 2021.



Jennifer Lacey
NOTARY PUBLIC

My Commission Expires: 12-12-21

VALUATION AFFIDAVIT

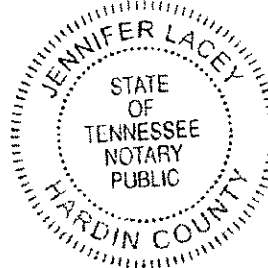
I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is \$115,000.00

JSC
Affiant

Sworn to and subscribed before me, this the 18 day of March, 2021.

Jennifer Lacey
NOTARY PUBLIC

My Commission Expires: 12-12-21



Julie Gail Adkisson, Register
Hardin County Tennessee
Rec #: 145157 Instrument #: 153135
Rec'd: 30.00 Recorded
State: 425.50 3/18/2021 at 3:39 PM
Clerk: 1.00 in Record Book
Other: 2.00 759
Total: 456.50 PGS 832-837

ASSIGNMENT OF CONTRACT RIGHTS

This Assignment of Contract Rights ("Assignment") is executed as of the 11th day of February, 2021, by CENTRAL STATES WATER RESOURCES, INC., a Missouri corporation ("Assignor"), in favor of LIMESTONE WATER UTILITY OPERATING COMPANY, LLC, a Tennessee limited liability company ("Assignee").

WHEREAS, on April 19, 2019, Assignor entered into a Purchase and Sale Agreement ("Purchase Agreement"), with AQUA UTILITIES COMPANY, INC., a Tennessee corporation, and MONTANA LAND COMPANY, LLC, a Tennessee limited liability company ("together, "Aqua"), which has subsequently been amended multiple times;

WHEREAS, Section 7.04 of the Purchase Agreement provides that Assignor may assign its rights to the Purchase Agreement to an entity affiliated with Assignor and controlled by Assignor upon notice to Aqua, but without the need for Aqua's consent;

WHEREAS, Assignee is an entity affiliated with Assignor that Assignor controls;

NOW, THEREFORE, in consideration of the foregoing recitals and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor and Assignee hereby agree:

As of the date of this Assignment, Assignor hereby assigns, conveys, transfers and sets over unto Assignee all of Assignor's right, title and interest in and to the Purchase Agreement, and any amendments or addendums thereto.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first set forth above.

ASSIGNOR:

CENTRAL STATES WATER RESOURCES, INC.,
a Missouri corporation

By: _____
Josiah M. Cox, President

ASSIGNEE:

LIMESTONE WATER UTILITY OPERATING
COMPANY, LLC, a Tennessee limited liability
company

By: CENTRAL STATES WATER RESOURCES,
INC. its manager

By: _____
Josiah M. Cox, President

Assignment of Contract Rights Agreed to and Acknowledged by:

AQUA UTILITIES COMPANY, INC.

By: _____

James E. Clausel, President

A handwritten signature in black ink, appearing to read 'J. Clausel', is written over a horizontal line. The signature is fluid and cursive.

March 8, 2021

Jeff Bagwell, Environmental Consultant,
Jeff.Bagwell@tn.gov , water.permits@tn.gov
Tennessee Department of Environment and Conservation
Division of Water Resources/Compliance and Enforcement Unit
William R. Snodgrass Tennessee Tower, 11th Floor
312 Rosa L. Parks Ave, Nashville, TN 37243

Re: Aqua Utilities, TN0000948, Notice of transaction and change of ownership.

Dear Mr. Bagwell:

I am writing to inform you that Limestone Water Utility Operating Company, LLC is now the owner of Aqua Utilities Water system. The TDEC permit number of this system is TN0000948.

The change of ownership is effective on March 18, 2021. The prior owner was Aqua Utilities Company, Inc. On the following page are signatures from the new owner and previous owners verifying the change of ownership. The following information is updated contract information reflecting the new ownership to update TDEC records regarding Aqua Utilities Water:

Owner Name:	Limestone Water Utility Operating Company, LLC
Owner Physical Address	1650 Des Peres Rd, Suite 303, Des Peres, MO 63131
Owner Mailing Address	1650 Des Peres Rd, Suite 303, Des Peres, MO 63131
Owner Phone Number	314-380-8525 x209
Administrative Contact (AC)	Michael Dick – 314-380-8512
Emergency Contact (ECS)	1-866-301-7725
Financial Contact (FC)	Josiah Cox – 314-736-4672

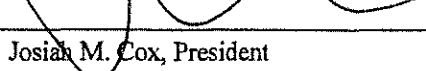
Sincerely,

Josiah Cox, President
Limestone Water Utility Operating Company, LLC

Acknowledgement of Transfer

New Owner:

LIMESTONE WATER UTILITY OPERATING
COMPANY, LLC, a Tennessee limited liability company

By: 

Josiah M. Cox, President

Date: March 8, 2021

Previous Owner:

AQUA UTILITIES COMPANY, INC., a
Tennessee corporation

By: 

James E. Clausel, President

Date: MARCH 17, 2021

March 8, 2021

Brad Harris, Land-Based Systems Unit manager,
Brad.Harris@tn.gov, water.permits@tn.gov
Tennessee Department of Environment and Conservation
Division of Water Resources
William R. Snodgrass Tennessee Tower, 11th Floor
312 Rosa L. Parks Ave, Nashville, TN 37243

Re: Aqua Utilities, SOP-92082, Notice of transaction and change of ownership.

Dear Mr. Harris:

I am writing to inform you that Limestone Water Utility Operating Company, LLC is now the owner of Aqua Utilities wastewater system. The SOP permit number of this system is SOP-92082.

The change of ownership is effective on March 18, 2021. The prior owner was Aqua Utilities Company, Inc. On the following page are signatures from the new owner and previous owners verifying the change of ownership. The following information is updated contract information reflecting the new ownership to update TDEC records regarding Aqua Utilities Water:

Owner Name:	Limestone Water Utility Operating Company, LLC
Owner Physical Address	1650 Des Peres Rd, Suite 303, Des Peres, MO 63131
Owner Mailing Address	1650 Des Peres Rd, Suite 303, Des Peres, MO 63131
Owner Phone Number	314-380-8525 x209
Administrative Contact (AC)	Michael Dick – 314-380-8512
Emergency Contact (ECS)	1-866-301-7725
Financial Contact (FC)	Josiah Cox – 314-736-4672

Sincerely,

Josiah Cox, President
Limestone Water Utility Operating Company, LLC

Acknowledgement of Transfer

New Owner:

LIMESTONE WATER UTILITY OPERATING
COMPANY, LLC, a Tennessee limited liability company

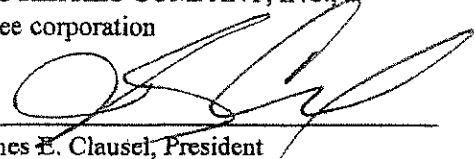
By: 

Josiah M. Cox, President

Date: March 8, 2021

Previous Owner:

AQUA UTILITIES COMPANY, INC., a
Tennessee corporation

By: 

James E. Clausel, President

Date: MARCH 17, 2021