

Control Number: 42860



Item Number: 8

Addendum StartPage: 0

#### SOAH DOCKET NO. 582-14-1052 TCEQ DOCKET NO. 2013-1735-UCR

APPLICATION OF DOUGLAS UTILITY COMPANY, TO	§ s	BEFORE THE STATE OFFICE	2	
CHANGE ITS WATER AND SEWER RATES	9 § §	OF	F SEP	20
	§	ADMINISTRATIVE HEARENGS	-	- m
INTERROGATORIES,	OR'S FIRST RI , AND REQUES GLAS UTILITY	EQUESTS FOR DISCLOSURE, STS FOR PRODUCTION, COMPANY	ř., 2:06	

#### TO: Douglas Utility Company

c/o Mark H. Zeppa Attorney for Douglas Utility Company

Pursuant to §2001 et seq. of the Texas Government Code (the Texas Administrative Procedure Act or APA), Rules 190-198 of the Texas Rules of Civil Procedure and 30 Texas Administrative Code ("TAC") § 80.151, and 1 TAC § 155.251, you are required to answer in complete detail and in writing each of the following requests for disclosure, interrogatories, requests for production and requests for admissions. You are required to sign your answers to the questions or requests, to swear to the truth of your responses to interrogatories before a Notary Public or other judicial officer, and to deliver a complete, signed, and notarized copy of your answers and responses to Brian MacLeod, Staff Attorney, Environmental Law Division, MC 173, Texas Commission on Environmental Quality, P.O. Box 13087, Austin, Texas 78711-3087, within 30 days after service of this discovery, in accordance with the Administrative Law Judge's directive.

#### I. DEFINITIONS

As used herein, the terms "you," "your," or "yourself," refer to Douglas Utility Company, the party to whom these requests are addressed, as well as to each of its parents, predecessors, subsidiaries and affiliates, each of its present and former officers, employees, agents, representatives and attorneys acting on its behalf.

#### <u>REPRESENTATIVE</u>

As used herein, the term "representative" means any and all agents, employees, servants, officers, directors, attorneys, or other persons acting or purporting to act on your behalf.

#### **PERSON**

As used herein, the term "person" means any natural individual in any capacity whatsoever or any entity or organization, including divisions, departments and other units therein, and shall include, but not be limited to, a public or private corporation, partnership, joint venture, voluntary or unincorporated association, organization, proprietorship, trust, estate, governmental agency, commission, bureau, municipality, or department.

42860

THE EXECUTIVE DIRECTOR'S TO TREQUESTS FOR DISCLOSURE, INTERROGATORIES AND REQUESTS FOR PRODUCTION TO DOUGLAS UTILITY COMPANY



#### **DOCUMENT**

As used herein, the term "document" means any medium upon which information can be recorded or retrieved, and includes, without limitation, the original and each copy, regardless of origin and location, of any book, pamphlet, periodical, letter, memorandum (including any memorandum or report of a meeting or conversation), invoice, bill, order form, receipt, financial statement, accounting entry, diary, calendar, telex, telegram, cable, facsimile transmission, report, record, contract, agreement, study, handwritten note, draft, working paper, chart, paper, print, laboratory record, drawing, sketch, graph, index, list, tape, photograph, microfilm, data sheet or data processing card, computer tape or disk, or any other written, recorded, transcribed, punched, taped, filmed, or graphic matter, however produced or reproduced, which is in your possession, custody, or control. The term "document" further means a copy of any document, as referred to above, if such copy contains notes, writings or is in any way different from or an alteration of the original document.

#### **COMMUNICATION**

As used herein, the term "communication" means any oral or written utterance, notation or statement of any nature whatsoever, by and to whomsoever made, including, but not limited to, correspondence, conversations, dialogues, discussions, interviews, consultations, agreements and other understandings between or among two or more persons.

#### **IDENTIFICATION**

As used herein, the terms "identification," "identify," or "identity," when used in reference to: (a) a natural individual - require you to state his or her full name and business address; (b) a corporation - require you to state its full corporate name and any names under which it does business, its state of incorporation, the address of its principal place of business, and the addresses of all of its offices; (c) a business -require you to state the full name or style under which the business is conducted, its business address or addresses, the types of businesses in which it is engaged, the geographic

areas in which it conducts those business, and the identity of the person or persons who own, operate, and control the business; (d) a document - require

you to state the number of pages and the nature of the document (e.g., letter or memorandum), its title, its date, the name or names of its authors and recipients, and its present location and custodian; (e) a communication - require you, if any part of the communication was written, to identify the document or documents which refer to or evidence the communication, and, to the extent that the communication was non-written, to identify the persons participating in the communication and to state the date, manner, place and substance of the communication.

#### II. INSTRUCTIONS

#### **IDENTIFICATION OF DOCUMENTS**

With respect to each request, in addition to supplying the information requested, you are to identify all documents that support, refer to or evidence the subject matter of each request and your answer thereto.

If any or all documents identified herein are no longer in your possession, custody or control because of destruction, loss or any other reason, then do the following with respect to

#### THE EXECUTIVE DIRECTOR'S TO T REQUESTS FOR DISCLOSURE, INTERROGATORIES AND REQUESTS FOR PRODUCTION TO DOUGLAS UTILITY COMPANY



each and every such document: (a) describe the nature of the document (e.g., letter or memorandum); (b) state the date of the document; (c) identify the persons who sent and received the original and a copy of the document; (d) state in as much detail as possible the contents of the document; and (e) state the manner and date of disposition of the document.

If you contend that any material or information responsive to any of the interrogatories is privileged, state in response that: (a) the information or material responsive to the interrogatories has been withheld; (b) the interrogatory to which the information or material relates; and (c) the privilege or privileges asserted.

#### **CONTENTION REQUESTS**

When a request requires you to "state the basis of" a particular claim, contention, or allegation, state in your answer the identity of each and every communication and each and every legal theory that you think supports, refers to, or evidences such claim, contention, or allegation.

#### **CONTINUING REQUESTS**

These requests are to be considered continuing in nature and you are under a duty to timely supplement any response given to such request(s) as required by Rule 193.5 of the Texas Rules of Civil Procedure.

#### III. REQUEST FOR DISCLOSURE

Pursuant to Texas Rule of Civil Procedure 194, you are requested to disclose the information or material described in Rule 194.2(b),(c),(e),(f),(h) and (i) within thirty (30) days of the date of service of this request, as follows:

- b. the name, address and telephone number of any potential parties;
- c. the legal theories and, in general, the factual bases of the responding party's claims or defenses;
- e. the name, address, and telephone number of persons having knowledge of relevant facts, and a brief statement of each identified person's connection with the case;
- f. for any testifying expert:
  - 1. the expert's name, address, and telephone number;
  - 2. the subject matter on which the expert will testify;
  - 3. the general substance of the expert's mental impressions and opinions and a brief summary of the basis for them, or if the expert is not retained by, employed by, or otherwise subject to the control of the responding party, documents reflecting such information;
  - 4. if the expert is retained by, employed by, or otherwise subject to the control of the responding party:
    - A. all documents, tangible things, reports, models or data compilations that have been provided to, reviewed by, or prepared by or for the expert in anticipation of the expert's testimony; and
    - B. the expert's current resume and bibliography;
- h. any discoverable settlement agreements; and
- i. any discoverable witness statements.



#### **IV. INTERROGATORIES**

#### Interrogatory No. 1.

Please explain the reasons why and how the revenue requirement and Cost of Service expenses were allocated between water and sewer utility service.

#### Interrogatory No. 2.

Please identify each individual who worked for Douglas Utility Company, either as an employee or as a contract laborer for the test year, July 1, 2011 to June 30, 2012.

#### Interrogatory No. 3.

For each individual identified in Interrogatory No. 2, please provide the following information for the test year, July 1, 2011 to June 30, 2012:

a. the total amount paid to the individual;

b. the number of hours per week devoted to working for Douglas Utility Company

c. how and the reasons why the employee's salary was allocated between the water and sever systems;

d. the type and monthly cost of benefits such as bonus, health, life or dental insurance of each employee; and

e. the monthly cost of group insurance and how it was allocated for employees who worked or the water and sewer systems.

#### Interrogatory No. 4.

Please explain in detail why Douglas needs to build a New or Replacement Wastewater Treatment Facility and exactly what will be rebuilt, repaired, or replaced.

#### Interrogatory No. 5.

Please explain in detail all the factors that were considered when designing the proposed water and sewer rates, and why it is just and reasonable in regards to all customers, meter sizes, and customer classes.

#### Interrogatory No. 6.

Please explain the reasons why Douglas should be allowed to collect a surcharge to fund a New or Replacement Wastewater Treatment Facility. In particular, explain why the customers should service the loan instead of having the utility service the loan for the wastewater treatment plant and then have the loan included in calculating the weighted cost of capital.

#### Interrogatory No. 7.

Did you attempt to obtain the loan for the wastewater treatment facility and pay for the loan with your own funds without the surcharge? If so, please identify the documents involved in the application(s). Specifically, identify the application and the response to the application (either approval or refusal).

#### Interrogatory No. 8.

Please state all reasons and identify all documents that reveal that the utility is not able to obtain the loan from Integrity Bank itself and explain why it is necessary to have the customers pay the debt instead?



#### Interrogatory No. 9.

Please describe in detail what services are offered by Ms. Zieben that cannot be provided by your contractor (TNG) and /or employee (Olga Schnur).

#### Interrogatory No. 10.

List all customer or developer contributed capital (CIAC) for any assets that are included in your rate increase request calculations.

#### Interrogatory No. 11.

Please state who originally paid for the Wastewater treatment plant in place, how much was paid, when it was placed in service, how it was depreciated when it was completed depreciated, and explain how the utility recouped the cost of the wastewater treatment plant in its previous rates.

#### Interrogatory No. 12.

Please state how much longer you believe the wastewater treatment plant will be functional and provide continuous and adequate sewer service, and provide all reasons and identify all documents for that belief and identify all documents that support that belief.

#### Interrogatory No. 13.

Please provide a detailed summary of rate case expenses included in the known & measurable revenue requirement for the test year, July 1, 2011 to June 30, 2012.

#### Interrogatory No. 14.

Please describe the basis for the amount(s) mentioned in your application for each and every asset item(s) listed on Depreciation Schedule.

#### V. REQUESTS FOR PRODUCTION

**Request for Production No. 1**. Please provide Douglas Utility Company's general ledger and financial statements for the test year, July 1, 2011 to June 30, 2012, which includes an explanation of all account codes.

<u>Request for Production No. 2.</u> Please provide all invoices and other information to support the information contained in Request for Production No. 1 above.

<u>**Request for Production No. 3**</u>. Please provide invoices or documents that support the original cost at the time of installation of all wastewater and water treatment facilities and collection and distribution systems as listed in the Application.

**<u>Request for Production No. 4</u>**. Provide a copy of the trending study that was used to derive the original cost of trended assets.

**Request for Production No. 5**. Please provide backup invoices and other information to support the information provided under Request for Production No. 3 and 4 above.

<u>Request for Production No. 6</u>. Please provide copies of the utility's payroll taxes paid to any government agencies for 2011 and 2012. Include copies of W2's and 1099's for 2011 and 2012.

THE EXECUTIVE DIRECTOR'S FURTHEREQUESTS FOR DISCLOSURE, INTERROGA', SAND REQUESTS FOR PRODUCTION TO BOUGLAS UTILITY COMPANY



**<u>Request for Production No. 7</u>**. Please produce copies of applications for loans and any loan documents and agreements for the New or Replacement Wastewater Treatment Facility. Specifically, please provide all documents including but not limited to guarantees, security agreements, UCC filings, and all documents that are related to the loan between you and Integrity Bank referenced in your amendment to the application (exhibit ED E offered at the preliminary hearing).

<u>**Request for Production No. 8**</u>. Please provide all documents that reveal that you do not have sufficient funds to service the loan for the wastewater system referenced in your amendment to the application

**Request for Production No. 9**. Please provide all documents that indicate the amount of time Ms. Zieben and all other employees spend working on utility business broken down into hours per week (or as much detail as you keep records of -- e.g. timesheets) with a description of the services provided each week. Also provide all documents that reveal whether the time worked is allocable to water or sewer.

**<u>Request for Production No. 10.</u>** Please provide copies of the terms and conditions of any loans that Douglas Utility Company has obtained or applied for and the responses to such applications since January 1, 2009, and copies of the terms and conditions of any loans that Douglas is contemplating obtaining since January 1, 2009. Also provide all financial statements you or any person whose financial means were part of the application (including guarantors, cosigners, providers of collateral, etc.) provided in order to facilitate approval of the loan.

**<u>Request for Production No. 11</u>**. Please provide documents supporting the need for the surcharge requested by Douglas Utility Company.

<u>**Request for Production No. 12**</u>. Please produce documentation showing the number of gallons of water for which Douglas Utility Company has billed the customers during the test year, July 1, 2011 to June 30, 2012.

<u>Request for Production No. 13</u>. Please provide documentation of the number of Customers served by Douglas Utility Company during the Test Year, July 1, 2011 to June 30, 2012, and the number of Customers currently being served, as well as a breakdown on the types of Customers by class of service or customer classes or meter size.

**<u>Request for Production No. 14</u>**. Please provide documentation of the consumption levels for each meter size at each gallonage tier during the test year and documents providing the same information for expected usage for each of these categories.

**Request for Production No. 15**. Please provide documents showing the estimated costs for the new or replacement Wastewater Treatment Facility, including but not limited to the engineering, equipment, and construction costs. In responding to this request, please provide documents that reveal the basis for the list of estimated costs as well as the summary list of estimated costs.

<u>**Request for Production No. 16</u>**. Please provide documentation supporting the need for the new or replacement Wastewater Treatment Facility.</u>

**<u>Request for Production No. 17</u>**. Please provide all documents that reveal investigations into comparing the cost of repairing the wastewater treatment plant to the cost of replacing the wastewater treatment plant.

THE EXECUTIVE DIRECTOR'S FY REQUESTS FOR DISCLOSURE, INTERROGATED S AND REQUESTS FOR PRODUCTION TO BOUGLAS UTILITY COMPANY



<u>**Request for Production No. 18**</u>. Please provide all bids or estimates you have received for repairing or replacing the wastewater treatment plant.

<u>Request for Production No. 19</u>. Please provide all documents that relate to customer contributed capital or developer contributed capital (CIAC) for any assets that are included in your rate increase request calculations.

<u>Request for Production No. 20.</u> Please provide copies of construction plans, design plans and/or engineering reports for the new or replacement Wastewater Treatment Facility.

**Request for Production No. 21**. Please provide copies of any contracts and/or work orders or other agreements (that exceed \$300) between Douglas Utility Company and the operator(s) and/or contractors used to operate, repair, and/or maintain the Wastewater Treatment Facility.

**Request for Production No. 22**. Please provide copies of reports and/or work orders or other agreements (that exceed \$300) from the operator(s) and or contractors of Douglas Utility Company related to the repair and maintenance of the Water and Wastewater Treatment Facility since the facility was dedicated to public service, especially during the test year and beyond.

<u>Request for Production No. 23</u>. Please provide a list of names of all affiliates of Douglas Utility Company.

**<u>Request for Production No. 24</u>**. Please provide all documentation to support Douglas Utility Company's request for rate change in the application and the surcharge request.

<u>Request for Production No. 25.</u> Please provide all contracts and invoices for services and goods between you and any person that you will be making a rate case expense claim for.

**Request for Production No. 26**. Please provide income tax returns for the 2011 and 2012 tax years for the utility and any other person who guaranteed, cosigned, provided collateral for, or in any other way has any type of obligation relating to the loan with Integrity Bank. (Included with this request is a confidentiality agreement to protect the confidentiality of the information provided.)

<u>Request for Production No. 27</u>. Please provide a list of officers and directors of Douglas Utility Company since the company was formed.

**<u>Request for Production No. 28</u>**. Please provide your bank records and check register for the test year.

<u>**Request for Production No. 29</u>**. Please provide the corporate minutes of every meeting Douglas Utility Company has had since its inception.</u>

<u>**Request for Production No. 30**</u>. Please provide any documents that reveal that all persons who have obligations (as a guarantor, cosigner, provider of collateral, etc.) under the loan agreement with Integrity Bank are unable to service the loan.

**<u>Request for Production No. 31</u>**. Please provide invoices for the rate case expenses to date which indicate the date(s) of service, the amount of time spent, a description of the work done, the hourly fee (if applicable), and the total amount billed. Please continue to supplement this request timely up to the date of trial.

THE EXECUTIVE DIRECTOR'S FURTHER REQUESTS FOR DISCLOSURE, INTERROGATIONS AND REQUESTS FOR PRODUCTION TO SOUGLAS UTILITY COMPANY

۰.



**Request for Production No. 32**. Please provide invoices for all property taxes for Douglas Utility Company during the test period of July 1, 2011 to June 30, 2012.

**Request for Production No. 33**. Please provide any and all documents that support the following figures presented in your water and sewer rate/tariff change applications submitted to the TCEQ: (a) total number of gallons pumped and (b) total number of gallons billed to customers.

**<u>Request for Production No. 34</u>**. Please provide a copy of any and all blueprints, diagrams, or drawings of your existing water and sewer distribution system that describe size, fire hydrants, and total linear feet of pipe.

**<u>Request for Production No. 35</u>**. Please provide map(s) and all blueprints, diagrams, or drawings of all water and wastewater facilities currently in place for your water system.

<u>Request for Production No. 36</u>. Produce all invoices that support each item included in your calculations that add up to the revenue requirement you propose for your water rate increase application. The list is on page 11 of your application.

<u>**Request for Production No. 37</u>**. Produce all invoices that support each item included in your calculations that add up to the revenue requirement you propose for your sewer rate increase application. The list is on page 24 of your application.</u>

**<u>Request for Production No. 38</u>**. Produce all documents that would reveal or estimate how much longer the wastewater treatment plant will be functional and deliver continuous and adequate sewer service.

<u>**Request for Production No. 39**</u>. Please provide any correspondence from TCEQ for construction approval of the existing water and wastewater facilities and any improvements since the original construction.

**<u>Request for Production No. 40</u>**. Provide all documents that support and/or were identified in your answers to interrogatories.

#### VI. REQUESTS FOR ADMISSIONS

Request for Admission No. 1. Admit that the Utility is incapable of repaying the loan.

<u>**Request for Admission No. 2**</u>. Admit that any other person who is obligated in any way (including but not limited to co-signers, guarantors, and/or providers of security or collateral) are incapable of repaying the loan.

Request for Admission No. 3. Admit that the Utility is capable of repaying the loan.

**<u>Request for Admission No. 4</u>**. Admit that any other person who is obligated in any way (including but not limited to co-signers, guarantors, and/or providers of security or collateral) are capable of repaying the loan.

<u>**Request for Admission No. 5**</u>. Admit that if the customers pay the Integrity Bank loan through the surcharge, they will pay off the balance on the purchased assets at least five years before the expiration of the expected useful life of the asset.

THE EXECUTIVE DIRECTOR'S FURTHEREQUESTS FOR DISCLOSURE, INTERROGATIONS AND REQUESTS FOR PRODUCTION TO BOUGLAS UTILITY COMPANY



<u>**Request for Admission No. 6**</u>. Admit that if the customers pay the loan through the surcharge that they will be paying for the assets purchased with the loan at a quicker rate than if they were paid for by the utility and the annual depreciation were part of the cost of service.

<u>**Request for Admission No.**</u>7. Admit that the services provided by Ms. Zeiben could be provided by the contractors and/or employees if Douglas Utility Company.

**<u>Request for Admission No. 8</u>**. Admit that Ms. Zeiben is an affiliate of Douglas Utility Company.

**<u>Request for Admission No. 9</u>**. Admit that the wastewater treatment plant sought to be paid for by the surcharge cannot be constructed until the plans and specs are approved by the TCEQ.

<u>**Request for Admission No. 10**</u>. Admit that no plans and specs have been provided to the TCEQ for a new wastewater treatment plant pursuant to 30 TAC § 217.1 and 217.10 or other law and regulation.

<u>**Request for Admission No. 11**</u>. Admit that you received only one bid for the cost of putting in a new wastewater treatment plant before applying for a loan to pay for it.

**<u>Request for Admission No. 12</u>**. Admit that the bid for the cost of a new wastewater treatment plant was taken from TNG.

<u>**Request for Admission No. 13**</u>. Admit that the bid attached hereto as attachment "A" is the entire and only bid you took for replacement of the wastewater treatment plant.

**<u>Request for Admission No. 14</u>**. Admit that TNG is the contractor you use to operate the plant.

**<u>Request for Admission No. 15</u>**. Admit that TNG is an affiliate of Douglas Utility Company

**<u>Request for Admission No. 16</u>**. Admit that your wastewater treatment plant is not 25 years old.

<u>Request for Admission No. 17.</u> Admit that your wastewater treatment plant is not in need of replacement.

<u>**Request for Admission No. 18**</u>. Admit that the current Wastewater treatment plant is operational and functional and capable of continuing to provide continuous and adequate service.

<u>**Request for Admission No. 19.**</u> Admit that the wastewater treatment plant will continue to be operational and functional and capable of continuing to provide continuous and adequate service for at least 4 more years.

<u>**Request for Admission No. 20</u>**. Admit that the documents attached to this discovery marked as attachment "B" are true and correct copies of documents on file with the Texas Secretary of State regarding your corporate status and structure.</u>

**Request for Admission No. 21**. Admit that you have completely depreciated the wastewater treatment plant in this application (there is no provision for the current wastewater treatment plant in annual depreciation or in net invested capital in this application).

THE EXECUTIVE DIRECTOR'S FY REQUESTS FOR DISCLOSURE, INTERROGATED S AND REQUESTS FOR PRODUCTION TO DOUGLAS UTILITY COMPANY



**Request for Admission No. 22**. Admit that one purpose for collecting annual depreciation in a rate is to provide recovery of the cost of using up the purchased asset based on straight line depreciation over the service life of that asset.

Respectfully submitted,

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

Richard A. Hyde, P.E., Executive Director

Robert Martinez, Director Environmental Law Division

Eur D

Brian MacLeod Staff Attorney Environmental Law Division State Bar of Texas No. 12783500 P.O. Box 13087; MC 173 Austin, Texas 78711-3087 Phone: (512) 239-0750 Fax: (512) 239-0606

ATTORNEYS FOR THE EXECUTIVE DIRECTOR

#### **CERTIFICATE OF SERVICE**

I certify that on February 11, 2014, a copy of the foregoing document was sent by first class, agency mail, electronic mail, and/or facsimile to the persons on the attached Mailing List.

Buan D. Mackens i

Brian MacLeod Staff Attorney THE EXECUTIVE DIRECTOR'S FURTHER REQUESTS FOR DISCLOSURE, INTERROGATION IS AND REQUESTS FOR PRODUCTION TO SOUGLAS UTILITY COMPANY



#### Mailing List Douglas Utility Company TCEQ Docket No. 2013-1735-UCR SOAH Docket No. 582-14-1052

#### FOR THE APPLICANT:

Mark H. Zeppa, Attorney Law Office of Mark H. Zeppa, P.C. 4833 Spicewood Springs Rd., Ste. 202 Austin, Texas 78759-8436 512.346.4011 512.346.6847 (Fax) markzeppa@austin.rr.com

#### **RATEPAYERS:**

John L. Wilson McGinnis Lochridge, LLP 600 Congress Ave., Ste. 2100 Austin, Texas 78701 512.495.6015 512.505.6315 (Fax)

#### Karl E. Wolff

5523 Mendota Lane Houston, Texas 77032 713.301.7149 (Cell)

#### FOR THE EXECUTIVE DIRECTOR:

Brian MacLeod, Staff Attorney Texas Commission on Environmental Quality Environmental Law Division MC 173 P.O. Box 13087 Austin, Texas 78711-3087 512.239.0750 512. 239.0606 (Fax) Brian.macleod@tceq.texas.us

#### FOR THE CHIEF CLERK:

Bridget C. Bohac, Chief Clerk Texas Commission on Environmental Quality Office of Chief Clerk, MC 105 P. O. Box 13087 Austin, Texas 78711-3087 512.239.3300 Fax: (512) 239-3311 Bridget.c.bohac.@tceq.texas.us

#### FOR THE PUBLIC INTEREST COUNSEL:

Garrett Arthur, Attorney Texas Commission on Environmental Quality Public Interest Counsel MC 103 P.O. Box 13087 Austin, Texas 78711-3087 512.239.5757 512.239.6377 (Fax) <u>Garrett.arthur@tceq.texas.us</u>

## Attachment A

TNG UTILITY
PO Box 2749
Spring, Texas 77383

QUC	DTE
Invoice #	D-9113
Date	9/24/2013

To: Douglas Utilities 5530 N. Sam Houston Pkwy. Houston, TX 77032

Re: Wastewater Treatment Capitol Improvements

	Job Location	PO#	Date Shipped	Terms
Was	stewater Treatment Plant	N/A	N/A	N/A
Item		Description		
1	Engineering and TCEQ App	roval Process		Amount \$15,000.00
2	Gaylord Investment Compan 360,000 GPD w/4Q peak flo	y w design Wastewater '	Treatment Plant	\$829,000.00
3	Clearing, Site Work and Elec	etrical (not to exceed)		\$100,000.00
			Total Due	\$944,000.00

Thank you for the opportunity to be of service. Should you have any question regarding this quote please contact Wesley Wright at 281-350-0895 or wesleyw@tng-utility.com.

THANK YOU FOR YOUR BUSINESS



## Gaylord Investment Company

P.O. Box 79266 Houston, TX 77279 Phone: 718(461-11/17 Fax: 713(461-1921

El2/Gaylord Quote

For

Douglass Utility .360 MGD WWTP

Prepared for Wesley Wright, TNG Utility

The follow quotation is for: a steel waste water treatment plant from flange in to flange out, sized for an average flow of 360,000 GPD with a peak flow of 40. The influent strength is assumed to be 230/230 and the effluent quality is assumed to be 10-15-3.

included in the plant are:

- Clarifier with a diameter of 44' and a side wall height of about 15' to accommodate for the grout slope, complete with gear drive, sweep arm, rake arm, stilling well, scum pipe, launder trough, v-notch weir plate, and RAS with avrift.
- Three (3)Aeration tanks with dimensions of 55' long x 12' wide x 12' tall (10' SWD), complete with handrails, kick plates, individually ball valved air drops with course bubble diffusers, air header and sludge header.
- Three (3) digester tanks sized 52' L x 12' H x 12' W, with, handrails, kick plates, individually ball valved air drops with course bubble diffusers, air header, sludge header, decants with air lifts.
- A baffled CL2 tank sized 28' L x 12' W x 12' H (8' H V notch weir), flow measuring equipment, air header, and individually ball valved drop pipes and course bubble diffusers.
- All interconnecting piping and valves
- A headworks splitter box to handle the entire plant
- The existing blowers refurbished and reused
- Gas chlorine system
- Exterior epoxy coating and interior coal tar epoxy coating
- Stairs
- Control panel/s for equipment provided
- Freight to the site

Not included items are: clearing and grubbing of the site, foundations, road work, electrical work, grout in the clarifier, fence, and installation of the plant.

The price for the above plant with all new equipment is \$829,000.

Refurbished equipment may be available.

Wednesday, September 11, 2013

**Douglas Utilities** 

ì Water and Wastewater Facility

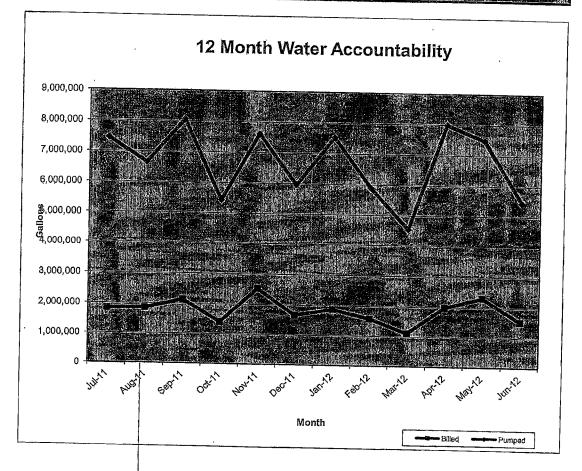
Capitol Improvements Program / Budget Revised Replace Phase 1

ちゃ ひかり きゅう		Sarriser .			
HC? 7775		24 204 644	\$1.191.371	8945,473 I	
V62-16663	1 CEL 2619	E165,735	, 596'zbres	C'SC'CENER	Prinsipal and the second s
\$148,489	1 380'8ZTS	055'0175	27.20.20		· · · · · · · · · · · · · · · · · · ·
\$1,484,894	£88,982'1C	The 607'T		02	Engineering
nonc		X77777	5052 No+	\$822,150	' Subtotal
		80.00	\$0,00	50.0Q	UE PUND # Z
en on		\$0,00	20°05	ha ne	
\$0.00	00'05	NUMBER OF COMPANY	-pn.nc		Ift Þumn # 1
20100	50,00	「日本語」ということの「日本語」	* * *	50 05 ····	Ift Station Wet Well
50.00	AD 20 40		ļ	00.05	Clarifier Drive
<u>100'ns</u>		には、「こので、こので、こので、こので、こので、こので、こので、こので、こので、こので、		50,00	Blower Controls
NO:AC			00:05	\$0,0 <del>0</del>	hiomet -
47 444			B0.05	so, ga	alandar in storage in the storage in
NUL SA	4		so oo	anna	TAUTH AND A STRATE AND
\$81,275,01	\$70,108.55	\$60,476.24	単語のなどのないないので、	AV-AK	Generator/Transforsin-File
\$17,158,96	314,800,89	Y2'K0X'Y		S45 non no	haoming Power switch Gear
00.05	bit:net	いたので、「「「「「「「「」」」」」」」」」」」」」」」」」」」」」」」」」」」」」		60.602,68	Cantrol Room
\$63,213,89	10 00 10 10 10 10 10 10 10 10 10 10 10 1		50.02	00.0\$	Chilormation System
ân nă		AT NAT AT	\$40,574,59	10000000000000000000000000000000000000	Mana startun
HUL 44	40.00	\$0.06 ·	\$0,00		
	50:00°	00,0\$	\$0,00		
558.969 53	\$50,867,64	543,878,87	DA PROPERT		Planf Rehah
ZT. TT9. D875	3155,796,74	44'Tac'here	The start with		Plans Cleanout
51,083,666,74	EF-903-4064	black of a back	4145 037 Mai 1		Plant Transition
14 LANDA	THY VOL: VEDE	7077A 220 02	\$695,564,44	10010000000000000000000000000000000000	maneseman cube, doo gooj
1000	- ¥698	2022	2017	2012	Tüble Jüstinbati Sanater.
· .	450	Projected Replacement Cost	Pro Pro		
			tilets maintais of the back and a		Wastewater Commonseite
			ちちひろうひ ちょう デバー・ディー・ション		

۰.,

Douglas Utility Co. Water Production Report June 2012

It Hyonth St	BUCCO I	Mannenance	MESCHAVERSION	tan Elimpeon a	2020COUNTED INT
Jun-12	1,529,000	0	0	5,452,000	28.04%
May-12	2,306,000	0	· 0	7,486,000	
Apr-12	1,985,000	0	· Õ	7,998.000	30.80%
Mar-12	1,113,000	Ó	3,053,000	4,553,000	24.82%
Feb-12	1,581,000	0	3,901,000		91.50%
Jan-12	1.865.000	ů O	0,001,000	5,882,000	93.20%
Dec-11		0	U	7,537,000	24.74%
Nov-11	1,665,000	0	0	5,966,000	27.91%
	2,524,000	0	0	7,614,000	33.15%
Oct-11	1,402,000	0	Q	5,428,260	25.83%
Sep-11	2,132,000	0	0	8,062,800	26.44%
Aug-11	1,854,000	0	0	6.644.200	27.90%
Jul-11	1,836,000	0	0	7,440,700	24.68%
lionalit i take	21/492.0000		10		27,22269,314



1

	s	2	#2 Water
A110-10	Sep-12	Month	#2 Water Production Info:
000 000 2	5,865,000	Billed	nfo:
1	100,00	Maintena	

	51%		15,579,000 109,364,260	700,000	39,056,000	Total
ł	31.30%	-7,165,300		500,000 -	2,243,000	Jul-1.1
	24.68%	7,440,700	0	0	1,836,000	
	27.90%	6,644,200	0	0	1,854,000	-ug-11
	26.44%	8,062,800	0	0	2,132,000	Aug 44
	25.83%	5,428,260	0	6	1,402,000	00-11
	33.15%	7,614,000	0		2,324,000	Dot-44
	27.91%	5,966,000	0	0	1,665,000	Nov 44
	24.74%	7,537,000	0	c	1,003,000	
	26.88%	5,882,000	3,901,000		1,301,000	1-100-12
	24.45%	000,ccc.	2,020,000		1 501 000	Feb-12
	- 1105/0	A EEO 000	2 022 000	D	1,113,000	Mar-12
	24.87%	7,998,000	0	0	1,985,000	Apr-12
	30.80%	7,486,000	0	0	2,306,000	May-12
	28.04%	5,452,000	0	0	1,529,000	21-110
	31.96%	7,394,000	0	0	2,363,000	71-100
	92.18%	7,478,000	5,061,000	100,000	0,03,000	21-GDV7
	82.13%	7,263,000	3,564,000	100,000	000,298,5	Aux 12
		- ampeu	Haverstock			2-12
	o/ 1	Bimped	Estimated	Maintenance	Billed	Month

Total	Jun-11	Jui-11	Aug-11	Sep-11	004-11	Nov-11	Dec-11	Jan-12	Feb-12	Mar-12	Apr-12	May-12	Jun-12	Jul-12	Aug-12	Sep-12	Month	#3 Sewer T
55,586,000	4,291,000	4,593,000	4,153,000	4,725,000	4,104,000	4,366,000	4,608,000	4,606,000	4,481,000	4,931,000	5,038,000	4,448,600	4,514,000	5,065,000	4,841,000	4,584,000	Gallons Treated	Treatment Info:

.

# #5 Customer Usage Info:

÷				•	•••	•		•••	••••	•				-				
#6 Customer Count:		i otalo,	Totale	Vacants	1 /manuto	- in the second s	Anartmente		12" Water Only		A Marci & Semen	3" Water 9. Count	The states of the states	111/2" Water & Source	el el succi or desses	5/8" Water & Sever		Category
		000,000,000	2 002 002	22,000	.[	000,4000		0000-000	761 000		245,000	T 11 0000		2	200,000	070 000	21-020	20233
		3,865,000 6,793,000 2,363,000		16,000		000'Tan'c	1 022 220	000,000			494,000		-	,	000,258	01-0 000	~1-Fnt	A
				19.000				1000,870	670 000	ί.	725.000		0		941,000		201-72	
		1.529.000	00000	66 000				263,000	222 222	771,000	441 nnn		0		759,000		Jun-12	
		2 305 000	13,000	70 000				805.000		040,000			>	0,000	876 nnn		Mav-10	
	000'STT'T 000'COC'T 000'COOL	1 005 000	34,000					777 nnn	Ł	000.000	- 1	c	>	000,420,4	1 1 1 1 1 1 1	721-12	1 Apr-10	
	000,511'T	1 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	26,000				140,000	100 000	000,000	1 000 005		-	2	000'79C 000'470'r		71-IPIN	10-10	
	1,581,000		26.000				000'sar	400 000	000,000	200 000		C,		000,98/		reb-12	1	
	1.865.000 1.665.0	000,000	000 68				279.000 1		000,000		•	5		892.000		Jan-12		
- 000/000/-	1.665.000 a	I٩					1 000 8EC		606,000 511,000 371 0n0	202 222	4	خ ۔۔۔		750 000		Dec-11		
	774 000	00,000	20.00			DOD'SET DOD'OCA'T			511.000		1,000	3	210,000	0/0 000		Nov-11		
1,402,000		9,000	2000			000,101		00000	371 000		2,000		000,020	000 000	000-11	0~444		
1000,252,2	433 200	12,000				1 000'STS					3,000		1,210,000	110000	11-090			
1,860,000		16,000		_		515,000   436,000   369,000		40/,000	ACT NON		0		000,146		Aug-11			
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		6,000						423,000			2		<u>1,038,000   1,210,000   951,000   1,038,000   1,286,000   1</u>		Ju-11			
2,243,000		8.000			opolog.	458 DOO 1		491,000 1		-	>	and and	1.286.000		Jun-11			

#6 Customer Count:

	Ī	Totals:	Vac		Apa		Sew	ľ	2	2	111					J
		als:	acants		partments		Sewer Only	water Oilly	Natas Only	water & sewer		vvater & Sewer		water & Sewer		Category
	ļ	222	20		2	<	5	u	,	ដ		0		182		Sep-12
	77.2	111	20		2	-	,	ω		5		0		182		Aug-12
	777	222	15	~	J	c	,	ω		5		Ş	100	781		.hrl-12
	612		19	C	,	0		ω	}	15	-	5	701	107	21-1100	1
	219		18	0		-		u.	t	7	c	<b>^</b>	183	3	Z1-VEIA	
	219	20	ת <u>ר</u>	0	6	5		0	5	1	0		184		Apr-12	
0.1.5	218	22	1	0	G	>	L	د	14		5		176	1	Mar-12	
977	010	41	2	>	-		¢.	, !!	14			1.1	170		Eph-13	
817	242	et	-	-			ω	1	14	c	-	TOT	101	7413-17	2	
217		25	-	,	<u>حز</u>	ļ		5	ů	c	>	1/2		nec-11		
217		25	c	,	<b></b>		ω	ե	1	c	,	175		Nov-11		
216		19	c	,     		~	د	14		0		180		001-11		
216	Į	7		,	-	~	ر ار	14		0		184		Sep-11		
216	13	10		-	_	~	,	14		•	100	180		Ann-11		
216	t	;		۶		2		14		0	100	100	047-11	1.44		
274	27	;		H		2		12	•	2	ToT	101	101-11	1 m 4 4		

217

217

216

216

216

216

214

\* ,

∴.

i i 1

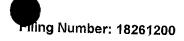
•

-----

# Attachment B

	00

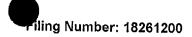
## 00018583894



130383 <sub>2807</sub>	701								
Texas Franchise Tax Public Information Report									
Ver. 4.2	via 03-102 To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions								
_	(Rev.9-11/30) Tcode	This report MUST t 13196	be signed a	and filed to s	atisfy franct	iise tax requi	rements		
Taxpayer	number		Re	port year	You have c	ertain rights <i>un</i>	der Chapter 552	2 and 559 G	overnment Code
30000	498805		21	013	to review, i	request, and c	orrect information	on we have a	on file about you,
Taxpayer name	DOUG	LAS UTILITY COM	PANY	<u></u>		at (800) 252-	1381 or (512) 40	53-4600.	
Mailing address		RCREST DR					Secretory of	State (SOS) file n	
	STON		TX				Comptroller	file number	umber or
		State	1.V	Z	IP Code 77(	) 4 2 Plus 4	0018	261200	
Check bo	ox if there are curr	ently no changes from previous year; if no RIVERCREST DR HOUSTON	Information is	displayed, comp	lete the applicabl	a information in Se	cilons A. B. and O.		
Principal office Principal place	the second s		//04	ни.			Cudis A, 5 and C.		
Principal place		32 EAST RIVERCREST DR	HOUSTON	TX 7704	2,,,				
	110	fficer, director and member info sport is completed. The informa-	ition is und	بالسريميص اعصاها		· · · ·	tion		
Please sigr		port. mere is no requirement of	r procedure	e for sunnlem	enting the last	ormation as	×		
	0.	incers, unectors, or members or	Sanna thrai	Inhout the use	-	ernation as	3	000049880	513
Namo	inditie, title 8	ind mailing address of each offi	cer, directo	or or member					
CAROL ZI				IDENT		Director X YES	Term n expiration	nmd d	<u>Y</u> Y
Mailing address 32 EAST F	RIVERCREST	DR 、	City HOUS			123 123	State	ZiP Co	ode
Name			Title			Director	TX Term m		042
Mailing address	1	• 	CI1.			VES	expiration	<u>n m d d</u>	<u> </u>
			City				State	ZIP Co	de
Name			Title	<u> </u>		Director	Term, m	m d d	
Mailing address			City			YES	expiration		
SECTION B	Enter the inform	nation required for each comparation					Slate	ZIP Coc	te
	subsidiary) corport	nation required for each corporation ation or limited liability company	i of LLC, if a	ny, in which th	is entity owns a			·····	
N/A				State of format	ion	Texas SOS f	lle number, if any	Percentage of	í ownership
		ition or limited liability company		State of format		Texas SOS fi	le number, if any	Percentage of	f ownership
SECTION C	Enter the inform liability compan	nation required for each corporation y.	or LLC, if ar	l ny, that owns a	n interest of 10	percent or mor	e in this entity or I	limited	
		or limited liability company	<u> </u>	State of formati			e number, if any		
	and registered offic	ce currently on file. (see instructions if you	•	L		10,20,000	e number, ir any	Percentage of	qwnərship
Agent: CAL	NOL OLA	N ZIEBEN	need to make	changes)		Check box if the registere	you need forms to cl d agent or registered	hange office information	
Office: 32	<u>E RIVE</u>	RCREST DR		City	HOUSTC	37			
		Section 171.203 of the Tax Code for each of The information will be available for public							11042
I declare that the in been mailed to each	iformation in this d h person named ir	document and any attachments is true and a this report who is an officer, director or a	correct to the	best of my know	edge and belief, a	is of the date below	w, and that a copy of	this report has	
sign 🕨 / 🖌		11	Title			, or a related, corp	oration or limited liab	sility company.	
here	<u>ann</u>	Juben		RESIDEN	IT C	ate 9-12.	-12 Area c	code and phone n	rumber 1-2
		() i i i i i i i i i i i i i i i i i i i	as Compt	roller Officia	Use Only	1		21027	<u>553</u>
■Ⅱ脱	÷ 6424. [	eriut katikatoka		in Street And	5. 💷 ( ) ( )	Γ			
	GIE SIE			21 S 🛛	49	L	VE/DE	PIR IND	
	ISES/FI								
	<b>HEAL</b>			「日本の	<b>SI</b>	)(#1		<b>.</b> 	in tr tru e crus
		這個的傳統的影響。	10:467						
				/ / <b>//// // (</b>		1184		- 1417 K LA) AI(L)	199 M L 49 M E 2007
							10	119	
									,



### 



.

180701 12-07-11										
TX2012 Texas F	ranchise T	ax Publ	ic Infor	matior	Report					
vor, 5.5 05-102 To be filed by Corpora	tions, Limited	Liability C	ompanies	(LLC) ar	nd Financia	al Institutio	ns			
(Rev.9-11/30) This report MUST Tcode 13196	" be signed an	nd filed to	satisfy fr	anchise	tax requir	ements				
Taxpayer number	<b>I</b> Davi									
	- керс	ort year	You ha	ave certa iow rock	in rights un	der Chapt	ər 552 a	nd 55	9, Governme	nt Code,
30000498805	20:	12	Conta	ct us at	(800) 252-	01/9¢Cinto 1381 or (5	rmauon 12) 463	WO NA .4600	ive on file abo	out you.
	MPANY						12) 400	4000.		1
Mailing eddross 32 EAST RIVERCREST DR						Secr	itary of St	ata (SOS	) file number or	
HOLISTON	m v					Com	otrofler file	number		{
State	TX	1	ZIP Code	7704	2 Plus 4	0	)182	612	00	
Check box if there are currently no changes from previous year; if Principal office 32 EAST RIVERCREST DR, HOUSTO	N, TX 77042			olicable infe	ormation in Se	ictions A, B ar	ıd C,			·
Principal place of business 32 EAST RIVERCREST D	R, HOUSTON,	TX 770	42, , ,			i				
Officer, director and member in Report is completed. The inform	formation is re	ported as	of the dat	te a Pub	lic informa	tion				
Report is completed. The inform Please sign below! report. There is no requirement	or procedure (	ted annual for supple	lly as part	of the fi	anchise ta	x				
Unicers, directors, or members	Change throug	hout the s	(AOF	ne intorn	nation as		2 * 2	10000A	:0010000000000000000000000000000000000	INTO RECUI
SECTION A Name, title and mailing address of each o	flicer, director	or membe	er,				5	~~~~	130002T5.	
Name HERBERT J. ZIEBEN	Title				actor	Term	m	ma	Idyy	
Maliing address	PRESI	DENT		[2	YES	expiration				
32 EAST RIVERCREST DR	HOUST	ON				State TX		ļ	ZIP Code	
Name	Title			Dir	ector	Term		1	77042	
					] YES	expiration		m a	αγγ	
Mailing address	City					State	•	:	ZIP Code	
Name	, 1,1 Title									;
	Title				actor	Term expiration	, <i>m</i>	m d	dyy	, I <sup>,</sup>
Mailing address	City"		· ·		J YES	•	1	1.		
			•			State		2	IP Code	
SECTION B Enter the information required for each corporat	ion or, LLC, if.any	y, in which I	this entity o	owns an h	nterest of 10	) percent or	morè.	1	· · · ·	2
Name of owned (subsidiary) corporation or limited liability company $\mathbf{N}/\mathbf{A}$	· · · · ·	State of form	ation		Texas SOS f	ile number, lf	any	Parcar	itage of ownership	·
Name of owned (aubsidiary) corporation or limited liability company	1	State of form			-	••				
I						ile number, if			lage of ownership	
SECTION C Enter the information required for each corporati liability company.	on or LLC, if any	, that owns	an interest	t of 10 pe	rcènt or mo.	re in this en	titv or fin	i nited		
Name of owned (parent) corporation or limited liability company							1			
N/A		State of form	ation		Texas SOS fi	le number, if i	iny	Percen	lage of ownership	
Registered agent and registered office currently on flie: (see Instructions if y	/ OU NOOD to make cl	hannes)					l			
Agent: CAROL JEAN ZIEBEN		(angua)		L	the registere	if you need for ad agant or re	ms to cha platered of	nge fice info	mation.	
Office: 32 E RIVERCREST DR		cit	HOU	STON						42
The above information is required by Section 17 1.203 of the Tax Code for eac for Sections A, B, and C, If necessary. The information will be available for pu	sh corporation or lin iblic inspection	mited liability	company tha	at files a Te	xas Franchise	Tex Report. L	se additio	nat shee	its	
i deciare that the information in this document and any state										
	or member and who	o la not curron	wiedge and i Ny employed	belief, as o I by this, or	f the date belo a related, cor	w, and that a poration or (in	copy of the	ls report	has	
here CAAR Zil.	Title			Date			1		none number	
Civere reals		ESIDE			11211	12-	71	3 7	\$2455	2
	exas Comptro	oller Offic	lal Use O	nly				******		-
·····································	1	Li Statuli e	0.5. <b>m</b>		· • 1	ا سنسا	~ l	•		
		2 <b>11</b> 2/1		· ·		VE/DE	.니	PIR I		1.
	( <b>1</b> 8/ <b>1</b> 8									•
	《书》书》	- Fo.						· ·	•	
	"我们	2230	<u>, 1</u>		·					
·····································		1,5	145,		[],	£1       <b>6 8</b>				
							101	Q		
							101			•

Form 424 (Revised 05/11)	This space reserved for office use
Submit in duplicate to: Secretary of State P.O. Box 13697	FILED In the Office of the Secretary of State of Texas
Austin, TX 78711-3697	Certificate of Amendment NOV 1 6 2012
512 463-5555 FAX: 512/463-5709	Corporations Section
Filing Fee: See instructions	
,	Entity Information
The name of the filing entity is:	; ·
Doualas	SUtility Company, Inc.
State the name of the entity as current	the shown in the reports of the source of th
of the entity, state the old name and no	ot the new name.
The filing entity is a: (Select the ap	propriate entity type below.)
For-profit Corporation	Professional Corporation
Nonprofit Corporation	Professional Limited Liability Company
Cooperative Association	Professional Association
Limited Liability Company	Limited Partnership
Outpatty	1001.1000
	ung entity by the secretary of state is $(\alpha / (\alpha / (\beta / (\beta / \beta))))$
The file number issued to the fil	ling entity by the secretary of state is: $\frac{826200}{5112002}$
The file number issued to the fil	ing entity by the secretary of state is: $820/200$ ity is: $5/1/2002$
	ing entity by the secretary of state is: $182$ ity is: $512002$

#### 1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

### 2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity., The article or provision is amended to read as follows: 计兼见 化氯乙基酸合物医羟酸钙 化乙酸化

RECEIVED	r i · g ~ 4 · i ·	
NOV 16 2012	<u>у</u> р	in an a
Secretary of State	1.	·- ,

Form 424

#### Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is:

C.  $\Box$  This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is:

The following event or fact will cause the document to take effect in the manner described below:

#### Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

8/12 Date:

ompan By: Signature of authorized person

Printed or typed name of authorized person (see instructions)

Fo	rm	401

Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709



## Statement of Change of Registered Office/Agent

Filed in the Office of the Secretary of State of Texas Filing #: 18261200 03/30/2011 Document #: 361735180002 Image Generated Electronically

for Web Filing

Filing Fee: See Instructions

**Entity Information** 

The name of the entity is :

DOUGLAS UTILITY COMPANY

The file number issued to the entity by the secretary of state is: 18261200

The registered agent and registered office of the entity as currently shown on the records of the secretary of state are:

#### Leon Phillips

1902 BLODGETT AVE, Houston, TX, USA

Change to Registered Agent/Registered Office

The following changes are made to the registered agent and/or office information of the named entity:

Registered Agent Change

A. The new registered agent is an organization by the name of:

OR

B. The new registered agent is an individual resident of the state whose name is:

<u>Carol Jean Zieben</u>

Registered Office Change

C. The business address of the registered agent and the registered office address is changed to:

32 East Rivercrest Dr., Houston, TX, USA 77042-2501

The street address of the registered office as stated in this instrument is the same as the registered agent's business address.

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

B. The consent of the registered agent is maintained by the entity.

#### Statement of Approval

The change specified in this statement has been authorized by the entity in the manner required by the BOC or in the manner required by the law governing the filing entity, as applicable.

#### Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: March 30, 2011

<u>Carol Zieben</u>

	00	008086900			dine. h	<b> </b> . <b> </b>		4000			1
To be table of consolutions. Links PUBLIC INFORMATION REPORT     To be approximately compared Links PUBLIC information     To be approximately compared Links PUBLIC information     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax requirements     To add it should be added and filed to satisfy franchise tax     To add it should be added     To added and added     To added added     To added added added added added     To added     To added added     To added added     To added added     To add	980701 12-02-09					umb	er:	1826	1200	)	
Tode 13196 Tode 1319 Tod		CHISE TAX PUBLIC	) INFORM	IATION RE	PORT						
Expansion number     Support number     Suppor	The report most	be signed and filed to s	npanles (LLC atisfy franci	S) and Financ nise tax requi	cial Institut irements	lons					
30000498805       2010       To have begin infinite under Chapter 5242 and 559, Government: Code Control Links under Chapter 5232 and 559, Government: Code Control Links under Links under Chapter 5232 and 559, Government: Code Control Links under Links under Chapter 5232 bits under Chapter 5232 bits under Competitive in Antonia and the control Links under Chapter 5232 bits under Chapter 5232 bits under Competitive in Antonia and the control Links under Competiti		Beport vear	_								
Target manage       Contract us at: (5/2) 463-4600, or (800) 252-1364 to three national distribution of the particular stress of the partene (10%) or more.	30000498805		You have c	ertain rights ur	nder Chap	ter 552	and	559, (	Govern	ment (	Code,
Induction Districtions	Taxpayer name	2010	Contact us	at: (512) 463	8-4600, or	ormatic (800) 2	on we 252-1	a have 1381, t	on file oll free	about nation	you. wide
HOUSTON     Trix	Malling address										
The set of these are currently no changes inton product year, if no intonuction is descipted to exploited in the solutions in deciders A. B and O.      The set of these are currently no changes inton productly were in a interest of a product of the solution in deciders A. B and O.      The set of the set of the set of the solution in deciders A. B and O.      The set of the set of the set of the set of the solution in deciders A. B and O.      The set of the set o	Chy				Se Ço	cretary o mptrolle	f State r file nu	ille nun umber	iber or		
	441	17	77035		0	018	261	200	)		
5326 W. BELLFORT, SUITE 120, HOUSTON, TX 77035         Officer, director and making information is reported as of the data a Public Information as officer, directors, or members change throughout the mening the information as a part of the increasing at part of the increas	Principal office	no information is displayed, comp	plete the applicat	ole information in (	Sections A, B	and C,					
5326 W. BELLFORT, SUITE 120, HOUSTON, TX 77035         Officer, director and making information is reported as of the data a Public Information as officer, directors, or members change throughout the mening the information as a part of the increasing at part of the increas	5326 W. BELLFORT, SUITE 120	, HOUSTON, T	x 7703!	5	1						
Decase sign below:     The complete of the information is reported as of the date a Public Information as     The information is updated annually as part of the franchise tax     The original is no requirement of procedure for aupplementing the information as     The information is updated annually as part of the franchise tax     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is no requirement of procedure for aupplementing the information as     The original is a procedure for aupplementing the information as     The original is a procedure for aupplementing the information as     The original is a procedure for aupplementing the information are procedure for aupplementing the information are proceed to aupplementing the information are proceed to aupplementing the information are procedure for aupplementing the information     The original is a procedure for aupplementing the information are proceed to apple the information     The original is a procedure for aupplementing the information are proceed to apple the information     The original is a procedure for aupplementing the information     The original is a procedure for aupplementing the information     The original is a procedure for aupplementing the information     The original is a protent or information     The original is a p	5326 W. BELLFORT, SUITE 120	, HOUSTON, TY	X 77034	5							
the control of t	Please sign below! Report is completed. The info	information is reported as	s of the date	a Public Info	rmation					IMMH	
HECHTONA Name, title and mailing address of each officer, director or mamber.       *3000843880510*         Wate       Image       Imag	report. There is no requirement officers, directors, or member	nt or procedure for supple	ementing the	ा the franchis ) information :	etax as				IRIAN		
HERBERT J. ZIEBEN       PRESIDENT       mmdd d y y         Adling address       Cay       wedration       State       mmdd y y         Hans       Millio	SECTION A Name, title and mailing address of each off	ficer, director or member.	year.			* :	000	04988	0510*	11 420 860 X00) 1	
Adding address       CRV       DELLFORT, SUITE 120       HOUSTON       Bate       ZP Code         Image       Urector       m m d d y y         Image       Urector       Image       Image         State       Oty       State       Image       Image         State       Oty       State       Image       Image       Image         State       Oty       State       Image       Image       Image       Im	HERBERT J. ZIEBEN			Director		m	m	ď	d	у у	,
BILLEFORT, SUITE 120 HOUSTON     HU     HUB ADDUCTON     HUB     H	Malling address			X YES							
tailing address       Oily       mmmddy y         ame       rills       Uvector       mmmddy y         alling address       Oily       State       ZiP Code         atting address       City       Term       mddy y         Bitte       ZiP Code       State       ZiP Code         State       Vestor       mmddy y       Mmddy y         atting address       City       State       ZiP Code         State of tormation       State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership         NTA       Mode       State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership         State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership       Precentage of Uwership         or limited liability company       State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership         rest event (spectration or limited liability company       State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership         rest event (spectration or limited liability company       State of tormation       Icxas SQ3 tile number, it any       Precentage of Uwership         rest event (spectration or limited liability company       State of tormation       Icxas SQ3 tile number, it any       Prece	5326 W. BELLFORT, SUITE 120					•					
Image       City       Term       State       ZP Code         ame       ittle       Uncotor       m       m       d       d       y       y         alling address       City       State       ZP Code       State       ZP Code         alling address       City       State       ZP Code       State       ZP Code         alling address       City       State       ZP Code       State       ZP Code         State       ZP Code       State       ZP Code       State       ZP Code         accontention       Interstion       Interstion       State       ZP Code         State       ZP Code       State       ZP Code       State       ZP Code         accontention       Interstion       Interstion       Interstion       Interstion       Pacenciage of Uncership         Moder       Inter the Information required for each corporation or LLC, if any, that owns an Interest of ten percent (10%) or more in this entity       Percentage of Uncership       Percentage of Uncership         of owned general copic percention or winded isability company       Interest of tenmation       Interest of tenmation       Interest of tenmation       Interest of tenmation         a owned general copic percention or winded isability company       Interest of te		litte		Director	IA	m	m	77 d	035 d	vv	
City  City  State  ZP Code  Life  Life Life				YES						, ,	
Itile       Unreater       mmmddyyy         alling address       City       Term opyration       zP Code         State       zP Code       State       zP Code         Construction       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         me of owned (subsidiary) corporation or limited liability company       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company.       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company.       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company.       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company.       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership         rest of owned (subsidiary) corporation or imited liability company.       State of tormation       Iterase SGS tile number, if any       Percentage of Ownership		City			-	1		ZIP C	ode		
alling address       City       YE       Term explaining         State       Image: City       State       ZIP Code         State       State       State       ZIP Code         ECTION B       Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.       Iexas SOB Min number, if any       Percentage of Ownership         me of owned (subsidiary) corporation or intrited liability company       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         etcomed (subsidiary) corporation or intrited liability company       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         etcomed (subsidiary) corporation or intrited liability company.       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         etcomed (subsidiary) corporation or intrited liability company.       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         etcomed (subsidiary) corporation or intrited liability company.       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         etcomed (subsidiary) corporation or intrited liability company.       Istate of formation       Iexas SOB Min number, if any       Percentage of Ownership         partiest agent and registered office subsidiary corporation or intrited liability company. <t< td=""><td>ame .</td><td>i itia</td><td></td><td>Director</td><td></td><td>m</td><td>m</td><td>4</td><td>а.</td><td></td><td></td></t<>	ame .	i itia		Director		m	m	4	а.		
City       State       ZP Code         ECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.         Imme of owned (subsidiary) corporation or limited liability company       State of formation       Texas SOS life number, if any       Percentage of Ownership         imme of owned (subsidiary) corporation or limited liability company       State of formation       Texas SOS life number, if any       Percentage of Ownership         imme of owned (subsidiary) corporation or limited liability company       State of formation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of formation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of tormation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of tormation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of tormation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of tormation       Texas SOS life number, if any       Percentage of Ownership         istate of tormation       Istate of tormation       Texas SOS life number, if any       Percentage of Ownership         istate of torendations in the docournel tor day shite C				YES		1		u	ц )	, <b>y</b>	
ECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.         Imme of owned (subsidiary) corporation or limited liability company       State of formation       Texas SOB tile number, if any       Percentage of Ownership         SCTION C Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity       Percentage of Ownership         rest owned (subsidiary) corporation or limited liability company       State of formation       Texas SOB tile number, if any       Percentage of Ownership         rest owned (percent deport on regulated for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity       Percentage of Ownership         rest owned (percent deport on regulated opercent deport on regulated agent or registered one owned opercent deport or registered one coverently on his. (See instructions if you need to make changes)       Check hox if you need forma to change the orgolatered deport or registered office information.         rest owned information is required by Booton 171,203 of the Tax Gode for each corporation or imited liability company.       Chy       Chy       Ty         rest owned formation is the information will be available for public inspection.       Figure Code opercent will be available for public inspection.       Ty       Ty         rest owned intermation is the information will be available for public inspection.       Figure Code opercent will be available for public inspection.       Ty		-	1		State	ſ		ZIP G	ode		
N/A       State of formation       Texas SOS tile number, if any       Percentage of Ownership         me of owned (aubaidary) corporation or limited liability company       State of formation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         excrements       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         worked (percent and registered othice ourperties on the issue others in the outpercent and registered othice ourperties on the others of the number, if any       Percentage of Ownership         patient       LEON PHILLIPS       Issue of tormation       Texas SOS tile number, if any       Percentage of Ownership         file:       1902 BLODGETT AVE       City       Issue of tormation       Itexas and the accopy of this report has         mabeled teach prerege registered onthis eqoure the other on the	ECTION B Enter the information required for each corporatio	n or LLC, if any, in which thi	s entity owns.	an interest of to	n naroont (	100/ 1					
Index of owned (subsidiary) corporation or limited liability company State of formation State of formation I exas SOS tile number, if any Percentage of Ownership Percentage of Ow	and a store a store in the stor										
CTION C Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity  me of owned (arent) corporation or limited liability company  V/A  percentage of Ownership  V/A  percentage of Ownership  State of formation  rexas SUS the number, if any  Percentage of Ownership  Percentage Percentag	ime of owned (subsidiary) corporation or limited liability company	•					Perc	enlage o	4 Owners	ihip	1.
me of owned (parent) corporation or ismited liability company       Stelle of formation       rexas SUS file number, if any       Percentage of Ownership         yrighted agent and registered office ourrently on hile. (See instructions if you need to make changes)       Image: Check box if you need forms to change the registered office information.         gent:       LEON PHILLIPS       Image: Check box if you need forms to change the registered office information.         fice:       1902       BLODGETT AVE       Image: Check box if you need forms to change the registered office information.         above information is required by Section 171.203 of the Tax Code for each corporation or ifmited liability company that files a Texas Franchise Tax Report. Use additional sheets         section had be operior named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.         grin       Image: Check box if you need forms to change the report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.         grin       Image: Check box if you need forms to change the report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.         grin       Image: Check box if you need forms to change the report had by this report had the information with is an officer, director or member and who is an officer.       Image: Check box if you need forms to change the report had by this, or a related, corporation or limited li				Texas SOS t	ilë number, it	any	Pero	entage c	f Owners	hip	i
N/A       Preas SUS file number, if any       Percentage of Ownership         pipeted agent and registered office durrently on bile. (See instructions if you need to make changes)       Image: Check box if you need forms to change the registered agent or registered office information.         gent:       LEON PHILLIPS       Check box if you need forms to change the registered office information.         1902       BLODGETT AVE       City       State       ZIP Code eleves the registered office information.         above information is required by Socion 171.203 of the Tax Gode for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional streets       State       ZIP Code eleves A, B, and C, If necessary. The information will be available for public inspection.         sociare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has an online, director or member and who is not currently employed by this, or a related, corporation or itmited fiability company.         gr       Image: Care Mathematic Mathmatic Mathmatematic Mathmatic Mathematic Mathematic Mathematic Mat		f or LLC, if any, that owns ar	1 interest of te	n percent (10%	) or more i	n this er	itity				1
particulation of the standard	me of owned (parent) corporation or similed flapility company	State of formation	n	lexas SUS fr	lle number, ir	anv	Perce	-	f Lindoro	<b>n.</b> _	
IEON PHILLIPS       Check box if you need forms to change the registered office information.         fice:       1902 BLODGETT AVE       City       State       ZiP Code         above information is required by Section 171.203 of the Tax Code for each corporation or ifmited liability company that files a Texes Franchise Tax Report. Use additional sheets       77004         sections A, B, and C, if necessary. The information will be available for public inspection.       Tax       77004         sections A, B, and C, if necessary. The information will be available for public inspection.       Tax       77004         sections A, B, and C, if necessary. The information will be available for public inspection.       Tax       77004         sector that the information is this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has an mailed to each parson pamed in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.         gr       Ture       PRESIDENT       1/1-1-2010         Verifie       PIR IND       Inter         text       PIR IND       Inter         text       PIR IND       Inter this document on the part text to the base text text text text text text text te	gistered agent and registered office currently on file. (See instructions if you	Deed to make changes						anayo u	Ownersi	nip.	
Above Information is required by Section 171.203 of the Tax Gode for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets because A, B, and O, if necessary. The information will be available for public inspection. because that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has an mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited flability company.  Grad July Total Tax Code for each corporation or limited in the currently employed by this, or a related, corporation or limited flability company.  Final July Total Tax Code for each corporation or limited in the currently employed by this, or a related, corporation or limited flability company.  Final July Total Tax Code for each corporation or limited in the report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code for each corporation or limited flability company.  Final July Total Tax Code flability company.  Final July Total Tax Code flability company.  Final July Total Tax Code flability company.  Final July Total July Total Tax Code flability company.  Final July Total July Total July Total July Total July Total July Total July Tota	THON PHILLPIPS	need to many onaliges)		Check the real	box if you ne	ed forms	to cha	nge			i i
eections A, B, and C, If necessary. The information will be available for public inspection.  Splare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has an mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited flability company.  PRESIDENT  Inte PRESIDENT  VE/DE  PIR IND  INTE  PIR IND  INTE  INTE INTE	1902 BLODGERM AVE		USTON		1 54	***			Code		
contraction in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has an mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited itability company.  Inter  PRESIDENT  PRESIDENT  VE/DE  PIR IND  INTER IND  IND  IND  IND  IND  IND  IND  IND	ections A, B, and C, if necessary. The information will be available for publ	corporation or limited liability con to inspection.	npany that files (	+ Texas Franchise	Tax Report. L	'. <b>X.</b> Jse addit	ional s	heets	004		
Image: The state of the sta	eclare that the information in this document and any attachments is true and an mailed to each person named in this report who is an officer discates on	d correct to the best of my knowle	edge and belief,	as of the date bein	w and that a	000V 01					ı
Vielant     PRESIDENT     //-/-2010       Texas Comptroller Official Use Only     VE/DE     PIR IND		member and who is not currently	employed by this	s, or a related, corr	poration of th	niteo nap	liity co	mpany.		I	
Texas Comptroller Official Use Only	ere Juder & Tielun	PRESIDEN	r l	11-1-5	2010	wea cor	ы яно	рноне і	umoer	İ	ĺ
	Te	Versione Automatic and	- 1	• • • • • • • • • • • • • • • • • • •			-				[
			Ose Only			••••••••••••••••••••••••••••••••••••••					
	· 这些"我们。你能过来都想要我的。"我的			`	VE/DE		PIR	IND		]	
				-		•			, <u> </u>		t
	- 2012 (1997) 1997 1997 1997 1997 1997	MARINE AND A CONTRACT									
	····································	ՆԳ՝,ավլԳլ,աե,ՏՐ⊒: ԻՉ։		·							

.

	00003938	308		
Tcode 13196	EXAS FRANCHISE TAX (To be filed by Corporation This report MUST be filed	X PUBLIC INF	ORMATION REPO	RT
■ Taxpayer number 30000498805	Report year	You have certain rig	hts under Chapter 552 and s Jest, and correct information 512) 463-4600, or (800) 252	559, Government 1 we have on file about -1381, toll free pationwide
Taxpayer name DOUGLAS UTILITY COMPA Mailing address 5326 W BELLFORT #120			Secret	arv of State file number
	State TX	ZIP Code 77035	Plus 4 0018	261220
5326 W BELLFORT #120, Principal place of business 5326 W BELLFORT #120, Please sign below! Officer, director, Information Report is completed of	HOUSTON TX 77035	d as of the date a Pu		2010 2011 1020 1020 1020 1020 2020 2020
report. There is no requirement or pr or members change throughout the y SECTION A. Name, title, and ma Name	ocedure for supplementing the info ear. Illing address of each officer, direct	mation as officers, d	e tax lirectors, 300	0049880509
HERBERT J ZIEBEN Mailing address 5326 W BELLFORT #120 Name	Title PRESIDENT City HOUSTON		Director X Yes Expiration NOI State TX	mmddyy NE ZIP Code 77035
Mailing address	Title City		Director Yes, Term Yes, expiration State	ZIP Code
Name Mailing address	Title City		Director Yes Term expiration State	
SECTION B. Enter the information requination of owned (subsidiary) corporation or limited None Name of owned (subsidiary) corporation or limited		nation		Percentage of Ownership
SECTION C. Enter the information requi Name of owning (parent) corporation or fimited lial None	red for each corporation or LLC, if any, that billy company  Slate of fo	l owns an interest of ten pe		Percentage of Ownership ing entity. Percentage Ownership
Registered agent and registered office currently on Agent: LEON PHILLIPS Office: 1902 BLODGETT ST The above information is required by Section 171.20 A, B, and C, if necessary. The information will be av		inges.)	Check box if you need forms to or registered office information  State	change the registered agent
I declare that the information if this document and mailed to each person times in this recommon is sign here	aniable for public inspection. any attachments is true and correct to the bes an officer, director or member and who is not of the true of the true of	t of my knowledge and belic currently employed by this,	ef, as of the date below, and that a c or a related, corporation or limited li	additional sheets for Sections
· · · · · · · · · · · · · · · · · · ·	Texas Comptroller	• •	n en	/ (2,73,24)
			VE/DE O	
			10	30

091892403597

٠ •

i

:

ļ

### SOAH DOCKET NO. 582-15-1052 TCEQ DOCKET NO. 2013-1735-UCR

\$ \$ \$ \$

§

#### APPLICATION OF DOUGLAS UTILITY COMPANY, TO CHANGE ITS WATER AND SEWER RATES

BEFORE THE STATE OFFICE

OF

ADMINISTRATIVE HEARINGS

## CONFIDENTIALITY AND NONDISCLOSURE AGREEMENT

This agreement is made as of February 11, 2014, between the Douglas Utility Company (DUC) and the Executive Director (ED) of the Texas Commission on Environmental Quality (TCEQ).

DUC is in the business of providing water and sewer utility service to paying customers and the TCEQ is responsible for regulating water and sewer utilities rates. In order to pursue changes to water and sewer rates charged by DUC, the TCEQ recognizes that there is a need for DUC to disclose to the TCEQ certain confidential information to be used only for assessing the support for the proposed rate change. The TCEQ also recognizes the need to protect DUC's confidential information from unauthorized use and disclosure.

Therefore, the TCEQ agrees to keep confidential and exempt from disclosure under the Public Information Act all copies of DUC's federal income tax records received by the TCEQ. IF the ED receives a public information request that could encompass the income tax returns provided in response to discovery in the referenced case, the ED will not disclose the information, but will alert DUC of the request and forward the documents to the Attorney General for an opinion on whether the TCEQ must disclose the Income Tax returns. DUC agrees and will stamp the Income Tax Returns conspicuously with the word "confidential" in order to facilitate keeping the records confidential.

If order of the SOAH court, the Commission, the Attorney General, or a Court of Law determines that the information is not confidential, the ED will abide by that ruling regardless of this agreement.

Agreed to:

Brian MacLeod Attorney for the Executive Director of the TCEQ

Mark Zeppa Attorney for Douglas Utility Company