

Control Number: 42958



Item Number: 52

Addendum StartPage: 0

PUC Docket No. 42958  
Application of Aqua Utilities and Aqua Texas for STM and  
Amendment of CCN (Gray Utility Service Water System)

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**BILL OF SALE  
FOR THE REAL AND PERSONAL PROPERTY  
OF THE GRAY UTILITY WATER SYSTEMS**

PUBLIC UTILITY COMMISSION  
FILING CLERK

**Date:** December 16, 2016

**Seller:** Aqua Utilities, Inc., a Texas corporation

**Seller's Mailing Address (including county):**

Aqua Utilities, Inc.  
1106 Clayton Lane, Suite 400W  
Austin, Travis County, Texas 78723

**Buyer:** Aqua Texas, Inc., a Texas corporation

**Buyer's Mailing Address (including county):**

Aqua Texas, Inc.  
1106 Clayton Lane, Suite 400W  
Austin, Travis County, Texas 78723

**Consideration:**

Cash and other good and valuable consideration.

**Gray Utility Water Systems Defined:**

The Gray Utility Water Systems specifically include the following TCEQ public water systems and all references and uses of the term "Gray Utility Water Systems" include all such systems:

52

<u>PWS #</u>	<u>TCEQ System Name</u>
0360005	Gray Utility Service
0360081	Leaning Oaks Water Association
0360084	Trinity Cove Subdivision
0360093	Carriage Trail Subdivision
0360100	Hackberry Creek Subdivision
0360122	Barrow Ranch
1230083	Sunchase Subdivision
1460096	Oak Meadows II Subdivision
1460100	Oak Meadows III Subdivision
1460137	Webb Way Subdivision
1460145	Towering Oaks I

#### **Transferred Properties:**

All of Seller's interest in all of the real and personal property owned and/or controlled by Seller in Chambers, Jefferson, and Liberty Counties, which is in any way associated with the operation and/or ownership of the Gray Utility Water Systems, whether held in fee simple, by easement, lease or otherwise, and which is in any way related to the provision of retail potable water service to customers and residents located therein including but not limited to the following:

1. All the land, buildings, pipes, pipelines, water mains, wells, pumping stations, storage tanks, standpipes, fire hydrants, structures, improvements, fixtures, rights of way, rights, uses, licenses, and easements related to the Gray Utility Water Systems owned by Seller or in which Seller has an interest, and all hereditaments, tenements, and appurtenances belonging or appertaining thereto, including but not limited to, all of the underground water, percolating water, artesian water, and any other water from any and all depths and reservoirs, formations, depths and horizons beneath the surface of the Property, and specifically including but not limited to the property interests described on the attached Exhibit A;
2. All machinery, equipment, tools, vehicles, furniture, furnishings, leasehold improvements, goods, and other tangible personal property related to the Gray Utility Water Systems owned by Seller or in which Seller has any interest;
3. All supplies and inventories related to the Gray Utility Water Systems;
4. All rights of Seller under any written or oral contract, easement, license, agreement, lease, plan, instrument, registration, permit, surface water

right, surface water permit, groundwater right, groundwater permit, groundwater conservation district right, groundwater conservation district permit, certificate or other authorization or approval of any nature, or other document, commitment, arrangement, undertaking, practice or authorization, relating in any way to the Gray Utility Water Systems, including but not limited to a) Certificate of Convenience and Necessity No. 11157; b) all active and inactive water accounts; c) all agreements with third parties regarding the provision of retail or wholesale water;

5. All rights and choses in action of Seller relating to the Gray Utility Water Systems arising out of occurrences before and/or after the date of this conveyance, including but not limited to those associated with adverse possession and ownership of the real and personal property of the Gray Utility Water Systems;
6. All information, files, records, data, plans, contracts, and recorded knowledge, including customer and supplier lists and property records in any way related to the Gray Utility Water Systems; and
7. All of Seller's interest in all of the personal property owned and/or controlled by Seller associated with the operation and/or ownership of Gray Utility Water Systems including without limitation Seller's interests in any customer records, business records, applications for licenses, permits or other related governmental authorizations, all business goodwill (including the right to do business under the names Gray Utility Water Systems).

**PROVIDED, HOWEVER,** that the Parties expressly agree that the transferred properties do not include the following:

- 1) Any and all customer water service lines that run from the curb line (or edge of road) to each individual residences, commercial or industrial structures served by the Assets;
- 2) All piping and fixtures internal to each of the individual customer's structure;

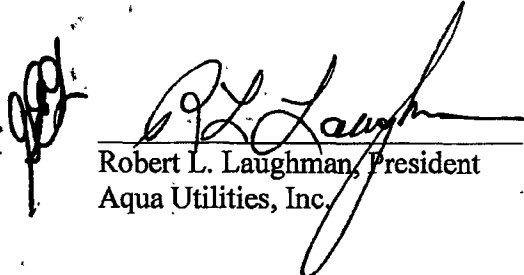
**Warranties and Representations:**

1. Seller expressly agrees and acknowledges that except as otherwise expressly stated in this Bill of Sale, all of the Representations and Warranties given and made by Seller as "Seller" in the Purchase Contract remain true and correct as of the effective date of this Bill of Sale.

2. Buyer expressly agrees and acknowledges that except as otherwise expressly stated in this Bill of Sale, all of the Representations and Warranties given and made by Grantee as "Buyer" in the Purchase Contract remain true and correct as of the effective date of this Bill of Sale for a period of two calendar years.

Seller, for the Consideration recited above, hereby, sells, transfers, and delivers the Transferred Properties to Buyer, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold the Transferred Properties to Buyer and Buyer's employees, agents, representatives, successors, and assigns forever. Seller binds Seller and Seller's heirs and successors to warrant and forever defend all and singular the title to the Transferred Properties to Buyer and Buyer's employees, agents, representatives, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, though, or under Seller, but not otherwise.

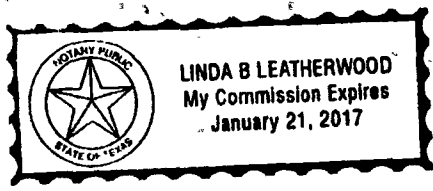
When the context requires, singular nouns and pronouns include the plural.

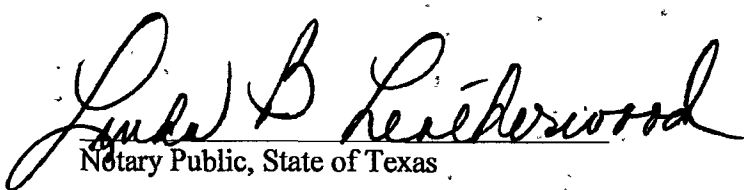
  
Robert L. Laughman, President  
Aqua Utilities, Inc.

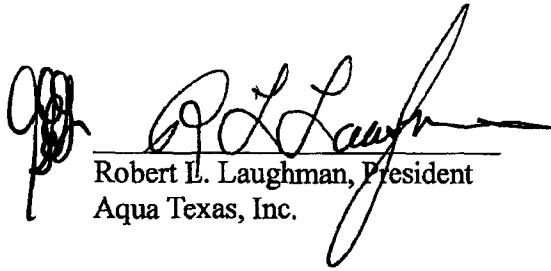
STATE OF TEXAS                   §  
  
COUNTY OF TRAVIS           §

Before me, the undersigned authority, on this day personally appeared Robert L. Laughman, President of Aqua Utilities, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same on behalf of said corporation, for the purposes and consideration therein expressed.

Given under my hand and seal of office this 16th day of December, 2016.



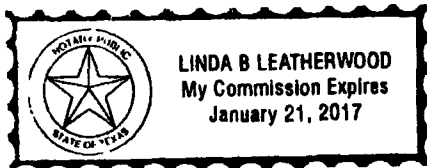
  
Notary Public, State of Texas


  
Robert L. Laughman, President  
Aqua Texas, Inc.

STATE OF TEXAS                   §  
COUNTY OF TRAVIS           §

Before me, the undersigned authority, on this day personally appeared Robert L. Laughman, President of Aqua Texas, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same on behalf of said corporation, for the purposes and consideration therein expressed.

Given under my hand and seal of office this 16th day of December, 2016.



  
Notary Public, State of Texas

## **Exhibit A**

TRACT ONE: Water well easement over a 0.0268 of an acre tract of land situated in the John Dorsett Survey, Abstract No. 172, Liberty County, Texas, being the same called 0.03 of an acre Water Well Easement called Tract Five conveyed to Gray Utility Service, LLC by Bill E. Murff in deed dated May 2, 2008, and recorded in Clerk's File No. 2008014163 of the Official Public Records of Liberty County, Texas, and being out of and a part of Lot 32 of Towering Oaks Section Two as recorded in Volume 9 at Page 94 of the Map Records of Liberty County, Texas. This 0.026 of an acre tract of land is more particularly described by metes and bounds on Exhibit "A" attached hereto, together with a beneficial interest in the 150 foot radius sanitary control easement on Lots 31, 32, 33, across the street on Bruce Lane, along with Lots 6 and 7 of Section 2; and a 10 foot utility easement on Bruce Lane as reflected by the plat recorded in Volume 9 at Page 94 of the Map Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT TWO: Water well easement over a 0.0248 of an acre tract of land situated in the John Dorsett Survey, Abstract No. 172, Liberty County, Texas, being the same 0.0247 of an acre called Tract Four conveyed to Gray Utility Service, LLC by Bill E. Murff in deed dated May 2, 2008, and recorded in Clerk's File No. 2008014163 of the Official Public Records of Liberty County, Texas, and being out of and a part of Lot 8 of Towering Oaks Section One as recorded in Volume 9 at Page 82 of the Map Records of Liberty County, Texas. This 0.0248 of an acre tract of land is more particularly described by metes and bounds on Exhibit "A" attached hereto, together with a beneficial interest in the 150 foot radius sanitary control easement on Section 1 lots 7, 8, 9, across the street on Bruce Lane, along with lots 31, 32, and 33; and a 10 foot utility easement on Bruce Lane as reflected by the plat recorded in Volume 9 at Page 82 of the Map Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.



TRACT THREE: Water well easement over a 0.0376 of an acre tract of land situated in Lot 33 of Leaning Oaks Section II, a subdivision in Chambers and Liberty Counties, Texas, being recorded in Volume B, Page 79 of the Map Records of Chambers County, Texas and Volume 8, Page 201 of the Map Records of Liberty County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto. Together with the water system located in and servicing Leaning Oaks Section II, which water system is located in specific easements defined in the subdivision restrictions of record in the Public Records of Chambers and Liberty Counties, Texas, in Volume 470, at Pages 89-93 of the Deed Records of Chambers County, Texas and in Volume 906, Pages 457-461 of the Deed Records of Liberty County, Texas. Included in said water system is the right to use the easements set forth in said Plat of said Subdivision in accordance with the instruments of record dedicating such easements, including but not limited to the water well, all service lines, fittings, tanks, plumbing, pipes, valves, treatment facilities appurtenant to said well, along with electrical connections, pumps, and other supplies associated with and connected to the operation of said system, and all accounts receivable. Together with a 15 foot utility easement on Oak Forest Lane as reflected on the plat recorded in Volume B, page 79 and Volume 8, page 201; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

A Sanitary control easement over the entire area located within 150' of the boundaries of the water well site 0.0376 of an acre property described above, specifically including lots 26, 27, 32, and 33 of Leaning Oaks Section II, a subdivision in Chambers and Liberty Counties, Texas, being recorded in Volume B, Page 79 of the Map Records of Chambers County, Texas and Volume 8, Page 201 of the Map Records of Liberty County, Texas; being the same land described in an Affidavit of Easement dated July 26, 2012 filed under Clerk's File No. 76543, Volume 1351 at Page 25 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Randall Shipley to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76546, Volume 1351 at Page 43 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Cheryle Burke to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76547, Volume 1351 at Page 52 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Thomas Cassano to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76544, Volume 1351 at Page 31 of the Official Public Records of Chambers County, Texas

TRACT FOUR: A 0.0258 acre portion of Reserve Tract "A" located in the Southeast corner of Lot Thirty-six (36) of Oak Meadows Number Three, a subdivision in Liberty County, Texas, according

to the map or plat thereof recorded in Volume 8, Page 223 of the Map Records of Liberty County, Texas; together with the water systems emanating therefrom; including, but not limited to two water wells, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells, together with the right to utilize all existing utility easements for the purposes of operating and maintaining the water systems in Oak Meadows Number Two and Oak Meadows Number Three; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

Together with a 150 foot radius sanitary control easement on Lots 9, 10, 11, 12, and across Lynn Street (County Road 4013) along with Lots 35, 36, 37, 38; and a 10 foot utility easement on Lynn Street / County Road 4013 as reflected on the plat recorded in Volume 8, Page 223 of the Map Records of Liberty County, Texas.

TRACT FIVE: A 0.0184 acre portion of Reserve Tract "A" located in the Southeast corner of Lot Thirty-nine (39) of Oak Meadows Number Two, a subdivision in Liberty County, Texas, according to the map or plat thereof recorded in Volume 8, Page 213 of the Map Records of Liberty County, Texas; together with the water systems emanating therefrom; including, but not limited to two water wells, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells, together with the right to utilize all existing utility easements for the purposes of operating and maintaining the water systems in Oak Meadows Number Two and Oak Meadows Number Three; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

Together with a 150 foot radius sanitary control easement on lots 38, 39, 40, 41, and across Meadow Lane (County Road 4012), along with Lots 10, 11, and 12; and a 10 foot utility easement on Meadow Lane / County Road 4012 as reflected on the plat recorded in Volume 8, page 213 of the Map Records of Liberty County, Texas.

TRACT SIX, PARCEL A: A Water Well Site over a 0.0147 of an acre tract of land being out of Lots 30 and 31, Carriage Trails, a subdivision in Chambers County, Texas; according to the map or plat

thereof recorded in Volume "A", Page 90 of the Plat Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto, together with the water systems emanating therefrom, including but not limited to the water well, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells, together with the right to utilize all existing utility easements for the purposes of operating and maintaining the water systems in Carriage Trails Subdivision; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

Together with an access easement over a 0.0126 of an acre tract of land; a 10 foot utility easement on Lots 29 and 31; and a 150 foot radius sanitary control easement on Lots 29, 30, 31, and across F.M. Highway No. 565 as reflected on the plat recorded in Volume "A", Page 90 of the Plat Records of Chambers County, Texas.

TRACT SIX, PARCEL B: An Access Easement over a 0.0126 of an acre tract of land being out of Lots 30 and 31, Carriage Trails, a subdivision in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A", Page 90 of the Plat Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto, together with the water systems emanating therefrom, including but not limited to the water well, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells, together with the right to utilize all existing utility easements for the purposes of operating and maintaining the water systems in Carriage Trails Subdivision; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Robyne and Kelley Koch to Walter Gray, Jr. dated July 26, 2012 filed under Clerk's File No. 76548, Volume 1351 at Page 61 of the Official Public Records of Chambers County, Texas.

TRACT SIX, PARCEL C: A 15 foot wide Access Easement being 0.0437 of an acre situated in the William Hodges League, Abstract No. 13, Chambers County, Texas, being out of and a part of Lot 31 of Carriage Trails Subdivision as recorded in Volume "A" at Page 90 of the Map Records of Chambers County, Texas; being the same land described in a deed from Robyne and Kelley Koch

to Walter Gray, Jr. dated July 26, 2012 filed under Clerk's File No. 76548, Volume 1351 at Page 61 of the Official Public Records of Chambers County, Texas.

TRACT SEVEN, PARCEL A: A 20 foot wide utility easement being 1.700 acres situated in the A. B. J. Winfree Survey, Abstract Number 306, Chambers County, Texas, being out of and a part of a 20.14 acre tract of land conveyed to Titan Land Development, et al, by Kevin Speer, Trustee, by deed dated August 31, 2006, and recorded in Volume 898 at Page 42 of the Official Public Records of Chambers County, Texas, and 76.55 acres conveyed to Festival Properties Inc., et al., by East I. H. 10, LTD., by deed dated August 31, 2006, and recorded in Volume 898 at Page 14 of the Official Public Records of Chambers County, Texas; being the same land described in a Notice to Purchasers dated September 2, 2011 filed under Clerk's File No. 68587, Volume 1288 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a Notice to Purchasers dated September 2, 2011 filed under Clerk's File No. 2011010771 of the Official Public Records of Liberty County, Texas. This 1.700 acre easement is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT SEVEN, PARCEL B: A 10 foot wide Utility Easement being 1.071 acres situated in the A.B.J. Winfree Survey, Abstract No. 306, Chambers County, Texas; being out of and a part of a 20.14 acre tract of land conveyed to Titan Land Development, et al, by Kevin Speer, Trustee, by deed dated August 31, 2006, and recorded in Volume 898 at Page 42 of the Official Public Records of Chambers County, Texas, and 76.55 acres conveyed to Festival Properties Inc., et al., by East I.H. 10, LTD., by deed dated August 31, 2006, and recorded in Volume 898 at Page 14 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68588, Volume 1288 at Page 591 of the Official Public Records of Chambers County, Texas.

TRACT EIGHT: A right-of-way easement for potable water distribution line and sanitary sewage disposal pipeline purposes over a 2.794 acre drainage and utility easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of Lanai Subdivision Section Two as recorded in Clerk's File No. 15625 of the Map Records of Chambers County, Texas, and a 17.42 acre tract of land called Tract 2, conveyed to International Bank of Commerce by George S. Craft, Trustee in deed dated June 2, 2009, and recorded in Volume 1171 at Page 284 of the Official Public Records of Chambers County, Texas, and being the same 2.794 acre drainage and utility easement called Tract 1 conveyed to Gray Services, LLC by Calkaf, Inc. in deed dated February 3, 2005, and recorded in Volume 754 at Page 549 of the Official Public Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official

Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT NINE: A right-of-way easement for potable water distribution line and sanitary sewage disposal pipeline purposes over a 2.551 acre utility easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 164.7 acres called Tract 3 conveyed to International Bank of Commerce by George S. Craft, Trustee in deed dated June 2, 2009, and recorded in Volume 1171 at Page 284 of the Official Public Records of Chambers County, Texas, and being the same 2.551 acre utility easement called Tract 2, conveyed to Gray Services, LLC by Calkaf, Inc. in deed dated February 3, 2005, and recorded in Volume 754 at Page 549 of the Official Public Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT TEN: A right-of-way easement for potable water distribution line and sanitary sewage disposal pipeline purposes over a 9.496 acre drainage easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 164.7 acres called Tract 3 conveyed to International Bank of Commerce by George S. Craft, Trustee in deed dated June 2, 2009, and recorded in Volume 1171 at Page 284 of the Official Public Records of Chambers County, Texas, and being the same 9.496 acre drainage easement called Tract 3, conveyed to Gray Services, LLC by Calkaf, Inc. in deed dated February 3, 2005, and recorded in Volume 754 at Page 549 of the Official Public Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT ELEVEN: All potable water distribution and sanitary sewer pipelines, and related equipment, including equipment located in, on, and under the above described easement

TRACTS EIGHT, NINE and TEN together with all right-of-ways for such purposes shown on the plat of the The Lanai Subdivision, Section One, recorded in Vol. B, Page 250 of the Map Records of Chambers County, Texas including, but not limited to that certain 0.0207 of an acre lift station easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 164.7 acres called Tract 3 conveyed to International Bank of Commerce by George S. Craft, Trustee in deed dated June 2, 2009, and recorded in Volume 1171 at Page 284 of the Official Public Records of Chambers County, Texas and being more particularly described by metes and bounds on Exhibit "A" attached hereto. Together with a 16 foot utility easement on Diamond Way as reflected on the plat recorded in Volume "B" page 250 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT TWELVE: A lift station and utility line easement covering a 1.461 acre tract, more or less, being All of Reserve "K" of The Cove at Cotton Creek, an addition in Chambers County, Texas, according to the map or plat thereof recorded under Clerk's File No. 13721 of the Map Records of Chambers County, Texas as amended under Clerk's File No. 16172 of the Map Records of Chambers County, Texas. Together with a surrounding 30 foot utility easement; a 16 foot utility easement; and a 10 foot utility easement on Piping Rock Street as reflected on the Cove at Cotton Creek plat under Clerk's File No. 16172 in Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Cotton Creek Homeowners Association, Inc. to Gray Utility Service, LLC dated September 2, 2011 filed under Clerk's File No. 68589, Volume 1288 at Page 597 of the Official Public Records of Chambers County, Texas.

TRACT THIRTEEN: A 20 foot wide sanitary sewer and water line easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of the residue of a 193.536 acre tract of land conveyed to Kathleen Claire Weakley Wedemeyer by Claire Lois Joseph Weakley, et vir, by deed dated December 12, 1994, and recorded in Volume 254 at Page

732 of the Official Public Records of Chambers County, Texas, and a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakly Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT FOURTEEN: A 0.0051 of an acre Lift Station Site situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of Lot 25 of the Amended Plat of Cotton Creek Subdivision as recorded in Volume "A" at Page 257 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68590, Volume 1288 at Page 603 of the Official Public Records of Chambers County, Texas. This 0.0051 of an acre easement is more particularly described by metes and bounds on Exhibit "A" attached hereto. Together with a 14 foot utility easement as reflected on the plat recorded in Volume "A" at Page 257 of the Map Records of Chambers County, Texas; being the same land labeled in a deed from Cotton Creek Homeowners Association, Inc. to Gray Utility Service, LLC and the attached Map dated September 2, 2011 filed under Clerk's File No. 68589, Volume 1288 at Page 597 of the Official Public Records of Chambers County, Texas.

TRACT FIFTEEN: A 10 foot wide Access Easement situated in the A, B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of Lot 25 of the Amended Plat of Cotton Creek Subdivision as recorded in Volume "A" at Page 257 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68590, Volume 1288 at Page 603 of the Official Public Records of Chambers County, Texas; being the same land labeled in a deed from Cotton Creek Homeowners Association, Inc. to Gray Utility Service, LLC and the attached Map dated September 2, 2011 filed under Clerk's File No. 68589, Volume 1288 at Page 597 of the Official Public Records of Chambers County, Texas. The centerline of this easement is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT SIXTEEN: Reserve "B" of the Amended Plat of Cotton Creek Subdivision, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A" at Page 257 of the Map Records of Chambers County, Texas. Together with an 8 foot utility easement as reflected on the plat recorded in Volume "A" at Page 257 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of

the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68590, Volume 1288 at Page 603 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Cotton Creek Homeowners Association, Inc. to Gray Utility Service, LLC dated September 2, 2011 filed under Clerk's File No. 68589, Volume 1288 at Page 597 of the Official Public Records of Chambers County, Texas.

TRACT SEVENTEEN: Lift Station Easement over the easterly portion of Lot 20 of A Partial Replat of Lots 20 and 62 out of the Amended Plat of the Veranda Subdivision Section One, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A" at Page 236 of the Map Records of Chambers County, Texas. Together with a 10 foot utility easement on Veranda Drive and Cove Creek and a 5 foot utility easement on Veranda Drive as reflected on the plat recorded in Volume "A" at Page 236 of Chambers County; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT EIGHTEEN: A 0.0602 of an Acre Tract situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas, together with those certain beneficial rights and restrictions contained in Sanitary Control Easements recorded in Volume 1076, Pages 195, 199, 203 and 207 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed



under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76549, Volume 1351 at Page 67 of the Official Public Records of Chambers County, Texas. Said 0.0602 of an acre Tract is more particularly described by metes and bounds on Exhibit "A" attached hereto.

Together with a sanitary control easement described in a deed from Ruby Dutton to Gray Utility Service, LLC dated January 12, 2012 filed under Clerk's File No. 71361, Volume 1311 at Page 296 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76538, Volume 1350 at Page 728 of the Official Public Records of Chambers County, Texas.

TRACT NINETEEN: A 0.3730 of an Acre Tract situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas, together with those certain beneficial rights and restrictions contained in Sanitary Control Easement recorded in Volume 942, Page 52 of the Official Public Records of Chambers County, Texas; and together with those certain beneficial rights and restrictions contained in Sanitary Control Easements recorded in Volume 1076, Pages 195, 199, 203 and 207 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas. Said 0.3730 of an acre Tract is more particularly described by metes and bounds on Exhibit "A" attached hereto.

Together with a sanitary control easement described in a deed from Ruby Dutton to Gray Utility Service, LLC dated January 12, 2012 filed under Clerk's File No. 71361 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76538, Volume 1350 at Page 728 of the Official Public Records of Chambers County, Texas.

TRACT TWENTY: A 0.0232 of an Acre Tract situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas, together with those certain beneficial rights and restrictions contained in Sanitary Control Easement recorded in Volume 942, Page 52 of the Official Public Records of Chambers County, Texas; and together with those certain beneficial rights and restrictions contained in Sanitary Control Easements recorded in Volume 1076, Pages 195, 199, 203 and 207 of the Official Public Records of Chambers

County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas. Said 0.0232 of an acre Tract is more particularly described by metes and bounds on Exhibit "A" attached hereto.

Together with a sanitary control easement described in a deed from Ruby Dutton to Gray Utility Service, LLC dated January 12, 2012 filed under Clerk's File No. 71361, Volume 1311 at Page 296 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76538, Volume 1350 at Page 728 of the Official Public Records of Chambers County, Texas.

TRACT TWENTY-ONE: A 3.422-acre Proposed Easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68591, Volume 1288 at Page 611 of the Official Public Records of Chambers County, Texas. This 3.422 acre easement is more particularly described by metes and bounds on Exhibit "A" attached hereto. This easement will terminate when the ponds located thereon are no longer in use as part of the sewage treatment process.

TRACT TWENTY-TWO: A 0.0230 of an Acre Tract situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas, together with those certain beneficial rights and restrictions contained in Sanitary Control Easements recorded in Volume 600, Pages 795 and 799 of the Official Public Records of Chambers County, Texas; and together with those certain beneficial rights and restrictions contained in

Sanitary Control Easements recorded in Volume 1076, Pages 195, 199, 203 and 207 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas. This 0.0230 of an acre Tract is more particularly described by metes and bounds on Exhibit "A" attached hereto.

Together with a sanitary control easement described in a deed from Ruby Dutton to Gray Utility Service, LLC dated January 12, 2012 filed under Clerk's File No. 71361, Volume 1311 at Page 296 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter Gray, Jr. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76538, Volume 1350 at Page 728 of the Official Public Records of Chambers County, Texas.

TRACT TWENTY-THREE A: A 0.3142 of an Acre Proposed Easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68592, Volume 1288 at Page 624 of the Official Public Records of Chambers County, Texas. This 0.3142 of an acre easement is more particularly described by metes and bounds on Exhibit "A" attached hereto. Together with the associated buffer zone as reflected on the plat recorded in Volume 811 at Page 474 of the Map Records of Chambers County, Texas. This easement will terminate when the sewage treatment plant site located thereon is no longer in use as part of the sewage treatment process.

TRACT TWENTY-THREE B: A .1056 acre utility easement situated in the A.B.J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of 10.16 acres called First Tract conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities,

Inc. dated September 2, 2011 filed under Clerk's File No. 68593, Volume 1288 at Page 633 of the Official Public Records of Chambers County, Texas. This .1056 acre easement is more particularly described by metes and bounds on the attached exhibit. This easement will terminate when the lines located thereon are no longer in use.

TRACT TWENTY-FOUR Parcel A: A Sewage Treatment Plant Site being 2.659 acres out of the westerly portion of a 16.66 acre tract of land situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; said tract of land is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT TWENTY-FIVE: A 14.00 acre easement for future sewage treatment detention ponds over the easterly portion of a 16.66 acre tract of land situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68598, Volume 1288 at Page 678 of the Official Public Records of Chambers County, Texas. Said tract of land is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT TWENTY-SIX: A 0.9200 acre access easement situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated

March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68597, Volume 1288 at Page 667 of the Official Public Records of Chambers County, Texas. Said proposed easement is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT TWENTY-SEVEN: A 30 foot wide Access and Utility Easement being 0.1924 of an acre situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being that same 30 foot access and utility easement conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas, being out of and a part of a 2.776 acre tract of land called Tract II conveyed to D. Wayne Gray by W. M. Gray, et ux, by deed dated November 11, 1993, and recorded in Volume 224 at Page 359 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68595, Volume 1288 at Page 647 of the Official Public Records of Chambers County, Texas. This 0.1924 of an acre easement is more particularly described by metes and bounds on Exhibit "A" attached hereto.

TRACT TWENTY-EIGHT: A 3.716 acre tract of land situated in the A. B. J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas, and 10.16 acres called First Tract Conveyed to Gray Utility Service, LLC., by Walter Gray, Sr., by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Walter M.

Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68596, Volume 1288 at Page 656 of the Official Public Records of Chambers County, Texas. This 3.716 acre tract of land is more particularly described by metes and bounds on Exhibit A attached hereto.

TRACT TWENTY-NINE: Blanket Access and Utility Easement- A 16.66 acre tract of land situated in the A.B.J. Winfree Survey, Abstract No. 306, Chambers County, Texas, being out of and a part of a 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68594, Volume 1288 at Page 641 of the Official Public Records of Chambers County, Texas.

A 10.16 acre tract of land conveyed to Gray Utility Service, LLC., by Walter Gray, Sr.; by deed dated October 6, 2005, and recorded in Volume 811 at Page 474 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68594, Volume 1288 at Page 641 of the Official Public Records of Chambers County, Texas.

A 20.00 acre tract of land conveyed to Gray Utility Service, L.L.C., by Kathleen Claire Weakley Wedemeyer by deed dated March 14, 2006, and recorded in Volume 849 at Page 581 of the Official Public Records of Chambers County, Texas; being the same land described in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68594, Volume 1288 at Page 641 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY: A 16 foot wide Water and Sanitary Sewer Easement situated in the A. B. J. Winfree Survey, Abstract Number 306, Chambers County, Texas, being out of and a part of 7.500 acres called Tract 1, conveyed to Paradise Cove RV Park, LTD by Calkaf, Inc., in deed dated May 27, 2002, and recorded in Volume 700 at Page 684 of the Official Public Records of Chambers County, Texas, and being the same 0.1176 of an acre easement reserved in Exhibit "B" of said deed recorded in Volume 700 at Page 684; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official

Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas. This 16 foot wide easement is more particularly described by metes and bounds on Exhibit "A" attached hereto. Together with a 16 foot wide Water Line and Sanitary Sewer Easement situated on The Veranda Subdivision Section One recorded in Volume "A" at Page 225 in Chambers County as reflected on the plat recorded in Volume 700 at Page 684 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-ONE: A 0.5014 acres Reverter Site situated on Lot 1, in Block 3, of Hackberry Creek, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "B", Page 87 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-TWO: Easement for Water Well Site on 0.0325 acres of Reserve "F" of Hackberry Creek, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "B", Page 87 of the Map Records of Chambers County, Texas, together with those certain beneficial rights and restrictions in the Sanitary Control Easement on Hackberry Creek, Section One, Block 2 Lot 7; Block 2 Lot 6; Block 3 Lot 1; and Reserve F as reflected by the recorded plat. Together with Reserve F and a 10 foot Utility Easement as reflected on the plat recorded in Volume "B", Page 87 of the Map Records of Chambers County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-THREE: Reserves "D", "E" and "G" of Legends Bay Section 1, an addition in Chambers County, Texas, according to the map or plat thereof recorded under Clerk's File No. 22252 of the Map Records of Chambers County, Texas. Together with a 10 foot Sanitary Sewer Easement, a 20 foot Sanitary Sewer Easement, and a 8 foot Utility Easement as reflected on the plat recorded under Clerk's File No. 22252 of Chambers County, Texas; being the same land

described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

Along with an Easement Conveyance and Consent to Encroachment on Reserves "D", "E" and "G" of Legends Bay Section 1, an addition in Chambers County, Texas, according to the map or plat thereof recorded under Clerk's File No. 22252 of the Map Records of Chambers County; being the same land described in a deed from Legends Bay 1 Ltd. to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76545, Volume 1351 at Page 39 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-FOUR: Lot "W.P." of Trinity Cove Phase I, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A", Page 91 of the Map Records of Chambers County, Texas; together with the water systems emanating therefrom; including, but not limited to two water wells, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells. Together with the right to utilize all existing utility easements for the purposes of operating and maintaining the water systems in Trinity Cove Phase I; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas; Together with a 10 foot Utility Easement on Mallard Drive according to the map or plat thereof recorded in Volume "A", Page 91 of the Map Records of Chambers County, Texas.

Together with a Sanitary Control Easement described in a deed from Wade O. Flora to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76539, Volume 1350 at Page 736 of the Official Public Records of Chambers County, Texas;

Together with a Sanitary Control Easement described in a deed from Walter Calvin Brandon and Stacy Brandon to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76540, Volume 1351 at Page 1 of the Official Public Records of Chambers County, Texas;

Together with a Sanitary Control Easement described in a deed from Mary Hammer Dunn to Aqua Utilities, Inc. dated July 26, 2012 filed under Clerk's File No. 76541, Volume 1351 at Page 10 of the Official Public Records of Chambers County, Texas;



Together with an Affidavit of Easement executed by Walter M. Gray, Jr. dated July 26, 2012 filed under Clerk's File No. 76542, Volume 1351 at Page 18 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-FIVE, PARCEL A: A 0.2307 acre portion of Reserve "B" of Barrow Ranch Section 1, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A", Page 265 of the Map Records of Chambers County, Texas; Together with an Easement interest in 0.1894 acres out of Reserve "B" of Barrow Ranch Section 1, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A", Page 265 of the Map Records of Chambers County. Together with all groundwater, being all underground water, percolating water, artesian water, and other waters from any and all reservoirs, formations, depths, and horizons beneath the surface of the earth in and under or that may be produced from the Property; and with all personal property located in, on and under the Property, and/or used in the enjoyment of the Property; Together with those certain beneficial rights and restrictions in the Sanitary Control Easement; the 16 foot Utility Easement; and the 10 foot Utility Easement as reflected by the recorded plat; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-FIVE, PARCEL B: A proposed easement over a portion of Reserve "B" of Barrow Ranch Section 1, an addition in Chambers County, Texas, according to the map or plat thereof recorded in Volume "A", Page 265 of the Map Records of Chambers County, Texas as shown on the map attached hereto; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas.

TRACT THIRTY-SIX: Water Well System and Easement over the South 40 feet of the East 20 feet of Lot 8 of Webb Way, an addition in Liberty County, Texas, according to the map or plat thereof recorded in Volume 9, Page 25 of the Map Records of Liberty County, Texas; together with the water systems emanating therefrom; including, but not limited to two water wells, all tanks, plumbing, pipes, valves, treatment facilities appurtenant to said wells, together with the right to

utilize all existing utility easements for the purposes of operating and maintaining the water systems in Webb Way; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010769 of the Official Public Records of Liberty County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 2011010770 of the Official Public Records of Liberty County, Texas; being the same land described in a deed from Walter M. Gray, Jr. and Darlene A. Gray to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68585, Volume 1288 at Page 501 of the Official Public Records of Chambers County, Texas and in a deed from Gray Utility Service, LLC to Aqua Utilities, Inc. dated September 2, 2011 filed under Clerk's File No. 68586, Volume 1288 at Page 520 of the Official Public Records of Chambers County, Texas. Together with the Sanitary Control Easement on Lot 7, Lot 8, and across Webb Road.

STATE OF TEXAS


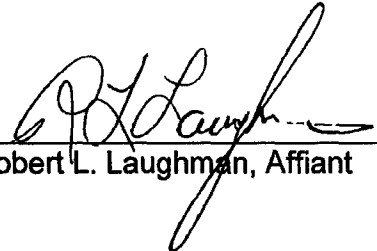
COUNTY OF TRAVIS

**SELLER'S AFFIDAVIT OF CLOSING**

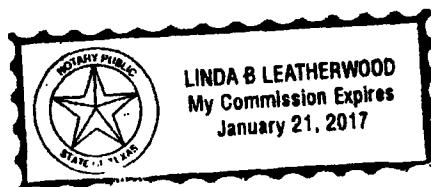
I, Robert L. Laughman, certify that I am president of Aqua Utilities, Inc., which sold certain water system assets to Aqua Texas, Inc. through a Water Code §13.301 sale. The sale and transfer of those water system assets closed on December 16, 2016. Management and control of those water system assets transferred on December 16, 2016, at 11:59 p.m. Both events occurred after receipt of the Public Utility Commission of Texas ("PUC") order authorizing the parties to close this transaction in PUC Docket No. 42958.

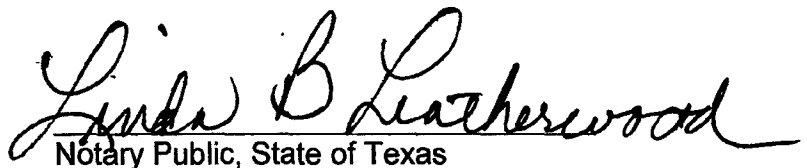
Customer deposits were transferred from Seller to Buyer in connection with the closing. These customer deposits will be held by the Aqua Texas, Inc. for fiduciary management and refund in due course of business under the Public Utility Commission of Texas Rules.

Aqua Utilities, Inc. consents to the transfer of the portions of its Certificate of Convenience and Necessity ("CCN") No. 11157 that are the subject of PUC Docket No. 42958 to Aqua Texas, Inc. By affixing my authorized signature below, Aqua Utilities, Inc. grants to Aqua Texas, Inc. an irrevocable power of attorney to undertake all actions necessary to effectuate the CCN transfer, including, but not limited to, executing all necessary consent documents on behalf of Aqua Utilities, Inc.

   
Robert L. Laughman, Affiant

SWORN AND SUBSCRIBED TO under oath by Robert L. Laughman before the undersigned notary public in witness of which I place my hand and seal on this 16<sup>th</sup> day of December, 2016.



  
Notary Public, State of Texas

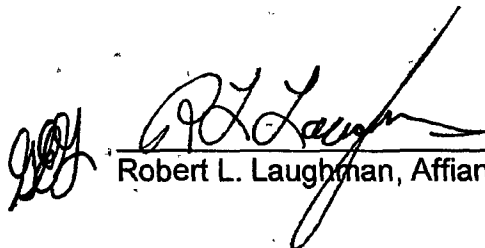
STATE OF TEXAS

COUNTY OF TRAVIS

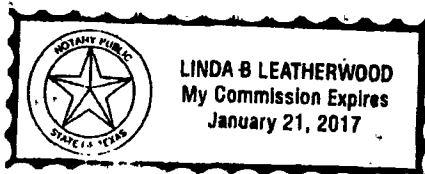
**BUYER'S AFFIDAVIT OF CLOSING**

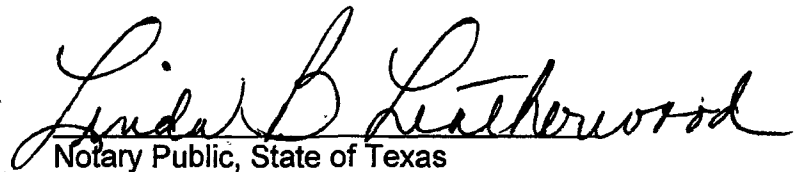
I, Robert L. Laughman, certify that I am president of Aqua Texas, Inc., the purchaser of certain water system assets owned by Aqua Utilities, Inc. through a Water Code §13.301 sale. The sale and transfer of those water system assets closed on December 16, 2016. Management and control of those water systems transferred on December 16, 2016 at 11:59 p.m. Both events occurred after receipt of the Public Utility Commission of Texas ("PUC") order authorizing the parties to close this transaction in PUC Docket No. 42958.

Customer deposits were transferred from Buyer to Seller in connection with the closing. These customer deposits will be held by the Aqua Texas, Inc. for fiduciary management and refund in due course of business under the Public Utility Commission of Texas Rules.

  
Robert L. Laughman, Affiant

SWORN AND SUBSCRIBED TO under oath by Robert L. Laughman before the undersigned notary public in witness of which I place my hand and seal on December 16, 2016.



  
Notary Public, State of Texas