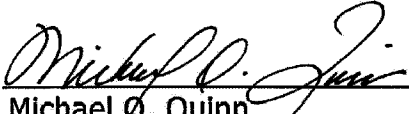


or advisable to ^{e. v. m.} affect the purposes of each of the foregoing resolutions.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the Transfer as stated herein subject to the regulatory approval of PUC.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Action by Written Consent as of the date first written above.

SWWC UTILITIES, INC. DIRECTORS:


Michael O. Quinn


Kirk Michael



William K. Dix

EXHIBIT A

Huntington Utility Company, LLC Assets and CCNS

HUNTINGTON UTILITY COMPANY, LLC

REAL PROPERTY

Lot 23, Block F, of Huntington Estates Subdivision, an addition in Hays County, Texas, according to the map or plat thereof recorded in Volume 4, Page 71-76, Plat Records, Hays County, Texas.

EASEMENT TRACTS

SANITARY CONTROL EASEMENT

Dedicated to the Public as set out on the Exhibit "D" attached to the General Warranty Deed recorded in Volume 687, Page 667, Real Property Records, Hays County, Texas

PUBLIC UTILITY EASEMENTS

Public utility easements dedicated to the Public as recorded in Volume 640, Page 309 and Volume 574, Page 469 of the Real Property Records, Hays County, Texas

EXHIBIT B

Appropriate Officers of the Company

Michael O. Quinn	Chief Executive Officer & President
Kirk Michael	Chief Financial Officer
Charles Profilet	Vice President & Managing Director
William K. Dix	Vice President & Secretary
Kirk Michael	Treasurer