

Control Number: 45715



Item Number: 20

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PUBLIC UTILITY COMMISSION
FILING CLERK



**Monarch
Utilities I, L.P.**

A SouthWest Water Company

Customer Service
866.654.SWWC (7992)

November 7, 2016

Public Utility Commission of Texas
Attention: Filing Clerk
1701 Congress Avenue
P.O. Box 13326
Austin, Texas 78711-3326

Re: Docket 45715, Application of Villas of Willowbrook Homeowners Association, Inc. and Monarch Utilities I, LP for Sale Transfer, or Merger of Facilities and Certificate Rights in Harris County

To Whom It May Concern:

Order Number 5, dated September 29, 2016, requires the applicant to file status updates regarding completion of the transaction and proper disposition of customer deposits monthly beginning November 7, 2016. Therefore, this update is timely filed.

In summary, the transaction has been completed and we are waiting for documentation that deposits have been refunded. Attached is a copy of the completed Bill of Sale and Assignment of Assets between the Villas of Willowbrook Homeowners Association, Inc. and Monarch Utilities I, L.P.

We will provide the deposit documentation as soon as received. Please contact me for any additional information required at this time.

Sincerely,

George Freitag, P.E.
Texas Regulatory Manager
SouthWest Water Company
Monarch Utilities I, L.P.
(512) 219-2288
gfreitag@swwc.com

Enclosure

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ASSIGN
P.P
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BILL OF SALE AND ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, receipt, adequacy, and sufficiency of which are hereby acknowledged, Villas of Willowbrook Homeowners Association, Inc. ("Seller") subject to the receipt of the consent of the Public Utility Commission of Texas, hereby sells, grants, conveys, assigns, transfers and sets over to Monarch Utilities I LP ("Buyer"), its successors and assigns, all right, title and interest in and to all the Assets, as such term is defined in the Asset Purchase Agreement dated December 30, 2015 between Seller and Buyer as shown in Exhibit "A", attached and made a part hereto.

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TO HAVE AND TO HOLD the Assets, together with all rights and appurtenances thereto in any way belonging, unto Buyer, its successors and assigns, forever, and Seller does hereby bind itself and its successors to WARRANT and FOREVER DEFEND title to the Assets unto the Buyer, its successors and assigns, against the lawful claims of any and all persons lawfully claiming or to claim the same or any part hereof.

Seller warrants that there are no liens, encumbrances or security agreements affecting the Assets.

IN WITNESS WHEREOF, Seller has executed this Bill of Sale and Assignment as of this 11th day of October, 2016.

Villas of Willowbrook Homeowners Association, Inc.

By: [Signature]

Name: Louis H Smulders, President

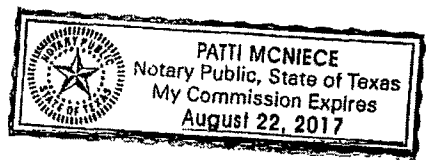
ACKNOWLEDGEMENT

THE STATE OF TEXAS §

§

COUNTY OF HARRIS §

This instrument was acknowledged before me on the 11th of October, 2016, by Louis H. Smulders, the President of Villas of Willowbrook Homeowners Association, Inc.




[Signature]
Notary Public

My commission expires: Aug 22, 2017

✓ After recording return to:
Charles W. Profilet, Jr.
12535 Reed Road
Sugar Land, Texas 77478

ASSETS

"Assets" shall mean all right, title, and interest in and to all the assets owned by the Seller and utilized in the Private Systems shown within VILLAS at WILLOWBROOK, a subdivision of 10.080 acres of land in Harris County, Texas made and established by a plat filed in the Harris County Real Property Records on June 8, 2006 and recorded under Harris County Clerk's File No. Z359526 ("Plat"), together with all of Grantor's interest in: (a) waterlines, meters, meter boxes, taps, valves and appurtenances and sanitary sewer lines, manholes, taps, cleanouts and appurtenances located on, in or under the following private and public streets as depicted on the Plat including all: (a) easements; (b) all connections, water and sewer mains, meters, pipes, pipelines, valves, services, meters, meter boxes, and associated facilities; (c) contracts, agreements, and other similar arrangements and rights thereunder ("Contracts"); (d) franchises, approvals, permits, licenses, orders, registrations, variances, and similar rights obtained from governments and the governmental agencies; (e) all interest of Seller in property owned by Seller and used in Seller's Private Systems and to the extent approved by Buyer in writing pursuant to the provisions of this Agreement, including, but not limited to, warranties, guarantees, customer account records, maps and drawings, prepaid expenses, grants, certificates and privileges, site plans, plans and specifications, "as-built" plans and drawings.


10/17/2016

FILED FOR RECORD

10:49:26 AM

Wednesday, October 26, 2016

Stan Stewart

COUNTY CLERK, HARRIS COUNTY, TEXAS

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this Instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED; in the Official Public Records of Real Property of Harris County Texas

Wednesday, October 26, 2016



Stan Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

RP-2016-483093

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Please find enclosed your instrument as recorded in the Office of the County Clerk. It has been a pleasure to serve you.



Stan Stanart
County Clerk
Harris County, Texas

CHARLES W PROFILET JR
12535 REED ROAD
SUGAR LAND, TX 77478

RP-2016-483093

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