



Control Number: 45719



Item Number: 12

Addendum StartPage: 0

DOCKET NO. 45719

RECEIVED

APPLICATION OF PONDEROSA AND §
WESTERN VILLAGE WATER §
SUPPLY CORPORATION AND EL §
PASO WATER UTILITIES PUBLIC §
SERVICE BOARD FOR SALE §
TRANSFER, OR MERGER OF §
FACILITIES AND CERTIFICATE §
RIGHTS IN EL PASO COUNTY §

PUBLIC UTILITY COMMISSION

2016 AUG 29 PM 2:51
PUBLIC UTILITY COMMISSION
OF TEXAS FILING CLERK

PROOF OF CONSUMMATION OF TRANSACTION

El Paso Water Utilities Public Service Board (EPWU) files this Proof of Consummation of Transaction as required by Order No. 4. On August 12, 2016, EPWU and Ponderosa and Western Village Water Supply Corporation (WSC) closed on the transaction to sale and transfer the WSC's water system to EPWU. Evidencing the completion of the transaction is the "Contract Closing Certification," which is attached hereto as Exhibit A. Also attached is Exhibit B, "Affidavit of Closing," which attests to the completion of the transaction, and which provides the WSC's consent to the transfer of the assets to EPWU, and the decertification of the WSC's CCN area and recertification of the area to EPWU. The Affidavit of Closing also grants EPWU the authority to provide any consents needed by the PUC of the WSC to approve the transfer and the issuance of the CCN without further involvement of the WSC. EPWU and the WSC are addressing the consumer deposits in accordance with the Asset Transfer Agreement.

Respectfully submitted,

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BY: Emily W. Rogers
Emily W. Rogers

CERTIFICATE OF SERVICE

I hereby certify by my signature below that on the 29th day of August, 2016, a true and correct copy of the above and foregoing document was forwarded via hand delivery, facsimile, U.S. mail or electronic mail to the parties in this case.

Emily W. Rogers
Emily W. Rogers

EXHIBIT

A

CONTRACT CLOSING CERTIFICATION

Date:

August 12, 2016 (the "Closing Date")

BEFORE ME, the undersigned authority, on this day personally appeared Juan Eubank, President of Ponderosa and Western Village Water Supply Corporation, a non-profit water supply corporation ("Seller"), personally known to me to be the person whose name is subscribed hereto and upon his/her oath depose and state that:

I am of legal age, and have never been known by any other name than set out below; I am Juan Eubank, authorized agent of Seller, and am authorized to make this affidavit on its behalf.

1. Seller and the City of El Paso for the benefit of El Paso Water Utilities Public Service Board ("Buyer") entered into that certain Asset Transfer Agreement dated effective as of January 29, 2016 ("Contract"), which provided for the sale and transfer of Seller's water supply system, consisting of real property rights, easements, pipelines and related infrastructure and personal property as more fully described in the Contract (collectively the "Assets"), located within or for the purpose of serving the area designated by the Commission under Water CCN No. 11017.

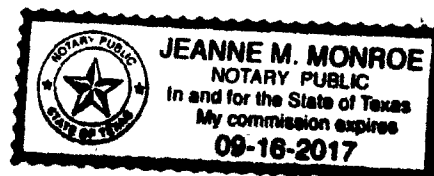
2. Seller and Buyer have performed their obligations under Asset Transfer Agreement.

Juan Eubank

Juan Eubank, President of
Ponderosa Water Supply Corporation

SUBSCRIBED AND SWORN TO before me on August 12, 2016 by Juan Eubank, President of Ponderosa Water Supply Corporation, on behalf of said corporation.

Jeanne M. Monroe
Notary Public, State of Texas



AFFIDAVIT OF CLOSING**PUBLIC UTILITY COMMISSION OF TEXAS
PUC DOCKET NO. 45719**

THE STATE OF TEXAS

§

§

COUNTY OF EL PASO

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AFFIDAVIT OF CLOSING

BEFORE ME, the undersigned authority, on this day personally appeared Juan Eubank, President of Ponderosa and Western Village Water Supply Corporation, a non-profit water supply corporation ("Seller"), personally known to me to be the person whose name is subscribed hereto and upon his/her oath depose and state that:

"I am a citizen of the United States, of legal age, and have never been known by any other name than set out below; I am Juan Eubank, authorized agent of Seller, and am authorized to make this affidavit on its behalf.

Seller and City of El Paso for the benefit of El Paso Water Utilities Public Service Board ("Buyer") entered into that certain Asset Transfer Agreement dated effective as of January 29, 2016 ("Contract"), which provided for the sale and transfer to Buyer of Seller's water supply system, consisting of real property rights, easements, pipelines and related infrastructure and personal property as more fully described in the Contract (collectively the "Assets"), located within or to serve the area designated by the Commission under Water CCN No. 11017 ("Transfer Area").

Pursuant to the terms of the Contract the Seller has agreed that upon closing it will decertify and transfer the Transfer Area within its CCN No. 11017 to Buyer so that Buyer may amend its CCN No. 10211, to the extent required or necessary, in order to include the Transfer Area in accordance with Chapter 13 of the Texas Water Code.

The sale and transfer to the Buyer of Seller's water supply system, the decertification of Seller's CCN No. 11017, and the transfer of the Transfer Area to Buyer shall be collectively referred to as the "Transfer."

In addition, after the receipt by the Public Utility Commission ("PUC") of the applicable closing documents, Seller understands that PUC staff will prepare proposed maps, certificates, and recommendations for both the Seller and the Buyer to review and approve before their submittal to the PUC for approval of the Transfer; provided, however, that Seller understands that it has the right to grant the Buyer the right to consent to the proposed maps, certificates and recommendations on behalf of the Seller.

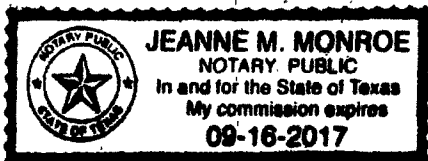
The Seller hereby certifies that (i) as of the date hereof the portion of the water supply system and the Assets have been sold to Buyer in accordance with the terms of the Contract, (ii) Seller concurs with the Transfer under the applicable provisions of Chapter 13 of the Texas Water Code, (iii) Seller agrees that the PUC may take action to decertify the Transfer Area from Seller and certify the Transfer Area to the Purchaser; and (iv) Seller has granted Buyer the authority to provide the necessary Seller's consent to PUC with respect to the proposed maps, certificates and the recommendation for decertification, and approval and issuance of any CCN necessary to effectuate the Transfer, and hereby authorizes the PUC to effectuate the Transfer upon receipt of Buyer's signed consent form without the further involvement of Seller, including, but not limited to, executing all necessary consent documents on behalf of the Seller.

Executed this 12th day of August, 2014.

Juan Eubank
Affiant

SUBSCRIBED AND SWORN TO before me on August 12, 2016 by Juan Eubank, President of Ponderosa Water Supply Corporation, on behalf of said corporation.

SEAL



Jeanne M. Monroe
Print name: JEANNE M. MONROE

Notary Public for the State of Texas

Commission expires: 09-16-2017