

Control Number: 46745



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APPLICATION OF ORBIT SYSTEMS, §
INC. AND UNDINE TEXAS, LLC FOR §
THE SALE, TRANSFER, OR MERGER §
OF FACILITIES AND CERTIFICATE §
RIGHTS IN BRAZORIA, FORT BEND, §
AND MATAGORDA COUNTIES §

PUBLIC UTILITY COMMISSION
OF TEXAS

AUG 22 PM 2:25

**UNDINE TEXAS, LLC CLARIFICATION REGARDING NOTICE OF PROOF THAT
THE TRANSACTION HAS BEEN CONSUMMATED AND CUSTOMER DEPOSITS
HAVE BEEN PROPERLY ADDRESSED**

Undine Texas, LLC (“Undine”) hereby files this Clarification Regarding Notice of Proof and states the following:

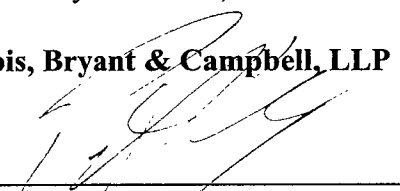
1. On August 17, 2017, Undine filed notice of proof that the transaction in this matter has been consummated and that the customer deposits have been properly addressed (see Item No. 18). As part of that notice, Undine provided the Bill of Sale and Assignment and Assumption Agreement (“Bill of Sale”) as evidence of the consummation of the transaction. The Bill of Sale referenced the underlying asset purchase agreement, and identified the parties to that asset purchase agreement as Orbit System, Inc. (“Orbit”), Undine, and 723 Utility Company LLC. As suggested by PUC staff, this filing clarifies the limited interest of 723 Utility Company LLC in this matter.

2. As reflected in the application (Item No. 1), Orbit was the owner of the water and wastewater systems that were acquired pursuant to this docket. 723 Utility Company LLC was the owner of a small parcel of real property associated with one of those systems. 723 Utility Company LLC was a party to the asset purchase agreement for the limited purpose of transferring that real property into Orbit in order to confirm that all of the assets associated with the systems were properly owned by Orbit at the time of the purchase by Undine.

Respectfully submitted,

DuBois, Bryant & Campbell, LLP

By: _____

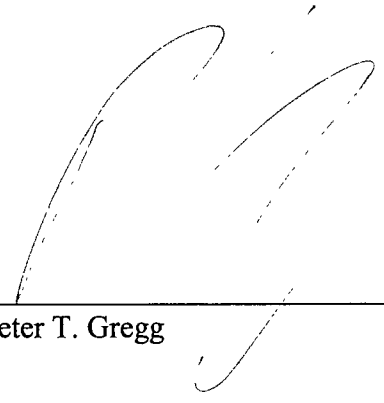

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Attorneys for Undine Texas, LLC

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document was served on the persons below by U.S. Mail and Email on this the 12 day of July, 2017:

Kennedy R. Meier
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Legal Division
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Peter T. Gregg