



Control Number: 47176



Item Number: 47

Addendum StartPage: 0

AFFIDAVIT

STATE OF ARIZONA

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PUBLIC UTILITY COMMISSION
FILING CLERK

COUNTY OF MARICOPA

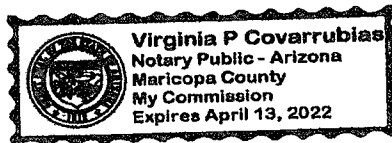
§

1. My name is Matthew Garlick. I am the President of Liberty Utilities (Woodmark Sewer) Corp. (the "Corporation").
2. I swear or affirm that I have personal knowledge of the contents of the facts stated in the Notifications of Name Change to the Certificate of Convenience and Necessity filed by the Corporation in PUC Docket Nos. 47175, 47176, and 47177 on January 11, 2019. It is attached hereto as Exhibit A. I further attest that there was one Certificate of Amendment filed with the Texas Secretary of State's Office by the Corporation. It is attached hereto as Exhibit B. The name of the Corporation changed from Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. The Notification of Name Change filings in each docket referenced above were submitted to accurately reflect the name of the Corporation on its Certificate of Convenience and Necessity (CCN No. 20679). This affidavit will be filed separately in each respective docket, and is to be construed as original in each docket.

Matthew Garlick
Signature

Matthew Garlick
Printed Name

SWORN TO AND SUBSCRIBED before me on the 19 day of February, 2019.



Virginia P. Covarrubias
Notary Public,
State of Arizona

My commission expires: April 13, 2022

EXHIBIT A

LAW OFFICES OF MARK H. ZEPPA, P.C.

2019 JAN 11 PM 2:31
4833 Spicewood Springs Road, Suite 202
Austin, Texas 78759-8436
(512) 346-4011 Cell (512) 289-4599 Fax (512) 346-6847
markzeppa@austin.twcbc.com

January 11, 2019

Filing Clerk
Public Utility Commission
1701 N. Congress Ave
Room G-113, P.O. Box 13326
Austin, Texas 78711-3326

Re: *Application of Liberty Utilities (Woodmark Sewer) Corp. to Amend a
Sewer Certificate of Convenience and Necessity in Smith County (Cooks
Ranch)*, Docket No. 47175 - Notification of Name Change

Dear Filing Clerk,

On May 16, 2017, Liberty Utilities (Woodmark Sewer) Corp. filed the above-referenced application to amend its certificate of convenience and necessity (CCN) number 20679 area in Smith County, Texas. Included with that application is a Certificate of Amendment accepted by the Secretary of State for the State of Texas to change the name of Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. with an effective date of May 23, 2013.¹

As part of its pending CCN amendment application, Liberty Utilities (Woodmark Sewer) Corp. seeks to have the name on wastewater CCN No. 20679 changed from Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. Staff filed a recommendation for approval in this docket that includes documents that reference "Liberty Utilities (Woodmark) Corp."² Per the Texas Secretary of State records, this is incorrect. Respectfully, Liberty Utilities (Woodmark Sewer) Corp. requests that all documents finally approved in this docket, including its CCN, include its proper amended name according to those records.

Additional information regarding this name change is provided below:

1. Additional Background:

Woodmark Utilities Inc. is a Texas corporation incorporated on April 2, 1998. Its Secretary of State filing number is 148556500. On May 23, 2013, a Certificate of

¹ Item 1, Docket 47175, Filed 5/16/17, Pg. 32-36

² Item 41, Docket 47175, Filed 7/19/18

Amendment was filed with the Texas Secretary of State changing the company's name to Liberty Utilities (Woodmark Sewer) Corp.

2. Description of the Applicant:


- (a) Legal name and all assumed names under which the Applicant conducts business, if any: *Liberty Utilities (Woodmark Sewer) Corp.*
- (b) Address of principal office and business office:
12725 W. Indian School Rd., Suite D-101, Avondale, Arizona 85392
- (c) Principle office/business office telephone number: 623-298-3763
Fax number: 623-935-1020
Website address: libertyutilities.com
Email address: Matthew.Garlick@libertyutilities.com
- (d) Legal name of parent company, if any, and a description of its primary interests:

Liberty Utilities (Woodmark Sewer) Corp. is a wholly-owned direct subsidiary of Liberty Utilities (Sub) Corp. Liberty Utilities (Sub) Corp. is a subsidiary of Liberty Utilities Co. ("Liberty Utilities"), a Delaware corporation that operates regulated utilities in the United States. Liberty Utilities is a subsidiary of Liberty Utilities (Canada) Corp., which is a subsidiary of Algonquin Power & Utilities Corp. ("APUC"). APUC is a utility holding company based in Oakville, Ontario and publicly traded on the Toronto and New York stock exchanges.

3. The name(s) in which the Applicant wants the Commission to issue or amend this certificate.

Liberty Utilities (Woodmark Sewer) Corp.

Sincerely,


Mark H. Zepp
Attorney for Liberty Utilities
(Woodmark Sewer) Corp.

LAW OFFICES OF MARK H. ZEPPA, P.C.

**4833 Spicewood Springs Road, Suite 202
Austin, Texas 78759-8436
(512) 346-4011 Cell (512) 289-4599 Fax (512) 346-6847
markzeppa@austin.twcbc.com**

2019 JAN 11 PM 2:30
PUBLIC UTILITY COMMISSION
FILING CLERK

January 11, 2019

Filing Clerk
Public Utility Commission
1701 N. Congress Ave
Room G-113, P.O. Box 13326
Austin, Texas 78711-3326

Re: *Application of Liberty Utilities (Woodmark Sewer) Corp. to Amend a
Sewer Certificate of Convenience and Necessity in Smith County (Baker
Plantation), Docket No. 47176 - Notification of Name Change*

Dear Filing Clerk,

On May 16, 2017, Liberty Utilities (Woodmark Sewer) Corp. filed the above-referenced application to amend its certificate of convenience and necessity (CCN) number 20679 area in Smith County, Texas. Included with that application is a Certificate of Amendment accepted by the Secretary of State for the State of Texas to change the name of Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. with an effective date of May 23, 2013.¹

As part of its pending CCN amendment application, Liberty Utilities (Woodmark Sewer) Corp. seeks to have the name on wastewater CCN No. 20679 changed from Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. Staff filed a recommendation for approval in this docket that includes documents that reference "Liberty Utilities (Woodmark) Corp."² Per the Texas Secretary of State records, this is incorrect. Respectfully, Liberty Utilities (Woodmark Sewer) Corp. requests that all documents finally approved in this docket, including its CCN, include its proper amended name according to those records.

Additional information regarding this name change is provided below:

1. Additional Background:

Woodmark Utilities Inc. is a Texas corporation incorporated on April 2, 1998. Its Secretary of State filing number is 148556500. On May 23, 2013, a Certificate of

¹ Item 1, Docket 47176, Filed 5/16/17, Pg. 32-36

² Item 42, Docket 47176, Filed 7/19/18

Amendment was filed with the Texas Secretary of State changing the company's name to Liberty Utilities (Woodmark Sewer) Corp.

2. Description of the Applicant:


- (a) Legal name and all assumed names under which the Applicant conducts business, if any: *Liberty Utilities (Woodmark Sewer) Corp.*
- (b) Address of principal office and business office:
12725 W. Indian School Rd., Suite D-101, Avondale, Arizona 85392
- (c) Principle office/business office telephone number: *623-298-3763*
Fax number: *623-935-1020*
Website address: *libertyutilities.com*
Email address: *Matthew.Garlick@libertyutilities.com*
- (d) Legal name of parent company, if any, and a description of its primary interests:

Liberty Utilities (Woodmark Sewer) Corp. is a wholly-owned direct subsidiary of Liberty Utilities (Sub) Corp. Liberty Utilities (Sub) Corp. is a subsidiary of Liberty Utilities Co. ("Liberty Utilities"), a Delaware corporation that operates regulated utilities in the United States. Liberty Utilities is a subsidiary of Liberty Utilities (Canada) Corp., which is a subsidiary of Algonquin Power & Utilities Corp. ("APUC"). APUC is a utility holding company based in Oakville, Ontario and publicly traded on the Toronto and New York stock exchanges.

3. The name(s) in which the Applicant wants the Commission to issue or amend this certificate.

Liberty Utilities (Woodmark Sewer) Corp.

Sincerely,



Mark H. Zeppa
Attorney for Liberty Utilities
(Woodmark Sewer) Corp.

LAW OFFICES OF MARK H. ZEPPA, P.C.

2019 JAN 11 PM 2:29

4833 Spicewood Springs Road, Suite 202

Austin, Texas 78759-8436

(512) 346-4011 Cell (512) 289-4599 Fax (512) 346-6847

markzeppa@austin.twcbc.com

PUBLIC UTILITY COMMISSION
FILING CLERK

January 11, 2019

Filing Clerk
Public Utility Commission
1701 N. Congress Ave
Room G-113, P.O. Box 13326
Austin, Texas 78711-3326

Re: *Application of Liberty Utilities (Woodmark Sewer) Corp. to Amend a
Sewer Certificate of Convenience and Necessity in Smith County
(Vanderbilt Estates), Docket No. 47177 - Notification of Name Change*

Dear Filing Clerk,

On May 16, 2017, Liberty Utilities (Woodmark Sewer) Corp. filed the above-referenced application to amend its certificate of convenience and necessity (CCN) number 20679 area in Smith County, Texas. Included with that application is a Certificate of Amendment accepted by the Secretary of State for the State of Texas to change the name of Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. with an effective date of May 23, 2013.¹

As part of its pending CCN amendment application, Liberty Utilities (Woodmark Sewer) Corp. seeks to have the name on wastewater CCN No. 20679 changed from Woodmark Utilities, Inc. to Liberty Utilities (Woodmark Sewer) Corp. Staff filed a recommendation for approval in this docket that includes documents that reference "Liberty Utilities (Woodmark) Corp."² Per the Texas Secretary of State records, this is incorrect. Respectfully, Liberty Utilities (Woodmark Sewer) Corp. requests that all documents finally approved in this docket, including its CCN, include its proper amended name according to those records.

Additional information regarding this name change is provided below:

1. Additional Background:

Woodmark Utilities Inc. is a Texas corporation incorporated on April 2, 1998. Its Secretary of State filing number is 148556500. On May 23, 2013, a Certificate of Amendment was

¹ Item 1, Docket 47177, Filed 5/16/17, Pg. 32-36

² Item 41, Docket 47177, Filed 7/19/18

filed with the Texas Secretary of State changing the company's name to Liberty Utilities (Woodmark Sewer) Corp.

2. Description of the Applicant:

- (a) Legal name and all assumed names under which the Applicant conducts business, if any: *Liberty Utilities (Woodmark Sewer) Corp.*
- (b) Address of principal office and business office:
12725 W. Indian School Rd., Suite D-101, Avondale, Arizona 85392
- (c) Principle office/business office telephone number: *623-298-3763*
Fax number: *623-935-1020*
Website address: *libertyutilities.com*
Email address: *Matthew.Garlick@libertyutilities.com*
- (d) Legal name of parent company, if any, and a description of its primary interests:

Liberty Utilities (Woodmark Sewer) Corp. is a wholly-owned direct subsidiary of Liberty Utilities (Sub) Corp. Liberty Utilities (Sub) Corp. is a subsidiary of Liberty Utilities Co. ("Liberty Utilities"), a Delaware corporation that operates regulated utilities in the United States. Liberty Utilities is a subsidiary of Liberty Utilities (Canada) Corp., which is a subsidiary of Algonquin Power & Utilities Corp. ("APUC"). APUC is a utility holding company based in Oakville, Ontario and publicly traded on the Toronto and New York stock exchanges.

3. The name(s) in which the Applicant wants the Commission to issue or amend this certificate.

Liberty Utilities (Woodmark Sewer) Corp.

Sincerely,



Mark H. Zeppa
Attorney for Liberty Utilities
(Woodmark Sewer) Corp.

EXHIBIT B

**Form 424
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



Certificate of Amendment

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
MAY 23 2013
Corporations Section

Entity Information

The name of the filing entity is:

WOODMARK UTILITIES, INC.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|--|---|
| <input checked="" type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 0148556500

The date of formation of the entity is: April 2, 1998

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

Liberty Utilities (Woodmark Sewer) Corp.

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

☐ A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

☐ B. The registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
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The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

<i>Street Address (No P.O. Box)</i>	<i>City</i>	<i>TX</i>	<i>State</i>	<i>Zip Code</i>
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3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

☐ **Add** each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

☐ **Alter** each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

☐ **Delete** each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

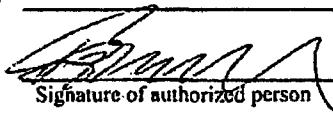
Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date:

May 22, 2013

By:


Signature of authorized person

Imari Brincheski, Chief Financial Officer, Treasurer + Secretary
Printed or typed name of authorized person (see instructions)