

Control Number: 48465



Item Number: 5

Addendum StartPage: 0

PUC DOCKET NO. 48465

RECEIVED

APPLICATION OF AQUA TEXAS, INC. AND THE CITY OF TOMBALL FOR	§ 8	Public utility commissions
APPROVAL OF SERVICE AREA	8 8	ORTEXAS. IT Y COMMISSION FILING CUERK
CONTRACT UNDER TEXAS WATER CODE § 13.248 AND TO AMEND	§ §	
CERTIFICATES OF CONVENIENCE AND NECESSITY IN HARRIS COUNTY	§ §	And the second of the second o

AQUA TEXAS' RESPONSE TO ORDER NO. 1

COMES NOW, Aqua Texas, Inc. ("Aqua Texas") and files this response to Order No. 1 Requiring Commission Staff's Recommendation. In support thereof, Aqua Texas would show the following.

On June 14, 2018, Aqua Texas and the City of Tomball filed an application for approval of a service area contract and to amend their water and sewer CCNs in Harris County. On June 18, 2018, the Commission issued Order No. 1 Requiring Commission Staff's Recommendation which ordered Aqua Texas to file supplemental information and documentation by June 25, 2018. Therefore, this pleading is timely filed.

Order No. 1 required Aqua Texas to file the following information and documentation:

- 1. The legal name and all assumed names, if any, under which the applicant conducts business. If the applicant uses an assumed name, provide a currently valid certificate of assumed name.
- 2. The form of business in Texas (*e.g.*, corporation, partnership, sole proprietorship). Charter or Authorization number, date business was formed, and date change was made (if applicable).
- 3. Legal name of parent company, if any, and a description of its primary business interests and the name of any companies affiliated with the applicant with which it does any business. Provide the state and date in which the parent company is registered.

In response, Aqua Texas hereby submits the following information.

- 1. Aqua Texas, Inc. operates in Texas under the assumed name Aqua Texas. A copy of Aqua Texas' Assumed Name Certificate on file with the Texas Secretary of State is attached as **Exhibit A**.
- 2. Aqua Texas, Inc. is a corporation formed on February 13, 2004. Its Articles of Incorporation are attached as **Exhibit B**. Aqua Texas's Authorization number can be found on its Texas Franchise Tax Public Information Report for 2017 attached hereto as **Exhibit C**.
- 3. The legal name of Aqua Texas' parent company is Aqua America, Inc., which is a corporation subsisting in the State of Pennsylvania. A Subsistence Certificate issued for Aqua America, Inc. is attached as **Exhibit D**. Aqua America serves as a holding company for independently operated water and wastewater utility companies that serve about 3 million people in Pennsylvania, Ohio, North Carolina, Illinois, Texas, New Jersey, Indiana, and Virginia.

Aqua Texas, and all its affiliates, are 100% owned by Aqua America. Aqua Texas affiliates with which it conducts business or which provide Aqua Texas with services include: Aqua Utilities, Inc., Aqua Development, Inc., Aqua Operations, Inc., Kerrville South Water Company, Inc., Harper Water Company, Inc., and Aqua Services, Inc. Aqua Texas' affiliates have previously been reported to the Commission in Aqua Texas' Annual Reports, most recently in PUC Docket 46928 (Water and Wastewater Utilities 2016 Annual Reports), Item No. 80, page 11.

PRAYER

Aqua Texas, Inc. respectfully requests that the Honorable ALJ issue an order approving the Aqua Texas, Inc. and the City of Tomball's application for approval of a service area contract and to amend their water and sewer CCNs in Harris County as previously filed. The Applicants further request such other relief to which they are justly entitled at law or in equity.

Respectfully submitted,

By:

Geoffrey P. Kirshbaum State Bar No. 24029665 TERRILL & WALDROP 810 West 10th Street Austin, Texas 78701

Tel: (512) 474-9100 Fax: (512) 474-9888

gkirshbaum@terrillwaldrop.com

ATTORNEY FOR AQUA TEXAS, INC.

CERTIFICATE OF SERVICE

I certify that a copy of this document will be served on all parties of record on June 20, 2018 in accordance with P.U.C. Procedural Rule 22.74.

Geoffrey P. Kirshbaum



Office of the Secretary of State Corporations Section P.O. Box 13697 Austin, Texas 78711-3697 (Form 503) Filed in the Office of the Secretary of State of Texas Filing #: 800304878 7/14/2010 Document #: 315513210004 Image Generated Electronically for Web Filing



ASSUMED NAME CERTIFICATE FOR FILING WITH THE SECRETARY OF STATE

1.	The assumed	name under	which the	business or	r professional	service is	s or is to be	conducted o	10
re	endered is:				_				

Aqua Texas

2. The name of the entity as stated in its certificate of formation, application for registration, or comparable document is:

Aqua Texas, Inc.

- 3. The state, country, or other jurisdiction under the laws of which it was incorporated, organized or associated is <u>TEXAS</u> and the address of its registered or similar office in that jurisdiction is: 211 E. 7th Street, Suite 620, Austin, TX, USA 78701-3218
- 4. The period, not to exceed 10 years, during which the assumed name will be used is: **07/14.2020**
- 5. The entity is a : **Domestic For-Profit Corporation**
- 6. The entity's principal office address in Texas is:

1106 Clayton Lane, Suite 400 W, Austin, TX, USA 78723

- 7. The entity is not organized under the laws of Texas and is not required by law to maintain a registered agent and registered office in Texas. Its office address outside the state is:
- 8. The county or counties where business or professional services are being or are to be conducted or rendered under such assumed name are:

ALL COUNTIES

9. The undersigned, if acting in the capacity of an attorney-in-fact of the entity, certifies that the entity has duly authorized the attorney-in-fact in writing to execute this document. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Aqua Texas, Inc. Name of the entity

By: Roy H. Stahl

Signature of officer, general partner, manager, representative or attorney-in-fact of the entity

FILING OFFICE COPY

Form 201 (revised 9/03)

Return in Duplicate to: Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709

Filing Fee: \$300



Articles of Incorporation
Pursuant to Article 3.02
Texas Business
Corporation Act

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

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Corporations Section

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Director 2: First Name	M.I.	Last Name			Suffix	
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Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions



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Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions

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Texas Franchise Tax Public Information Report

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Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions

13196 **■**Tcode ■ Taxpayer number ■ Report year You have certain rights under Chapter 552 and 559. Government Code, to review, request and correct information 32014405503 2017 we have on file about you. Contact us at 1-800-252-1381. Taxpayer name Aqua Texas, Inc Blacken box if the mailing address has changed. Mailing address Secretary of State (SOS) file number or Comptroller file number 1106 Clayton Lane, Suite 400 W State ZIP code plus 4 Austin 78723 0800304878 Blacken box if there are currently no changes from previous year, if no information is displayed, complete the applicable information in Sections A, B and C. Principal place of business You must report officer, director, member, general partner and manager information as of the date you complete this report. <u>Please sign below!</u> This report must be signed to satisfy franchise tax requirements. SECTION A Name, title and mailing address of each officer, director, member, general partner or manager. Name Title Director mm dd y y ☐ YES Tem ROBERT A. KOPAS expiration Controller Mailing address 1106 CLAYTON LANE, SUITE 400 W ZIP Code 78723 State City AUSTIN тx Title Director y ☐ YES Tem expiration CRANDAL MCDOUGALL Controller Mailing address 1106 CLAYTON LANE, SUITE 400 W ZIP Code 78723 City State AUSTIN Name Director m m d d y y YES Terr STAN SZCZGIEL expiration Treasurer Mailing address 1106 CLAYTON LANE, SUITE 400 W ZIP Code 78723 City AUSTIN State SECTION B Enter information for each corporation, LLC, LP, PA or financial institution, if any, in which this entity owns an interest of 10 percent or more. Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution State of formation Percentage of ownership Texas SOS file number. If any Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution State of formation Taxes SOS file number. If any Percentage of ownership SECTION C Enter information for each corporation, LLC, LP, PA or financial institution, if any, that owns an interest of 10 percent or more in this entity. Name of owned (parent) corporation, LLC, LP, PA or financial institution State of formation Texas SOS file number, if any Percentage of ownership Registered agent and registered office currently on file (see instructions if you need to make changes) You must make a filing with the Secretary of State to change registered Agent: agent, registered office or general pertner informa Office City State ZIP Code The information on this form is required by Section 171.203 of the Tax Code for each corporation, LLC, LP, PA or financial institution that files a Texas Franchise Tax Report. Use additional ts for Sections A, B and C, if necessary. The information will be available for public inspection. I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director, member, general partner or manager and who is not currently employed by this or a related corporation. LLC, LP, PA or financial institution Date Area code and phone number sign Texas Comptroller Official Use Only VE/DE PIR IND

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TX2017 Ver. 8.0 05-102 (Rev.9-15/33)

Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Lieblity Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions

Name Title Director m m d d LISA PIOTROWSKI Asecretary Term expiration	■Tcode 13196 ■Taxpayer number		■ Report	t year			You have certain	rights u	nder Chapter	552 and 55
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COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF STATE

06/12/2018

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

AQUA AMERICA, INC.

is duly registered as a Pennsylvania Business Corporation under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT this Subsistence Certificate shall not imply that all fees, taxes and penalties owed to the Commonwealth of Pennsylvania are paid.

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IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written

Acting Secretary of the Commonwealth

Certification Number: TSC180612121116-1

Verify this certificate online at http://www.corporations.pa.gov/orders/verify