



Control Number: 50960



Item Number: 1

Addendum StartPage: 0



Application for Sale, Transfer, or Merger of a Retail Public Utility

Pursuant to Texas Water Code § 13.301 and 16 Texas Administrative Code § 24.109

Sale, Transfer, or Merger (STM) Application Instructions

- I. **COMPLETE:** In order for the Commission to find the application sufficient for filing, the Applicant should:
 - i. Provide an answer to every question and submit any required attachment applicable to the STM request (i.e., agreements or contracts).
 - ii. Use attachments or additional pages to answer questions as necessary. If you use attachments or additional pages, reference their inclusion in the form.
 - iii. Provide all mapping information as detailed in Part G: Mapping & Affidavits.
- II. **FILE:** Seven (7) copies of the completed application with numbered attachments. One copy should be filed with no permanent binding, staples, tabs, or separators; and 7 copies of the portable electronic storage medium containing the digital mapping data.
 - i. **SEND TO:** Public Utility Commission of Texas, Attention: Filing Clerk, 1701 N. Congress Avenue, P.O. Box 13326, Austin, Texas 78711-3326 (NOTE: Electronic documents may be sent in advance of the paper copy, however they will not be processed and added to the Commission's on-line Interchange until the paper copy is received and file-stamped in Central Records).
- III. The application will be assigned a docket number, and an administrative law judge (ALJ) will issue an order requiring Commission Staff to file a recommendation on whether the application is sufficient. The ALJ will issue an order after Staff's recommendation has been filed:
 - i. **DEFICIENT (Administratively Incomplete):** Applicants will be ordered to provide information to cure the deficiencies by a certain date, usually 30 days from ALJ's order. *Application is not accepted for filing.*
 - ii. **SUFFICIENT (Administratively Complete):** Applicants will be ordered by the ALJ to give appropriate notice of the application using the notice prepared by Commission Staff. *Application is accepted for filing.*
- IV. Once the Applicants issue notice, a copy of the actual notice sent and an affidavit attesting to notice should be filed in the docket assigned to the application. Recipients of notice may request a hearing on the merits.

HEARING ON THE MERITS: An affected party may request a hearing within 30 days of notice. In this event, the application may be referred to the State Office of Administrative Hearings (SOAH) to complete this request.
- V. **TRANSACTION TO PROCEED:** at any time following the provision of notice, or prior to 120 days from the last date that proper notice was given, Commission Staff will file a recommendation for the transaction to proceed as proposed or recommend that the STM be referred to SOAH for further investigation. The Applicants will be required to file an update in the docket to the ALJ every 30 days following the approval of the transaction. The transaction must be completed within six (6) months from the ALJ's order (Note: The Applicants may request an extension to the 6 month provision for good cause).
- VI. **FILE:** Seven (7) copies of completed transaction documents and documentation addressing the transfer or disposition of any outstanding deposits. After receiving all required documents from the Applicants, the application will be granted a procedural schedule for final processing. The Applicants are requested to consent in writing to the proposed maps and certificates, or tariff if applicable.
- VII. **FINAL ORDER:** The ALJ will issue a final order issuing or amending the applicable CCNs.

FAQ:

Who can use this form?

Any retail public utility that provides water or wastewater service in Texas.

Who is required to use this form?

A retail public utility that is an investor owned utility (IOU) or a water supply corporation (WSC) prior to any STM of a water or sewer system, or utility, or prior to the transfer of a portion of a certificated service area.

Terms

Transferor: Seller

Transferee: Purchaser

CCN: Certificate of Convenience and Necessity

STM: Sale, Transfer, or Merger

IOU: Investor Owned Utility



Application Summary

Transferor: Nerro Supply, LLC

(selling entity)

CCN No.s: 12252

☒ Sale
 ☐ Transfer
 ☐ Merger
 ☐ Consolidation
 ☐ Lease/Rental

Transferee: Undine Texas, LLC

(acquiring entity)

CCN No.s: 13260

☐ Water
 ☐ Sewer
 ☒ All CCN
 ☐ Portion CCN
 ☐ Facilities transfer

County(ies): Chambers, Harris, Liberty

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Please mark the items included in this filing

<input checked="" type="checkbox"/> Contract, Lease, Purchase, or Sale Agreement	Part A: Question 1
<input checked="" type="checkbox"/> Tariff including Rate Schedule	Part B: Question 4
<input checked="" type="checkbox"/> List of Customer Deposits	Part B: Question 5
<input checked="" type="checkbox"/> Partnership Agreement	Part C: Question 7
<input type="checkbox"/> Articles of Incorporation and By-Laws (WSC)	Part C: Question 7
<input checked="" type="checkbox"/> Certificate of Account Status	Part C: Question 7
<input type="checkbox"/> Financial Audit	Part C: Question 10
<input type="checkbox"/> Application Attachment A & B	Part C: Question 10
<input type="checkbox"/> Disclosure of Affiliated Interests	Part C: Question 10
<input type="checkbox"/> Capital Improvement Plan	Part C: Question 10
<input checked="" type="checkbox"/> List of Assets to be Transferred	Part D: 11.B
<input type="checkbox"/> Developer Contribution Contracts or Agreements	Part D: 11.D
<input type="checkbox"/> Enforcement Action Correspondence	Part E: Question 18 (Part D: Q12)
<input checked="" type="checkbox"/> TCEQ Compliance Correspondence	Part F: Question 22
<input type="checkbox"/> TCEQ Engineering Approvals	Part F: Question 24
<input type="checkbox"/> Purchased Water Supply or Treatment Agreement	Part F: Question 26
<input checked="" type="checkbox"/> Detailed (large scale) Map	Part G: Question 29
<input checked="" type="checkbox"/> General Location (small scale) Map	Part G: Question 29
<input checked="" type="checkbox"/> Digital Mapping Data	Part G: Question 29
<input checked="" type="checkbox"/> Signed & Notarized Oath	Page 13-14

Part A: General Information

1. Describe the proposed transaction, including the effect on all CCNs involved, and provide details on the existing or expected land use in the area affected by the proposed transaction. Attach all supporting documentation, such as a contract, a lease, or proposed purchase agreements:

Undine Texas, LLC will purchase all utility assets listed in Attachment 'A' as defined in the Letter of Intent to Nerro Supply, LLC.

2. The proposed transaction will require (check all applicable):

For **Transferee** (Purchaser) CCN:

- ☐ Obtaining a NEW CCN for Purchaser
☒ Transfer all CCN into Purchaser's CCN (Merger)
☐ Transfer Portion of CCN into Purchaser's CCN
☐ Transfer all CCN to Purchaser and retain Seller CCN
☐ Uncertificated area added to Purchaser's CCN

For **Transferor** (Seller) CCN:

- ☒ Cancellation of Seller's CCN
☐ Transfer of a Portion of Seller's CCN to Purchaser
☐ Only Transfer of Facilities, No CCN or Customers
☐ Only Transfer of Customers, No CCN or Facilities
☐ Only Transfer CCN Area, No Customers or Facilities

Part B: Transferor Information

Questions 3 through 5 apply only to the *transferor* (current service provider or seller)

3. A. Name: Nerro Supply, LLC
(individual, corporation, or other legal entity)
☐ Individual ☐ Corporation ☐ WSC ☒ Other: LLC

B. Mailing Address: PO Box 691008, Houston TX 77269

Phone: (281) 355-1312

Email: chuck@gulfutility.net

- C. Contact Person. Please provide information about the person to be contacted regarding this application. Indicate if this person is the owner, operator, engineer, attorney, accountant, or other title.

Name: Gregory P. Pappas

Title: President

Mailing Address: PO Box 691008, Houston TX 77269

Phone: (281) 355-1312

Email: pappas@blackswanrep.com

4. If the utility to be transferred is an Investor Owned Utility (IOU), for the most recent rate change, attach a copy of the current tariff and complete A through B:

A. Effective date for most recent rates: September 25, 2015

B. Was notice of this increase provided to the Public Utility Commission of Texas (Commission) or a predecessor regulatory authority?

☐ No ☒ Yes Application or Docket Number: 44967

If the transferor is a Water Supply or Sewer Service Corporation, provide a copy of the current tariff.

5. For the customers that will be transferred following the approval of the proposed transaction, check all that apply:

☐ There are no customers that will be transferred

☐ # of customers without deposits held by the transferor _____

☒ # of customers with deposits held by the transferor* _____

*Attach a list of all customers affected by the proposed transaction that have deposits held, and include a customer indicator (name or account number), date of each deposit, amount of each deposit, and any unpaid interest on each deposit.

Part C: Transferee Information

Questions 6 through 10 apply only to the *transferee* (purchaser or proposed service provider)

6. A. Name: Undine Texas, LLC

(individual, corporation, or other legal entity)

☐ Individual

☐ Corporation

☐ WSC

☒ Other: LLC

B. Mailing Address: 17681 Telge Road, Cypress, Texas 77429

Phone: (713) 574-5953

Email: info@undinellc.com

C. Contact Person. Provide information about the person to be contacted regarding this application. Indicate if this person is the owner, operator, engineer, attorney, accountant, or other title.

Name: Carey A. Thomas

Title: Senior Vice President

Address: 17681 Telge Road, Cypress, Texas 77429

Phone: (713) 574-5953

Email: cthomas@undinellc.com

D. If the transferee is someone other than a municipality, is the transferee current on the Regulatory Assessment Fees (RAF) with the Texas Commission on Environmental Quality (TCEQ)?

☐ No

☒ Yes

☐ N/A

E. If the transferee is an IOU, is the transferee current on the Annual Report filings with the Commission?

☐ No

☒ Yes

☐ N/A

7. The legal status of the transferee is:

☐ Individual or sole proprietorship

☐ Partnership or limited partnership (*attach* Partnership agreement)

☐ Corporation

Charter number (as recorded with the Texas Secretary of State): _____

☐ Non-profit, member-owned, member controlled Cooperative Corporation [Article 1434(a) Water Supply or Sewer Service Corporation, incorporated under TWC Chapter 67]

Charter number (as recorded with the Texas Secretary of State): _____

☐ Articles of Incorporation and By-Laws established (*attach*)

☐ Municipally-owned utility

☐ District (MUD, SUD, WCID, FWSD, etc.)

☐ County

☐ Affected County (a county to which Subchapter B, Chapter 232, Local Government Code, applies)

☒ Other (please explain): LLC, LLC Agreement attached

8. If the transferee operates under any d/b/a, provide the name below:

Name: _____

9. If the transferee's legal status is anything other than an individual, provide the following information regarding the officers, members, or partners of the legal entity applying for the transfer:

Name: Confidential - Please see Attachment 'C'

Position: _____ Ownership % (if applicable): 0.00%

Address: _____

Phone: _____ Email: _____

Name: _____

Position: _____ Ownership % (if applicable): 0.00%

Address: _____

Phone: _____ Email: _____

Name: _____

Position: _____ Ownership % (if applicable): 0.00%

Address: _____

Phone: _____ Email: _____

Name: _____

Position: _____ Ownership % (if applicable): 0.00%

Address: _____

Phone: _____ Email: _____

10. **Financial Information**

The transferee Applicant must provide accounting information typically included within a balance sheet, income statement, and statement of cash flows. If the Applicant is an existing retail public utility, this must include historical financial information and projected financial information. However, projected financial information is only required if the Applicant proposes new service connections and new investment in plant, or if requested by Staff. If the Applicant is a new market entrant and does not have its own historical balance sheet, income statement, and statement of cash flows information, then the Applicant should establish a five-year projection taking the historical information of the transferor Applicant into consideration when establishing the projections.

Historical Financial Information may be shown by providing any combination of the following that includes necessary information found in a balance sheet, income statement, and statement of cash flows:

1. Completed Appendix A;
2. Documentation that includes all of the information required in Appendix A in a concise format; or
3. Audited financial statements issued within 18 months of the application filing date. This may be provided electronically by providing a uniform resource locator (URL) or a link to a website portal.

Projected Financial Information may be shown by providing any of the following:

1. Completed Appendix B;
2. Documentation that includes all of the information required in Appendix B in a concise format;
3. A detailed budget or capital improvement plan, which indicates sources and uses of funds required, including improvements to the system being transferred; or
4. A recent budget and capital improvements plan that includes information needed for analysis of the operations test (16 Tex. Admin. Code § 24.11(e)(3)) for the system being transferred and any operations combined with the system. This may be provided electronically by providing a uniform resource locator (URL) or a link to a website portal.

Part D: Proposed Transaction Details

11. A. Proposed Purchase Price: \$ _____

If the transferee Applicant is an investor owned utility (IOU) provide answers to B through D.

B. Transferee has a copy of an inventory list of assets to be transferred (*attach*):

☐ No ☒ Yes ☐ N/A

Total Original Cost of Plant in Service: \$ _____

Accumulated Depreciation: \$ _____

Net Book Value: \$ _____

C. **Customer contributions in aid of construction (CIAC):** Have the customers been billed for any surcharges approved by the Commission or TCEQ to fund any assets currently used and useful in providing utility service? Identify which assets were funded, or are being funded, by surcharges on the list of assets.

☐ No ☐ Yes

Total Customer CIAC: \$ _____

Accumulated Amortization: \$ _____

D. **Developer CIAC:** Did the transferor receive any developer contributions to pay for the assets proposed to be transferred in this application? If so, identify which assets were funded by developer contributions on the list of assets and provide any applicable developer agreements.

☐ No ☐ Yes

Total developer CIAC: \$ _____

Accumulated Amortization: \$ _____

12. A. Are any improvements or construction required to meet the minimum requirements of the TCEQ or Commission and to ensure continuous and adequate service to the requested area to be transferred plus any area currently certificated to the transferee Applicant? Attach supporting documentation and any necessary TCEQ approvals, if applicable.

☒ No ☐ Yes

B. If yes, describe the source and availability of funds and provide an estimated timeline for the construction of any planned or required improvements:

13. Provide any other information concerning the nature of the transaction you believe should be given consideration:

Undine brings a significantly higher level of sophistication compared to most previous owners including a strict adherence to NARUC accounting and customer and regulatory communications.

14. Complete the following proposed entries (listed below) as shown in the books of the Transferee (purchaser) after the acquisition. Debits (positive numbers) should equal credits (negative numbers) so that all line items added together equal zero. Additional entries may be made; the following are suggested only, and not intended to pose descriptive limitations:

Utility Plant in Service: \$ _____

Accumulated Depreciation of Plant: \$ _____

Cash: \$ _____

Notes Payable: \$ _____

Mortgage Payable: \$ _____

(Proposed) Acquisition Adjustment*: \$ _____

*Acquisition Adjustments will be subject to review under 16 TAC § 24.31(d) and (e)

Other (NARUC account name & No.): _____

Other (NARUC account name & No.): _____

15. A. Explain any proposed billing change (NOTE: If the acquiring entity is an IOU, the IOU may not change the rates charged to the customers through this STM application. Rates can only be changed through the approval of a rate change application.)

There will be no changes to billing rates.

B. If transferee is an IOU, state whether or not the transferee intends to file with the Commission, or an applicable municipal regulatory authority, an application to change rates for some or all of its customers as a result of the transaction within the next twelve months. If so, provide details below:

Other than any changes in pass through rates, there will be no rate changes to the current tariff in the next twelve months.

Part E: CCN Obtain or Amend Criteria Considerations

16. Describe, in detail, the anticipated impact or changes in the quality of retail public utility service in the requested area as a result of the proposed transaction:

Undine Texas, LLC intends to raise the standards of quality for: 1) customer service, 2) customer and regulatory communications, 3) all regulatory compliance issues.

17. Describe the transferee's experience and qualifications in providing continuous and adequate service. This should include, but is not limited to: other CCN numbers, water and wastewater systems details, and any corresponding compliance history for all operations.

Please see Attachment 'E'

18. Has the transferee been under an enforcement action by the Commission, TCEQ, Texas Department of Health (TDH), the Office of the Attorney General (OAG), or the Environmental Protection Agency (EPA) in the past five (5) years for non-compliance with rules, orders, or state statutes? Attach copies of any correspondence with the applicable regulatory agency(ies)

☒ No ☐ Yes

19. Explain how the environmental integrity or the land will be impacted or disrupted as a result of the proposed transaction:

The quality of drinking water is extremely important to us. We believe in investment in procedure and treatment to ensure that the water supplied to our customers is safe to drink. This begins with the protection of our water sources and continues with the quality control in the water treatment process and the maintenance of the distribution system. Our commitment to maintaining regulatory standards in all of our systems means a safe, clean water supply and a healthy living environment.

20. How will the proposed transaction serve the public interest?

The public will be better served through Undine Texas, LLC ownership of water and/or wastewater utilities due to the improvements to utility customer service and the improvements to operations and maintenance. The EPA reports to Congress state that the best possible future for small to midsize privately owned utilities is to be acquired by a larger more responsible provider that possesses the financial, managerial and technical experience to insure the system meets regulatory requirements.

21. List all neighboring water or sewer utilities, cities, districts (including ground water conservation districts), counties, or other political subdivisions (including river authorities) providing the same service within two (2) miles from the outer boundary of the requested area affected by the proposed transaction:

Please See Attachment 'E'

Part F: TCEQ Public Water System or Sewer (Wastewater) Information

Complete Part F for EACH Public Water or Sewer system to be transferred subject to approval of the transaction. Attach a separate sheet with this information if you need more space for additional systems being transferred.

22. A. For Public Water System (PWS):

TCEQ PWS Identification Number: Please See Attachment 'F' (7 digit ID)

Name of PWS: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

B. For Sewer service:

TCEQ Water Quality (WQ) Discharge Permit Number: WQ - (8 digit ID)

Name of Wastewater Facility: _____

Name of Permittee: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

Date of application to transfer permit submitted to TCEQ: _____

23. List the number of existing connections, by meter/connection type, to be affected by the proposed transaction:

Water				Sewer	
	Non-metered		2"		Residential
	5/8" or 3/4"		3"		Commercial
	1"		4"		Industrial
	1 1/2"		Other		Other
Total Water Connections:				Total Sewer Connections:	

24. A. Are any improvements required to meet TCEQ or Commission standards?

☐ No ☐ Yes

B. Provide details on each required major capital improvement necessary to correct deficiencies to meet the TCEQ or Commission standards (attach any engineering reports or TCEQ approval letters):

Description of the Capital Improvement:	Estimated Completion Date:	Estimated Cost:

C. Is there a moratorium on new connections?

☐ No ☐ Yes:

25. Does the system being transferred operate within the corporate boundaries of a municipality?

☐ No ☐ Yes: _____ (name of municipality)

If yes, indicate the number of customers within the municipal boundary.

Water: _____ Sewer: _____

26. A. Does the system being transferred purchase water or sewer treatment capacity from another source?

☐ No ☐ Yes: If yes, attach a copy of purchase agreement or contract.

Capacity is purchased from: _____

Water: _____

Sewer: _____

B. Is the PWS required to purchase water to meet capacity requirements or drinking water standards?

☐ No ☐ Yes

C. What is the amount of water supply or sewer treatment purchased, per the agreement or contract? What is the percent of overall demand supplied by purchased water or sewer treatment (if any)?

	Amount in Gallons	Percent of demand
Water:		0.00%
Sewer:		0.00%

D. Will the purchase agreement or contract be transferred to the Transferee?

☐ No ☐ Yes:

27. Does the PWS or sewer treatment plant have adequate capacity to meet the current and projected demands in the requested area?

☐ No ☐ Yes:

28. List the name, class, and TCEQ license number of the operator that will be responsible for the operations of the water or sewer utility service:

Name (as it appears on license)	Class	License No.	Water or Sewer

Part G: Mapping & Affidavits

ALL applications require mapping information to be filed in conjunction with the STM application.

Read question 29 A and B to determine what information is required for your application.

29. A. For applications requesting to transfer an entire CCN, without a CCN boundary adjustment, provide the following mapping information with each of the seven (7) copies of the application:

1. A general location (small scale) map identifying the requested area in reference to the nearest county boundary, city, or town. The following guidance should be adhered to:
 - i. If the application requests to transfer certificated service areas for both water and sewer, separate maps must be provided for each.
 - ii. A hand drawn map, graphic, or diagram of the requested area is not considered an acceptable mapping document.

- iii. To maintain the integrity of the scale and quality of the map, copies must be exact duplicates of the original map. Therefore, copies of maps cannot be reduced or enlarged from the original map, or in black and white if the original map is in color.

- 2. A detailed (large scale) map identifying the requested area in reference to verifiable man-made and natural landmarks such as roads, rivers, and railroads. The Applicant should adhere to the following guidance:
 - i. The map must be clearly labeled and the outer boundary of the requested area should be marked in reference to the verifiable man-made or natural landmarks. These verifiable man-made or natural landmarks must be labeled and marked on the map as well.
 - ii. If the application requests an amendment for both water and sewer certificated service area, separate maps need to be provided for each.
 - iii. To maintain the integrity of the scale and quality of the map, copies must be exact duplicates of the original map. Therefore, copies of maps cannot be reduced or enlarged from the original map, or in black and white if the original map is in color.
 - iv. The outer boundary of the requested area should not be covered by any labels, roads, city limits or extraterritorial jurisdiction (ETJ) boundaries.

B. For applications that are requesting to include area not currently within a CCN, or for applications that require a CCN amendment (any change in a CCN boundary), such as the transfer of only a portion of a certificated service area, provide the following mapping information with each of the seven (7) copies of the application:

- 1. A general location (small scale) map identifying the requested area with enough detail to locate the requested area in reference to the nearest county boundary, city, or town. Please refer to the mapping guidance in part A 1 (above).
- 2. A detailed (large scale) map identifying the requested area with enough detail to accurately locate the requested area in reference to verifiable man-made or natural landmarks such as roads, rivers, or railroads. Please refer to the mapping guidance in part A 2 (above).
- 3. One of the following identifying the requested area:
 - i. A metes and bounds survey sealed or embossed by either a licensed state land surveyor or a registered professional land surveyor. Please refer to the mapping guidance in part A 2 (above);
 - ii. A recorded plat. If the plat does not provide sufficient detail, Staff may request additional mapping information. Please refer to the mapping guidance in part A 2 (above); or
 - iii. Digital mapping data in a shapefile (SHP) format georeferenced in either NAD 83 Texas State Plane Coordinate System (US Feet) or in NAD 83 Texas Statewide Mapping System (Meters). The digital mapping data shall include a single, continuous polygon record. The following guidance should be adhered to:
 - a. The digital mapping data must correspond to the same requested area as shown on the general location and detailed maps. The requested area must be clearly labeled as either the water or sewer requested area.
 - b. A shapefile should include six files (.dbf, .shp, .shx, .sbx, .sbn, and the projection (.prj) file).
 - c. The digital mapping data shall be filed on a data disk (CD or USB drive), clearly labeled, and filed with Central Records. Seven (7) copies of the digital mapping data is also required.

Part H: Notice Information

The following information will be used to generate the proposed notice for the application.
DO NOT provide notice of the application until it is found sufficient and the Applicants are ordered to provide notice.

30. Complete the following using verifiable man-made or natural landmarks such as roads, rivers, or railroads to describe the requested area (to be stated in the notice documents). Measurements should be approximated from the outermost boundary of the requested area:

The total acreage of the requested area is approximately: _____

Number of customer connections in the requested area: _____

Affected subdivision : Please See Attachment 'H'

The closest city or town: _____

Approximate mileage to closest city or town center: _____

Direction to closest city or town: _____

The requested area is generally bounded on the North by: _____

on the East by: _____

on the South by: _____

on the West by: _____

31. A copy of the proposed map will be available at: 17681 Telge Road, Cypress, Texas 77429

32. What effect will the proposed transaction have on an average bill to be charged to the affected customers? Take into consideration the average consumption of the requested area, as well as any other factors that would increase or decrease a customer's monthly bill.

☒ All of the customers will be charged the same rates they were charged before the transaction.

☐ All of the customers will be charged different rates than they were charged before the transaction.

☐ higher monthly bill ☐ lower monthly bill

☐ Some customers will be charged different rates than they were charged before
(i.e. inside city limit customers)

☐ higher monthly bill ☐ lower monthly bill

Oath for Transferor (Transferring Entity)

STATE OF Texas

COUNTY OF Harris

I, Gregory P. Pappas being duly sworn, file this application for sale, transfer,


merger, consolidation, acquisition, lease, or rental, as

CHAPMAN

(owner, member of partnership, title as officer of corporation, or authorized representative)

I attest that, in such capacity, I am qualified and authorized to file and verify such application, am personally familiar with the documents filed with this application, and have complied with all the requirements contained in the application; and, that all such statements made and matters set forth therein with respect to Applicant are true and correct. Statements about other parties are made on information and belief. I further state that the application is made in good faith and that this application does not duplicate any filing presently before the Commission.

I further state that I have provided to the purchaser or transferee a written disclosure statement about any contributed property as required under Texas Water Code § 13.301(j) and copies of any outstanding enforcement Orders of the Texas Commission on Environmental Quality, the Public Utility Commission of Texas, or Attorney General and have also complied with the notice requirements in Texas Water Code § 13.301(k).

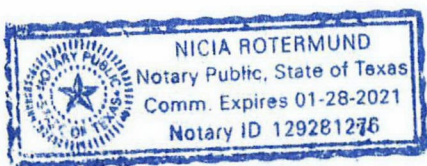


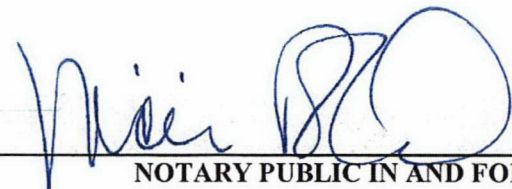
AFFIANT
(Utility's Authorized Representative)

If the Affiant to this form is any person other than the sole owner, partner, officer of the Applicant, or its attorney, a properly verified Power of Attorney must be enclosed.

SUBSCRIBED AND SWORN BEFORE ME, a Notary Public in and for the State of Texas
this day the 17 of June, 2020

SEAL





**NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS**
Nicia Rotermund

PRINT OR TYPE NAME OF NOTARY

My commission expires: January 28, 2021

Oath for Transferee (Acquiring Entity)

STATE OF

Texas

COUNTY OF

Harris

I, Carey A. Thomas being duly sworn, file this application for sale, transfer, merger, consolidation, acquisition, lease, or rental, as Sr. Vice President

(owner, member of partnership, title as officer of corporation, or authorized representative)

I attest that, in such capacity, I am qualified and authorized to file and verify such application, am personally familiar with the documents filed with this application, and have complied with all the requirements contained in the application; and, that all such statements made and matters set forth therein with respect to Applicant are true and correct. Statements about other parties are made on information and belief. I further state that the application is made in good faith and that this application does not duplicate any filing presently before the Commission.

I further state that I have been provided with a copy of the 16 TAC § 24.109 Commission rules. I am also authorized to agree and do agree to be bound by and comply with any outstanding enforcement orders of the Texas Commission on Environmental Quality, the Public Utility Commission of Texas or the Attorney General which have been issued to the system or facilities being acquired and recognize that I will be subject to administrative penalties or other enforcement actions if I do not comply.

Carey A. Thomas

AFFIANT

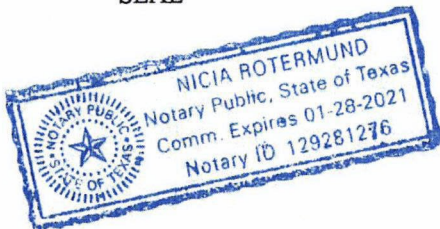
(Utility's Authorized Representative)

If the Affiant to this form is any person other than the sole owner, partner, officer of the Applicant, or its attorney, a properly verified Power of Attorney must be enclosed.

SUBSCRIBED AND SWORN BEFORE ME, a Notary Public in and for the State of Texas

this day the 18th of June, 20 20

SEAL



Nicia Rotermund

**NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS**

Nicia Rotermund

PRINT OR TYPE NAME OF NOTARY

My commission expires: January 28, 2021

Appendix A: Historical Financial Information (Balance Sheet and Income Schedule)

(Audited financial statements may be substituted for this schedule – see Item 17 of the instructions)

HISTORICAL BALANCE SHEETS (ENTER DATE OF YEAR END)	CURRENT(A) (- -)	A-1 YEAR (- -)	A-2 YEAR (- -)	A-3 YEAR (- -)	A-4 YEAR (- -)	A-5 YEAR (- -)
CURRENT ASSETS						
Cash						
Accounts Receivable						
Inventories						
Other						
A. Total Current Assets						
FIXED ASSETS						
Land						
Collection/Distribution System						
Buildings						
Equipment						
Other						
Less: Accum. Depreciation or Reserves						
B. Total Fixed Assets						
C. TOTAL Assets (A + B)						
CURRENT LIABILITIES						
Accounts Payable						
Notes Payable, Current						
Accrued Expenses						
Other						
D. Total Current Liabilities						
LONG TERM LIABILITIES						
Notes Payable, Long-term						
Other						
E. Total Long Term Liabilities						
F. TOTAL LIABILITIES (D + E)						
OWNER'S EQUITY						
Paid in Capital						
Retained Equity						
Other						
Current Period Profit or Loss						
G. TOTAL OWNER'S EQUITY						
TOTAL LIABILITIES+EQUITY (F + G) = C						
WORKING CAPITAL (A – D)						
CURRENT RATIO (A / D)						
DEBT TO EQUITY RATIO (E / G)						

DO NOT INCLUDE ATTACHMENTS A OR B IN FILED APPLICATION IF LEFT BLANK

HISTORICAL NET INCOME INFORMATION						
(ENTER DATE OF YEAR END)	CURRENT(A) (- -)	A-1 YEAR (- -)	A-2 YEAR (- -)	A-3 YEAR (- -)	A-4 YEAR (- -)	A-5 YEAR (- -)
METER NUMBER						
Existing Number of Taps						
New Taps Per Year						
Total Meters at Year End						
METER REVENUE						
Revenue per Meter (use for projections)						
Expense per Meter (use for projections)						
Operating Revenue Per Meter						
GROSS WATER REVENUE						
Revenues- Base Rate & Gallonage Fees						
Other (Tap, reconnect, transfer fees, etc)						
Gross Income						
EXPENSES						
General & Administrative (see schedule)						
Operating (see schedule)						
Interest						
Other (list)						
NET INCOME						

HISTORICAL EXPENSE INFORMATION (ENTER DATE OF YEAR END)	CURRENT(A) (- -)	A-1 YEAR (- -)	A-2 YEAR (- -)	A-3 YEAR (- -)	A-4 YEAR (- -)	A-5 YEAR (- -)
GENERAL/ADMINISTRATIVE EXPENSES						
Salaries & Benefits–Office/Management						
Office (services, rentals, supplies, electricity)						
Contract Labor						
Transportation						
Insurance						
Telephone						
Utilities						
Property Taxes						
Professional Services/Fees (recurring)						
Regulatory- other						
Other (describe)						
Interest						
Other						
Total General Admin. Expenses (G&A)						
% Increase Per Year	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
OPERATIONS & MAINTENANCE EXPENSES						
Salaries & Benefits (Employee, Management)						
Materials & Supplies						
Utilities Expense-office						
Contract Labor						
Transportation Expense						
Depreciation Expense						
Other(describe)						
Total Operational Expenses (O&M)						
Total Expense (Total G&A + O&M)						
Historical % Increase Per Year	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
ASSUMPTIONS						
Interest Rate/Terms						
Depreciation Schedule (attach)						
Other assumptions/information (List all)						

Appendix B: Projected Information

HISTORICAL BALANCE SHEETS (ENTER DATE OF YEAR END)	CURRENT(A) (- -)	A-1 YEAR (- -)	A-2 YEAR (- -)	A-3 YEAR (- -)	A-4 YEAR (- -)	A-5 YEAR (- -)
CURRENT ASSETS						
Cash						
Accounts Receivable						
Inventories						
Income Tax Receivable						
Other						
A. Total Current Assets						
FIXED ASSETS						
Land						
Collection/Distribution System						
Buildings						
Equipment						
Other						
Less: Accum. Depreciation or Reserves						
B. Total Fixed Assets						
C. TOTAL Assets (A + B)						
CURRENT LIABILITIES						
Accounts Payable						
Notes Payable, Current						
Accrued Expenses						
Other						
D. Total Current Liabilities						
LONG TERM LIABILITIES						
Notes Payable, Long-term						
Other						
E. Total Long Term Liabilities						
F. TOTAL LIABILITIES (D + E)						
OWNER'S EQUITY						
Paid in Capital						
Retained Equity						
Other						
Current Period Profit or Loss						
G. TOTAL OWNER'S EQUITY						
TOTAL LIABILITIES+EQUITY (F + G) = C						
WORKING CAPITAL (A - D)						
CURRENT RATIO (A / D)						
DEBT TO EQUITY RATIO (F / G)						

PROJECTED NET INCOME INFORMATION						
(ENTER DATE OF YEAR END)	CURRENT(A) (- -)	A-1 YEAR (- -)	A-2 YEAR (- -)	A-3 YEAR (- -)	A-4 YEAR (- -)	A-5 YEAR (- -)
METER NUMBER						
Existing Number of Taps						
New Taps Per Year						
Total Meters at Year End						
METER REVENUE						
Revenue per Meter (use for projections)						
Expense per Meter (use for projections)						
Operating Revenue Per Meter						
GROSS WATER REVENUE						
Revenues- Base Rate & Gallonage Fees						
Other (Tap, reconnect, transfer fees, etc)						
Gross Income						
EXPENSES						
General & Administrative (see schedule)						
Operating (see schedule)						
Interest						
Other (list)						
NET INCOME						

PROJECTED EXPENSE DETAIL	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	TOTALS
GENERAL/ADMINISTRATIVE EXPENSES						
Salaries						
Office						
Computer						
Auto						
Insurance						
Telephone						
Utilities						
Depreciation						
Property Taxes						
Professional Fees						
Interest						
Other						
Total						
% Increase Per projected Year	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
OPERATIONAL EXPENSES						
Salaries						
Auto						
Utilities						
Depreciation						
Repair & Maintenance						
Supplies						
Interest						
Other						
Total						

PROJECTED SOURCES AND USES OF CASH STATEMENTS	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	TOTALS
SOURCES OF CASH						
Net Income						
Depreciation (If funded by revenues of system)						
Loan Proceeds						
Other						
Total Sources						
USES OF CASH						
Net Loss						
Principle Portion of Pmts.						
Fixed Asset Purchase						
Reserve						
Other						
Total Uses						
NET CASH FLOW						
DEBT SERVICE COVERAGE						
Cash Available for Debt Service (CADS)						
A: Net Income (Loss)						
B: Depreciation, or Reserve Interest						
C: Total CADS (A + B = C)						
D: DEBT SERVICE (DS)						
Principle Plus Interest						
E: DEBT SERVICE COVERAGE RATIO						
CADS Divided by DS (E = C / D)						

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Attachment 'C' Part B: Question 4	Current Tariff
Attachment 'D' Part B: Question 5 Confidential	Customer Name, Address, and Deposit Information
Attachment 'E' Part C: Question 7 Confidential	Limited Liability Company Agreement Undine Texas, LLC and Organizational Chart
Attachment 'F' Part C: Question 7	Certificate of Account Status
Attachment 'G' Part C: Question 9 Confidential	List of the Officers of Undine Texas, LLC
Attachment 'H' Part D Confidential	Financial Information
Attachment 'I' Part E: Question 17	Evidence of Financial, Managerial and Technical, and Capabilities List of Currently Held Utilities
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Confidential

Operators Information

Attachment 'M'

Part G

CCN Maps to be Transferred with this Application

Attachment 'N'

Part H

CCN Descriptions

Attachment 'A'

CCN Number, Subdivision Name, RN Number

Nerro Supply, LLC - Water Company Information

Nerro 2

Riverwood Estates

CN	603827353
CCN	12252
RN	101238723
PWSID No	TX1460146
Subdivision	Indian Rigde/Riverwood
County	Liberty

Active Connections

183

Nerro 5

Maple Leaf Mobile Home Subdivision

CN	603827353
CCN	12252
RN	102680311
PWSID No	TX1011493
Subdivision	Maple Leaf Gardens
County	Harris

Active Connections

277

Oakland Village Mobile Home Community

CN	603827353
CCN	12252
RN	101263655
PWSID No	TX1011049
Subdivision	Oakland Village
County	Harris

Active Connections

46

Woodland Acres Subdivision

CN	603827353
CCN	12252
RN	101270080
PWSID No	TX0360027
Subdivision	Woodland Acres
County	Chambers

Active Connections

224

730

Attachment 'B'

Part A: Question 1

Confidential

Letter of Intent

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit B – Letter of Intent

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 26 to 30

ENVELOPE #: 1 OF 1

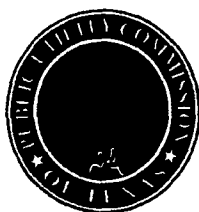
ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment 'C'

Part B: Question 4

Current Tariff



WATER UTILITY TARIFF

Docket No: 48532

Nerro Supply, LLC
(Utility Name)

5900 Westview Dr.
(Business Address)

Houston, Texas 77055-5418
(City, State, Zip Code)

(281)355-1312
(Area Code/Telephone)

This tariff is effective for utility operations under the following Certificate of Convenience and Necessity:

12252

This tariff is effective in the following counties:

Brazos, Burleson, Chambers, Harris, Liberty, Montgomery, Robertson and Walker

This tariff is effective in the following cities or unincorporated towns (if any):

City of Beach City

*Bayridge Water system and Oaks at Houston Point are within the city limits of the City of Beach City.

"The rates set or approved by the city for the systems entirely within its corporate boundary are not presented in this tariff. Those rates are not under the original jurisdiction of the PUC and will have to be obtained from the city or utility."

This tariff is effective in the following subdivisions and public water systems:

See attached list.

TABLE OF CONTENTS

The above utility lists the following sections of its tariff (if additional pages are needed for a section, all pages should be numbered consecutively):

SECTION 1.0 -- RATE SCHEDULE.....	2
SECTION 2.0 -- SERVICE RULES AND POLICIES	15
SECTION 3.0 -- EXTENSION POLICY	22

APPENDIX A -- DROUGHT CONTINGENCY PLAN	
APPENDIX B -- SAMPLE SERVICE AGREEMENT	
APPENDIX C -- APPLICATION FOR SERVICE	

Nerro Supply, LLC

Allendale Water System	1700187	Montgomery
*Bayridge Water System	0360028	Chambers
Hillgreen Water Company	1700539	Montgomery
Loch Ness Cove Water System	1700148	Montgomery
Lost Lake	0360108	Chambers
*Oaks at Houston Point	0360126	Chambers
River Club Water Company	1700185	Montgomery
Riverwood Estates	1460146	Montgomery
Woodhaven Estates	1700481	Montgomery
Sam Houston Forest Subdivision	2360078	Walker
Wildwood Shores	2360078	Walker

The following system/subdivisions were transferred from Brazos Valley Septic & Water, Inc., CCN 13094 in Docket No. 43117:

System/Division	CCN	County
Apache Hills	0260019	Burleson
Benchly Oaks	0210039	Brazos
Lakeview North	0260010	Burleson
Lakeway Manor	1980017	Robertson
Lakewood Estates	0210042	Brazos
Little Oak Forest	0260037	Burleson
Marshal Oaks	0260010	Burleson
Oak Forest	1980017	Robertson
Smetana Forest	0210010	Brazos
Somerville Place	0260010, 0260021	Burleson
Whispering Woods	0260032	Burleson

The following system/subdivisions were transferred from J & S Water Company, L.L.C., CCN 12085 in Docket No. 48532:

System/Division	CCN	County
**Maple Leaf Gardens	1011493	Harris
**Oakland Village	1011049	Harris
**Woodland Acres	0360027	Chambers

****Maple Leaf Gardens, Oakland Village and Woodland Acres have separate rate schedules.**

Docket No. 48532

SECTION 1.0 -- RATE SCHEDULE

Section 1.01 - Rates

<u>Meter Size</u>	<u>Monthly Minimum Charge</u>	<u>Gallonage Charge</u>
5/8" or 3/4"	<u>\$40.78</u> (Includes 0 gallons)	<u>\$2.50</u> per 1000 gallons thereafter
1"	<u>\$101.95</u>	
1½"	<u>\$203.90</u>	*PLUS
2"	<u>\$326.24</u>	Pass through fees below
3"	<u>\$1,019.50</u>	

Pass Through Fee:

*The gallonage charge will be increased for customers in the River Club/River Ridge subdivision for Pass Through fees related to the San Jacinto River Authority (SJRA) and Lone Star Groundwater Conservation District (LSGCD).

San Jacinto River Authority (SJRA)..... *\$3.11 per 1000 gallons
(The pass through fees are adjusted for line loss) (Tariff Control No. 47535)

*Lone Star Groundwater Conservation District (LSGCD) Water Use Fee.....\$0.04
(Tariff Control No. 48068) per 1,000 gallons of water usage

FORM OF PAYMENT: The utility will accept the following forms of payment:

Cash X , Check X , Money Order X , Credit Card , Other (specify)_____
THE UTILITY SEPTEMBER REQUIRE EXACT CHANGE FOR PAYMENTS AND SEPTEMBER REFUSE TO ACCEPT PAYMENTS MADE USING MORE THAN \$1.00 IN SMALL COINS. A WRITTEN RECEIPT WILL BE GIVEN FOR CASH PAYMENTS.

REGULATORY ASSESSMENT..... 1.0%
PUC RULES REQUIRE THE UTILITY TO COLLECT A FEE OF ONE PERCENT OF THE RETAIL MONTHLY BILL AND REMIT THE FEE TO THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY (TCEQ).

Section 1.02 - Miscellaneous Fees

TAP FEE.....\$750.00
TAP FEE COVERS THE UTILITY'S COSTS FOR MATERIALS AND LABOR TO INSTALL A STANDARD RESIDENTIAL 5/8" or 3/4" METER. AN ADDITIONAL FEE TO COVER UNIQUE COSTS IS PERMITTED IF LISTED ON THIS TARIFF.

TAP FEE (Unique costs)Actual Cost
FOR EXAMPLE, A ROAD BORE FOR CUSTOMERS OUTSIDE OF SUBDIVISIONS OR RESIDENTIAL AREAS.

TAP FEE (Large meter).....Actual Cost
TAP FEE IS THE UTILITY'S ACTUAL COST FOR MATERIALS AND LABOR FOR METER SIZE INSTALLED.

Docket No. 48532

SECTION 1.0 -- RATE SCHEDULE (Continued)

METER RELOCATION FEE Actual Relocation Cost, Not to Exceed Tap Fee
THIS FEE SEPTEMBER BE CHARGED IF A CUSTOMER REQUESTS THAT AN EXISTING METER BE RELOCATED.

METER TEST FEE \$25.00
THIS FEE WHICH SHOULD REFLECT THE UTILITY'S COST SEPTEMBER BE CHARGED IF A CUSTOMER REQUESTS A SECOND METER TEST WITHIN A TWO-YEAR PERIOD AND THE TEST INDICATES THAT THE METER IS RECORDING ACCURATELY. THE FEE SEPTEMBER NOT EXCEED \$25.

RECONNECTION FEE
THE RECONNECT FEE MUST BE PAID BEFORE SERVICE CAN BE RESTORED TO A CUSTOMER WHO HAS BEEN DISCONNECTED FOR THE FOLLOWING REASONS (OR OTHER REASONS LISTED UNDER SECTION 2.0 OF THIS TARIFF):
a) Nonpayment of bill (Maximum \$25.00)..... \$25.00
b) Customer's request that service be disconnected..... \$50.00

TRANSFER FEE..... \$50.00
THE TRANSFER FEE WILL BE CHARGED FOR CHANGING AN ACCOUNT NAME AT THE SAME SERVICE LOCATION WHEN THE SERVICE IS NOT DISCONNECTED

LATE CHARGE (EITHER \$5.00 OR 10% OF THE BILL) 10%
PUC RULES ALLOW A ONE-TIME PENALTY TO BE CHARGED ON DELINQUENT BILLS. A LATE CHARGE MAY NOT BE APPLIED TO ANY BALANCE TO WHICH THE PENALTY WAS APPLIED IN A PREVIOUS BILLING.

RETURNED CHECK CHARGE \$50.00
RETURNED CHECK CHARGES MUST BE BASED ON THE UTILITY'S DOCUMENTABLE COST.

CUSTOMER DEPOSIT RESIDENTIAL (Maximum \$50)..... \$50.00

COMMERCIAL & NON-RESIDENTIAL DEPOSIT 1/6TH OF ESTIMATED ANNUAL BILL

GOVERNMENTAL TESTING, INSPECTION AND COSTS SURCHARGE:
WHEN AUTHORIZED IN WRITING BY PUC AND AFTER NOTICE TO CUSTOMERS, THE UTILITY MAY INCREASE RATES TO RECOVER INCREASED COSTS FOR INSPECTION FEES AND WATER TESTING. [16 TAC § 24.25(b)(2)(G)]

LINE EXTENSION AND CONSTRUCTION CHARGES:
REFER TO SECTION 3.0--EXTENSION POLICY FOR TERMS, CONDITIONS, AND CHARGES WHEN NEW CONSTRUCTION IS NECESSARY TO PROVIDE SERVICE.

PURCHASED WATER AND/OR DISTRICT FEE PASS THROUGH CLAUSE:
Changes in fees imposed by any non-affiliated third party water supplier or underground water district having jurisdiction over the Utility shall be passed through as an adjustment to the water gallonage charge according to the following formula:

AG = $G + B/(1-L)$, where
AG = adjusted gallonage charge, rounded to the nearest one cent;
G = approved gallonage charge (per 1,000 gallons);
B = change in purchased water/district gallonage charge (per 1,000 gallons);
L = system average line loss for preceding 12 months not to exceed 15%

To implement or modify the Purchased Water/Underground Water District Fee, the utility must comply with all notice and other requirements of 16 TAC § 24.25(b)(2)(F).

Docket No. 48532

SECTION 1.0 -- RATE SCHEDULE

Section 1.01 - Rates

<u>Meter Size</u>	<u>Monthly Minimum Charge</u>	<u>Gallage Charge</u>
5/8" or 3/4"	\$23.44 (per connection for all water meter sizes)	\$5.50 per 1,000 gallons over the minimum
1"	\$58.60	
1½"	\$117.20	
2"	\$187.52	
3"	\$351.60	
4"	\$586.00	
6"	\$1,172.00	

***Gallage Charge: Gallage charge of \$5.50 per 1,000 gallons includes North Harris County Regional Water Authority's ground water fee surcharge of \$4.00 per 1,000 gallons. (*Tariff Control No. 48220*)

FORM OF PAYMENT: The utility will accept the following forms of payment:

Cash X, Check X, Money Order X, Credit Card X, Other (specify) _____
 THE UTILITY MAY REQUIRE EXACT CHANGE FOR PAYMENTS AND MAY REFUSE TO ACCEPT PAYMENTS MADE USING MORE THAN \$1.00 IN SMALL COINS. A WRITTEN RECEIPT WILL BE GIVEN FOR CASH PAYMENTS.

Phone Payment Fee*: A fee of five percent (5%) of the amount paid will be charged for all phone payments.

REGULATORY ASSESSMENT..... 1.0%
 PUC RULES REQUIRE THE UTILITY TO COLLECT A FEE OF ONE PERCENT OF THE RETAIL MONTHLY BILL.

Section 1.02 - Miscellaneous Fees

TAP FEE\$600.00
 TAP FEE COVERS THE UTILITY'S COSTS FOR MATERIALS AND LABOR TO INSTALL A STANDARD RESIDENTIAL CONNECTION. AN ADDITIONAL FEE TO COVER UNIQUE COSTS IS PERMITTED IF LISTED ON THIS TARIFF.

NON-RESIDENTIAL TAP FEE.....Actual Cost
 THE TAP FEE IS BASED ON THE AVERAGE OF THE UTILITY'S ACTUAL COST FOR MATERIALS AND LABOR FOR NON-RESIDENTIAL CUSTOMERS.

RECONNECTION FEE

THE RECONNECT FEE MUST BE PAID BEFORE SERVICE CAN BE RESTORED TO A CUSTOMER WHO HAS BEEN DISCONNECTED FOR THE FOLLOWING REASONS (OR OTHER REASONS LISTED UNDER SECTION 2.0 OF THIS TARIFF):

- a) Nonpayment of bill (Maximum \$25.00).....\$25.00
- b) Customer's request that service be disconnected\$50.00

SECTION 1.0 -- RATE SCHEDULE (Continued)

TRANSFER FEE	<u>\$50.00</u>
THE TRANSFER FEE WILL BE CHARGED FOR CHANGING AN ACCOUNT NAME AT THE SAME SERVICE LOCATION WHEN THE SERVICE IS NOT DISCONNECTED.	
LATE CHARGE (EITHER \$5.00 OR 10% OF THE BILL)	<u>\$5.00</u>
PUC RULES ALLOW A ONE-TIME PENALTY TO BE CHARGED ON DELINQUENT BILLS. A LATE CHARGE MAY NOT BE APPLIED TO ANY BALANCE TO WHICH THE PENALTY WAS APPLIED IN A PREVIOUS BILLING.	
RETURNED CHECK CHARGE	<u>\$30.00</u>
RETURNED CHECK CHARGES MUST BE BASED ON THE UTILITY'S DOCUMENTABLE COST.	
CUSTOMER DEPOSIT RESIDENTIAL (Maximum \$50)	<u>\$50.00</u>
NON-RESIDENTIAL CUSTOMER DEPOSIT	<u>1/6TH of estimate annual billing</u>
METER TEST FEE	<u>\$25.00</u>
THIS FEE WHICH SHOULD REFLECT THE UTILITY'S COST MAY BE CHARGED IF A CUSTOMER REQUESTS A SECOND METER TEST WITHIN A TWO-YEAR PERIOD AND THE TEST INDICATES THAT THE METER IS RECORDING ACCURATELY. THE FEE MAY NOT EXCEED \$25.	
METER CONVERSION FEE	<u>Actual Cost</u>
TO CHANGE LOCATION OR INCREASE THE SIZE OF THE METER AT THE CUSTOMER'S REQUEST.	

PASS THROUGH ADJUSTMENT CLAUSE:

The utility may pass on only to those customers served by a system subject to the jurisdiction of the North Harris County Regional Water Authority (NHCRWA) or systems receiving purchased water from the City of Houston Groundwater Reduction Plan (COH GRO), any increase or decrease in its underground water district pumpage fee or purchased water fee, thirty (30) days after noticing of any change to all effected customers and filing notice with the PUC as required by 16 TAC 24.21 (h). The change per customer shall be calculated as follows:

$$AG = G / 1 - L$$

Where:

AG = adjusted gallonage charge, rounded to nearest one cent

G = new gallonage charge (per 1,000 gallons)

L = line loss for the preceding 12 months, not to exceed 15%

$$(A \times B) / C + L [A \times B) / C] = \text{increase or decrease to existing gallonage rate}$$

Where:

A = Utility's annualized change in cost of water subjected to district's fee

B = Average number of gallons

C = 1,000 gallons

L = Percentage system wide line loss for the preceding 12 months, not to exceed 15%

Docket No. 48532

Woodland Acres

Formerly under J & S Water Company

SECTION 1.0 -- RATE SCHEDULE

Section 1.01 - Rates

<u>Meter Size</u>	<u>Monthly Minimum Charge</u>	<u>Gallonge Charge</u>
5/8" or 3/4"	\$23.44 (per connection for all water meter sizes)	\$1.50 ***per 1,000 gallons over the minimum
1"	\$58.60	
1½"	\$117.20	
2"	\$187.52	
3"	\$351.60	
4"	\$586.00	
6"	\$1,172.00	

FORM OF PAYMENT: The utility will accept the following forms of payment:

Cash X, Check X, Money Order X, Credit Card X, Other (specify) _____
 THE UTILITY MAY REQUIRE EXACT CHANGE FOR PAYMENTS AND MAY REFUSE TO ACCEPT
 PAYMENTS MADE USING MORE THAN \$1.00 IN SMALL COINS. A WRITTEN RECEIPT WILL BE GIVEN
 FOR CASH PAYMENTS.

Phone Payment Fee*: A fee of five percent (5%) of the amount paid will be charged for all phone payments.

REGULATORY ASSESSMENT 1.0%
 PUC RULES REQUIRE THE UTILITY TO COLLECT A FEE OF ONE PERCENT OF THE RETAIL MONTHLY
 BILL.

Section 1.02 - Miscellaneous Fees

TAP FEE \$600.00
 TAP FEE COVERS THE UTILITY'S COSTS FOR MATERIALS AND LABOR TO INSTALL A STANDARD
 RESIDENTIAL CONNECTION. AN ADDITIONAL FEE TO COVER UNIQUE COSTS IS PERMITTED IF LISTED
 ON THIS TARIFF.

NON-RESIDENTIAL TAP FEE..... Actual Cost
 THE TAP FEE IS BASED ON THE AVERAGE OF THE UTILITY'S ACTUAL COST FOR MATERIALS AND
 LABOR FOR NON-RESIDENTIAL CUSTOMERS.

RECONNECTION FEE
 THE RECONNECT FEE MUST BE PAID BEFORE SERVICE CAN BE RESTORED TO A CUSTOMER WHO HAS
 BEEN DISCONNECTED FOR THE FOLLOWING REASONS (OR OTHER REASONS LISTED UNDER SECTION
 2.0 OF THIS TARIFF):
 a) Nonpayment of bill (Maximum \$25.00)..... \$25.00
 b) Customer's request that service be disconnected \$50.00

TRANSFER FEE..... \$50.00
 THE TRANSFER FEE WILL BE CHARGED FOR CHANGING AN ACCOUNT NAME AT THE SAME SERVICE
 LOCATION WHEN THE SERVICE IS NOT DISCONNECTED.

SECTION 1.0 – RATE SCHEDULE (Continued)

LATE CHARGE (EITHER \$5.00 OR 10% OF THE BILL)\$5.00
PUC RULES ALLOW A ONE-TIME PENALTY TO BE CHARGED ON DELINQUENT BILLS. A LATE CHARGE MAY NOT BE APPLIED TO ANY BALANCE TO WHICH THE PENALTY WAS APPLIED IN A PREVIOUS BILLING.

RETURNED CHECK CHARGE\$30.00
RETURNED CHECK CHARGES MUST BE BASED ON THE UTILITY’S DOCUMENTABLE COST.

CUSTOMER DEPOSIT RESIDENTIAL (Maximum \$50).....\$50.00

NON-RESIDENTIAL CUSTOMER DEPOSIT 1/6TH of estimate annual billing

METER TEST FEE\$25.00
THIS FEE WHICH SHOULD REFLECT THE UTILITY’S COST MAY BE CHARGED IF A CUSTOMER REQUESTS A SECOND METER TEST WITHIN A TWO-YEAR PERIOD AND THE TEST INDICATES THAT THE METER IS RECORDING ACCURATELY. THE FEE MAY NOT EXCEED \$25.

METER CONVERSION FEEActual Cost
TO CHANGE LOCATION OR INCREASE THE SIZE OF THE METER AT THE CUSTOMER’S REQUEST.

PASS THROUGH ADJUSTMENT CLAUSE:

The utility may pass on only to those customers served by a system subject to the jurisdiction of the North Harris County Regional Water Authority (NHCRWA) or systems receiving purchased water from the City of Houston Groundwater Reduction Plan (COH GRO), any increase or decrease in its underground water district pumpage fee or purchased water fee, thirty (30) days after noticing of any change to all effected customers and filing notice with the PUC as required by 16 TAC 24.21 (h). The change per customer shall be calculated as follows:

$$(A \times B) / C + L [A \times B] / C = \text{increase or decrease to existing gallonage rate}$$

Where:

A = Utility’s annualized change in cost of water subjected to district’s fee

B = Average number of gallons

C = 1,000 gallons

L = Percentage system wide line loss for the preceding 12 months, not to exceed 15%

SECTION 2.0 -- SERVICE RULES AND POLICIES

The utility will have the most current Public Utility Commission of Texas (PUC or Commission) Rules, Chapter 24, available at its office for reference purposes. The Rules and this tariff shall be available for public inspection and reproduction at a reasonable cost. The latest Rules or Commission approved changes to the Rules supersede any rules or requirements in this tariff.

Section 2.01 - Application for Water Service

All applications for service will be made on the utility's standard application or contract form (attached in the Appendix to this tariff), will be signed by the applicant, any required fees (deposits, reconnect, tap, extension fees, etc. as applicable) will be paid and easements, if required, will be granted before service is provided by the utility. A separate application or contract will be made for each service location.

Section 2.02 - Refusal of Service

The utility may decline to serve an applicant until the applicant has complied with the regulations of the regulatory agencies (state and municipal regulations) and for the reasons outlined in the PUC Rules. In the event that the utility refuses to serve an applicant, the utility will inform the applicant in writing of the basis of its refusal. The utility is also required to inform the applicant that a complaint may be filed with the Commission.

Section 2.03 - Fees and Charges & Easements Required Before Service Can Be Connected

(A) Customer Deposits

If a residential applicant cannot establish credit to the satisfaction of the utility, the applicant may be required to pay a deposit as provided for in Section 1.02 - Miscellaneous Fees of this tariff. The utility will keep records of the deposit and credit interest in accordance with PUC Rules.

Residential applicants 65 years of age or older may not be required to pay deposits unless the applicant has an outstanding account balance with the utility or another water or sewer utility which accrued within the last two years.

Nonresidential applicants who cannot establish credit to the satisfaction of the utility may be required to make a deposit that does not exceed an amount equivalent to one-sixth of the estimated annual billings.

Refund of deposit - If service is not connected, or after disconnection of service, the utility will promptly refund the customer's deposit plus accrued interest or the balance, if any, in excess of the unpaid bills for service furnished. The utility may refund the deposit at any time prior to termination of utility service but must refund the deposit plus interest for any residential customer who has paid 18 consecutive billings without being delinquent.

(B) Tap or Reconnect Fees

A new customer requesting service at a location where service has not previously been provided must pay a tap fee as provided in Section 1. A customer requesting service where service has previously been provided must pay a reconnect fee as provided in Section 1.

Docket No. 48532

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)

Any applicant or existing customer required to pay for any costs not specifically set forth in the rate schedule pages of this tariff shall be given a written explanation of such costs prior to request for payment and/or commencement of construction.

If the applicant or existing customer does not believe that these costs are reasonable or necessary, the applicant or existing customer shall be informed of their right to appeal such costs to the PUC or such other regulatory authority having jurisdiction over the utility's rates in that portion of the utility's service area in which the applicant's or existing customer's property(ies) is located.

Fees in addition to the regular tap fee may be charged if listed specifically in Section 1 to cover unique costs not normally incurred as permitted by 24 TAC 24.163(a)(1)(C). For example, a road bore for customers outside a subdivision or residential area could be considered a unique cost.

(C) Easement Requirement

Where recorded public utility easements on the service applicant's property do not exist or public road right-of-way easements are not available to access the applicant's property, the Utility may require the applicant to provide it with a permanent recorded public utility easement on and across the applicant's real property sufficient to provide service to that applicant. Such easement(s) shall not be used for the construction of production, storage, transmission or pressure facilities unless they are needed for adequate service to that applicant.

Section 2.04 - Utility Response to Applications for Service

After the applicant has met all the requirements, conditions and regulations for service, the utility will install tap, meter and utility cut-off valve and/or take all necessary actions to initiate service. The utility will serve each qualified applicant for service within 5 working days unless line extensions or new facilities are required. If construction is required to fill the order and if it cannot be completed within 30 days, the utility will provide the applicant with a written explanation of the construction required and an expected date of service.

Except for good cause where service has previously been provided, service will be reconnected within one working day after the applicant has met the requirements for reconnection.

Section 2.05 - Customer Responsibility

The customer will be responsible for furnishing and laying the necessary customer service pipe from the meter location to the place of consumption. Customers will not be allowed to use the utility's cutoff valve on the utility's side of the meter. Existing customers may install cutoff valves on their side of the meter and are encouraged to do so. All new customers may be required to install and maintain a cutoff valve on their side of the meter.

No direct connection between a public water supply system and any potential source of contamination or between a public water supply system and a private water source (ex. private well) will be allowed. A customer shall not connect, or allow any other person or party to connect, onto any water lines on his premises.

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)**Section 2.06 - Customer Service Inspections**

Applicants for new service connections or facilities which have undergone extensive plumbing modifications are required to furnish the utility a completed customer service inspection certificate. The inspection certificate shall certify that the establishment is in compliance with the Texas Commission on Environmental Quality (TCEQ) Rules and Regulations for Public Water Systems, Section 290.46(j). The Utility is not required to perform these inspections for the applicant/customer, but will assist the applicant/customer in locating and obtaining the services of a certified inspector.

Section 2.07 - Back Flow Prevention Devices

No water connection shall be allowed to any residence or establishment where an actual or potential contamination hazard exists unless the public water facilities are protected from contamination by either an approved air gap, backflow prevention assembly, or other approved device. The type of device or backflow prevention assembly required shall be determined by the specific potential hazard identified in §290.47(i) Appendix I, Assessment of Hazards and Selection of Assemblies of the TCEQ Rules and Regulations for Public Water Systems.

The use of a backflow prevention assembly at the service connection shall be considered as additional backflow protection and shall not negate the use of backflow protection on internal hazards as outlined and enforced by local plumbing codes. When a customer service inspection certificate indicates that an adequate internal cross-connection control program is in effect, backflow protection at the water service entrance or meter is not required.

At any residence or establishment where it has been determined by a customer service inspection, that there is no actual or potential contamination hazard, as referenced in Section 290.47(i) Appendix I, Assessment of Hazards and Selection of Assemblies of the TCEQ Rules and Regulations for Public Water Systems, then a backflow prevention assembly or device is not required. Outside hose bibs do require, at a minimum, the installation and maintenance of a working atmospheric vacuum breaker.

All backflow prevention assemblies or devices shall be tested upon installation by a TCEQ certified backflow prevention assembly tester and certified to be operating within specifications. Backflow prevention assemblies which are installed to provide protection against health hazards must also be tested and certified to be operating within specifications at least annually by a certified backflow prevention assembly tester.

If the utility determines that a backflow prevention assembly or device is required, the utility will provide the customer or applicant with a list of TCEQ certified backflow prevention assembly testers. The customer will be responsible for the cost of installation and testing, if any, of backflow prevention assembly or device. The customer should contact several qualified installers to compare prices before installation. The customer must pay for any required maintenance and annual testing and must furnish a copy of the test results demonstrating that the assembly is functioning properly to the utility within 30 days after the anniversary date of the installation unless a different date is agreed upon.

Docket No. 48532

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)

Section 2.08 - Access to Customer's Premises

The utility will have the right of access to the customer's premises at all reasonable times for the purpose of installing, testing, inspecting or repairing water mains or other equipment used in connection with its provision of water service, or for the purpose of removing its property and disconnecting lines, and for all other purposes necessary to the operation of the utility system including inspecting the customer's plumbing for code, plumbing or tariff violations. The customer shall allow the utility and its personnel access to the customer's property to conduct any water quality tests or inspections required by law. Unless necessary to respond to equipment failure, leak or other condition creating an immediate threat to public health and safety or the continued provision of adequate utility service to others, such entry upon the customer's property shall be during normal business hours and the utility personnel will attempt to notify the customer that they will be working on the customer's property.

The customer may require any utility representative, employee, contractor, or agent seeking to make such entry identify themselves, their affiliation with the utility, and the purpose of their entry.

All customers or service applicants shall provide access to meters and utility cutoff valves at all times reasonably necessary to conduct ordinary utility business and after normal business hours as needed to protect and preserve the integrity of the public drinking water supply.

Section 2.09 - Meter Requirements, Readings, and Testing

One meter is required for each residential, commercial, or industrial connection. All water sold by the utility will be billed based on meter measurements. The utility will provide, install, own and maintain meters to measure amounts of water consumed by its customers.

Meters will be read at monthly intervals and as nearly as possible on the corresponding day of each monthly meter reading period unless otherwise authorized by the Commission.

Meter tests. The utility will, upon the request of a customer, and, if the customer so desires, in his or her presence or in that of his or her authorized representative, make without charge a test of the accuracy of the customer's meter. If the customer asks to observe the test, the test will be made during the utility's normal working hours at a time convenient to the customer. Whenever possible, the test will be made on the customer's premises, but may, at the utility's discretion, be made at the utility's testing facility. If within a period of two years the customer requests a new test, the utility will make the test, but if the meter is found to be within the accuracy standards established by the American Water Works Association, the utility will charge the customer a fee which reflects the cost to test the meter up to a maximum \$25 for a residential customer. Following the completion of any requested test, the utility will promptly advise the customer of the date of removal of the meter, the date of the test, the result of the test, and who made the test.

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)

Section 2.10 - Billing

(A) Regular Billing

Bills from the utility will be mailed monthly unless otherwise authorized by the Commission. The due date of bills for utility service will be at least sixteen (16) days from the date of issuance. The postmark on the bill or, if there is no postmark on the bill, the recorded date of mailing by the utility will constitute proof of the date of issuance. Payment for utility service is delinquent if full payment, including late fees and the regulatory assessment, is not received at the utility or the utility's authorized payment agency by 5:00 p.m. on the due date. If the due date falls on a holiday or weekend, the due date for payment purposes will be the next workday after the due date.

(B) Late Fees

A late penalty of either \$5.00 or 10.0% will be charged on bills received after the due date. The penalty on delinquent bills will not be applied to any balance to which the penalty was applied in a previous billing. The utility must maintain a record of the date of mailing to charge the late penalty.

(C) Information on Bill

Each bill will provide all information required by the PUC Rules. For each of the systems it operates, the utility will maintain and note on the monthly bill a local or toll-free telephone number (or numbers) to which customers can direct questions about their utility service.

(D) Prorated Bills - If service is interrupted or seriously impaired for 24 consecutive hours or more, the utility will prorate the monthly base bill in proportion to the time service was not available to reflect this loss of service.

Section 2.11- Payments

All payments for utility service shall be delivered or mailed to the utility's business office. If the business office fails to receive payment prior to the time of noticed disconnection for non-payment of a delinquent account, service will be terminated as scheduled. Utility service crews shall not be allowed to collect payments on customer accounts in the field.

Payment of an account by any means that has been dishonored and returned by the payor or payee's bank, shall be deemed to be delinquent. All returned payments must be redeemed with cash or valid money order. If a customer has two returned payments within a twelve month period, the customer shall be required to pay a deposit if one has not already been paid.

Section 2.12 - Service Disconnection

(A) With Notice

Utility service may be disconnected if the bill has not been paid in full by the date listed on the termination notice. The termination date must be at least 10 days after the notice is mailed or hand delivered.

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)

The utility is encouraged to offer a deferred payment plan to a customer who cannot pay an outstanding bill in full and is willing to pay the balance in reasonable installments. However, a customer's utility service may be disconnected if a bill has not been paid or a deferred payment agreement entered into within 26 days from the date of issuance of a bill and if proper notice of termination has been given.

Notice of termination must be a separate mailing or hand delivery in accordance with the PUC Rules.

(B) Without Notice

Utility service may also be disconnected without notice for reasons as described in the PUC Rules.

Section 2.13 - Reconnection of Service

Utility personnel must be available during normal business hours to accept payments on the day service is disconnected and the following day unless service was disconnected at the customer's request or due to a hazardous condition.

Service will be reconnected within 36 hours after the past due bill, reconnect fees and any other outstanding charges are paid or the conditions which caused service to be disconnected are corrected.

Section 2.14 - Service Interruptions

The utility will make all reasonable efforts to prevent interruptions of service. If interruptions occur, the utility will re-establish service within the shortest possible time. Except for momentary interruptions due to automatic equipment operations, the utility will keep a complete record of all interruptions, both emergency and scheduled and will notify the Commission in writing of any service interruptions affecting the entire system or any major division of the system lasting more than four hours. The notice will explain the cause of the interruptions.

Section 2.15 - Quality of Service

The utility will plan, furnish, and maintain production, treatment, storage, transmission, and distribution facilities of sufficient size and capacity to provide a continuous and adequate supply of water for all reasonable consumer uses. Unless otherwise authorized by the Commission, the utility will maintain facilities as described in the TCEQ Rules and Regulations for Public Water Systems.

Section 2.16 - Customer Complaints and Disputes

If a customer or applicant for service lodges a complaint, the utility will promptly make a suitable investigation and advise the complainant of the results. Service will not be disconnected pending completion of the investigation. If the complainant is dissatisfied with the utility's response, the utility must advise the complainant that he has recourse through the PUC complaint process. Pending resolution of a complaint, the commission may require continuation or restoration of service.

Docket No. 48532

SECTION 2.0 -- SERVICE RULES AND POLICIES (Continued)

The utility will maintain a record of all complaints which shows the name and address of the complainant, the date and nature of the complaint and the adjustment or disposition thereof, for a period of two years after the final settlement of the complaint.

In the event of a dispute between a customer and a utility regarding any bill for utility service, the utility will conduct an investigation and report the results to the customer. If the dispute is not resolved, the utility will inform the customer that a complaint may be filed with the Commission.

Section 2.17 - Customer Liability

Customer shall be liable for any damage or injury to utility-owned property shown to be caused by the customer.

Attachment 'D'

Part B: Question 5

Confidential

Customer Name, Address and Deposit Information

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit D – Customer Name, Address and Deposit Information

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 48 to 58

ENVELOPE #: 1 OF 1

ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment 'E'

Part C: Question 7

Confidential

Limited Liability Company Agreement Undine Texas, LLC and
Organizational Chart

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit E – Limited Liability Company Agreement Undine Texas, LLC and Organizational Chart

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 60 to 67

ENVELOPE #: 1 OF 1

ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment 'F'

Part C: Question 7

Certificates of Account Status

The legal name of the seller party is Nerro Supply, LLC. It does not conduct business under an assumed name.

The legal name of the buyer party is Undine Texas, LLC. It does not conduct business under an assumed name.

The seller party, Nerro Supply, LLC, operates as a domestic limited liability company. The business was formed on February 7, 2011.

The buyer party, Undine Texas, LLC, operates as a Delaware, USA, foreign limited liability company. The business was formed on November 25, 2015.

Nerro Supply, LLC is wholly owned by BlackSwan Water Resources, LLC. The Primary business of BlackSwan Water Resources, LLC is owning and operating water and wastewater utilities.

Undine, LLC is the Sole Member of seller Undine Texas, LLC which was registered on November 25, 2015. The Primary business of Undine, LLC is owning and operating water and wastewater utilities.

Delaware

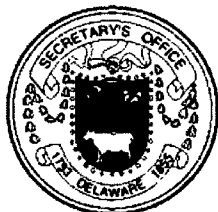
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNDINE TEXAS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF FEBRUARY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNDINE TEXAS, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



5860781 8300

SR# 20190989150

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202256273

Date: 02-13-19



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Application for Registration for Undine Texas, LLC (file number 802339329), a DELAWARE, USA, Foreign Limited Liability Company (LLC), was filed in this office on November 25, 2015.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 13, 2019.



A handwritten signature in black ink, appearing to read "David Whitley".

David Whitley
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

FEB 07 2011

**CERTIFICATE OF FORMATION
OF**

Corporations Section

NERRO SUPPLY, LLC

This Certificate of Formation of Nerro Supply, LLC (the "Company"), dated as of February 7, 2011, is filed pursuant to Section 3.001 of the Texas Business Organizations Code (the "Code") to form a limited liability company under the Code.

1. **Name.** The name of the Company is Nerro Supply, LLC.
2. **Type of Filing Entity.** The Company is a limited liability company.
3. **Purpose.** The purpose for which the Company is formed is the transaction of any or all lawful purposes for which a limited liability company may be organized under the Code.
4. **Duration.** The period of duration of the Company is perpetual, unless the Company dissolves earlier in accordance with the provisions of its limited liability company agreement.

5. **Registered Office and Registered Agent.** The street address of the initial registered office of the Company is 5900 Westview Drive, Houston, Texas 77055 and the name of the initial registered agent of the Company at such address is Gregory P. Pappas.

6. **Management.** The Company will be managed by a Board of Managers. The names and addresses of the initial Managers of the Company are as follows:

Gregory P. Pappas	5900 Westview Drive Houston, Texas 77055
Shawn O'Brien	5900 Westview Drive Houston, Texas 77055

7. **Actions Without a Meeting.** Any action permitted by the Code to be taken at any meeting of managers or members may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the minimum number of managers or members entitled to vote on the action were present and voted. Prompt notice of the taking of any action by managers or members without a meeting by less than all the managers or members shall be given to those managers or members who did not consent in writing to the action.

8. **Liability of Managers and Members.**

(a) To the fullest extent permitted by applicable law, no manager or member of the Company shall be personally liable to the Company or its members for monetary

damages for an act or omission of such manager or member, except that this provision does not eliminate or limit the liability of a manager or member to the extent the manager or member is found liable for (a) a breach of such manager or member's duties to the Company or its members; (b) an act or omission not in good faith that constitutes a breach of duty of such manager or member to the Company or an act or omission that involves intentional misconduct that constitutes a breach of duty of such manager or member to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (c) a transaction from which such manager or member received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such manager's or member's office; or (d) an act or omission for which the liability of a manager or member is expressly provided by an applicable statute.

(b) Notwithstanding the foregoing provisions of this Section 8, if the Code is amended after the date of the filing of this Certificate of Formation with the Secretary of State of Texas to authorize action further eliminating or limiting the personal liability of manager or members, then the liability of each manager or member of the Company shall be automatically eliminated or limited to the fullest extent permitted by the Code, as so amended.

(c) Any repeal or amendment of this Section 8, or the adoption of any other provision of this Certificate of Formation inconsistent with this Section 8, by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager or member of the Company existing at the time of such repeal, amendment or adoption of an inconsistent provision.

9. **Organizer.** The name and address of the organizer is Mark Hughes, 2211 Norfolk, Suite 1110, Houston, Texas 77098.

10. **Execution.** The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

IN WITNESS WHEREOF, this Certificate of Formation has been executed by the undersigned, as sole organizer of the Company, on February 7, 2011.

A handwritten signature in black ink, appearing to be 'Mark Hughes', written over a horizontal line.

Mark Hughes

Attachment 'G'

Part C: Question 9

Confidential

List of the Officers of Undine Texas, LLC

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit G – List of Officers of Undine Texas, LLC

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 76 to 76

ENVELOPE #: 1 OF 1

ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment ‘H’

Part D

Confidential

Financial Information

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit H – Financial Information

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 78 to 88

ENVELOPE #: 1 OF 1

ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment 'I'

Part E: Question 17

Evidence of Financial, Managerial and Technical Capabilities

List of Currently Held Utilities

ATTACHMENT “E”
STM FILING UNDINE TEXAS, LLC.

Who We Are – Proven Expertise

<u>Name and Title</u>	<u>W&WW Industry Exp.</u>	<u>Summary</u>
Ed Wallace President	<ul style="list-style-type: none"> 29 years of total experience 	<ul style="list-style-type: none"> Founded AquaSource in 1996 Founded Ni America in 2007 Eight year career with Coopers and Lybrand Director at Credit Suisse First Boston
Carey Thomas Sr. Vice President	<ul style="list-style-type: none"> 19 years of total experience 	<ul style="list-style-type: none"> One of 16 Original Investors at AquaSource One of 10 Original Investors at Ni America Former Sr. VP of Administration and HR for AquaSource and Ni America Overall responsibility for Transition and Administration
Andy Thomas Sr. Vice President	<ul style="list-style-type: none"> 24 years of total experience 	<ul style="list-style-type: none"> One of 16 Original Investors at AquaSource One of 10 Original Investors at Ni America Former Sr. VP of Capital Projects and Due Diligence for AquaSource and Ni America
Charlie Leibold Chief Accounting Officer	<ul style="list-style-type: none"> 19 years of total experience 	<ul style="list-style-type: none"> Director of Due Diligence at AquaSource 10 year career at Deloitte and Touche
Mike Ashfield Sr. Vice President Acquisitions	<ul style="list-style-type: none"> 13 years of total experience 	<ul style="list-style-type: none"> VP Transactions at Ni America Former Sr. VP of Transactions at AquaSource Nine year career with Coopers and Lybrand Coordinated due diligence protocol and administered definitive document negotiations at AquaSource and Ni America
Rick Melcher Manager of Public Relations	<ul style="list-style-type: none"> 16 years of total experience 	<ul style="list-style-type: none"> Former Public Relations Manager and Spokesperson for AquaSource and Ni America
Jeff Goebel Manager Business Development	<ul style="list-style-type: none"> 17 years of total experience 	<ul style="list-style-type: none"> Project Coordinator for AquaSource Business Development for Quadvest for 10 years

List of Utilites Currently Owned or Operated by Undine Texas, LLC

Utiltiy Name	Connection Count
Angle Acres	39
Bayou Colony	39
Beechwood	131
Bernard Oaks	68
Blue Sage Gardens	50
Brandi Estates	41
Briar Meadows	38
Colony Cove	53
Colony Trails	75
Coronado Country	41
Country Acres	90
Country Meadows	52
Crystal Lake	45
Demi John Island	107
Demi John Place	86
Larkspur	10
Lee Ridge	26
Los Robles/Brazos Oaks	55
Mark V	105
Mooreland	59
Quail Valley	13
River Ranch	81
Riverside Estates	59
Rosharon Road	80
Ryan Long 1	31
Ryan Long 2	
San Bernard	53
Sandy Meadow	67
Snug Harbor	42
Spanish Bit	30
Tejas Lakes	99
Village Lakes	0
Wilco	61
Wolf Glen	35

Beaumont Place	542
Castlewood	344
Cypress Bend	235
Reservoir Acres	227

Utiltiy Name	Connection Count
Forest Manor	94
Heathergate	98
Sweetgum Forest	25

Greengate Acres	100
Highland Mobie Home Sub	27
Highland Ridge	203
Huffman Heights	122
Joy Village	57
Lakewood Colony	49
Meadowlake Estates	228
Peach Creek Oaks	58
Pioneer Trails	115
Porter Terrace	115
Spring Forest	249
Springmont	160
Tall Cedars	51
Urban Acres	178

Oak Shores	230
Oak Shores on Lake Austin	
Briarpatch	
Woods of Greenshores	
Greenshores on Lake Austin	
Smokey Ridge Annes	

Southwood	528
Spring Crossing	1
Magnolia Bend	49

Bear Creek	21
Bell Manor	24
Buffalo Creek	51
Crowley II Acres	104
John Dame	31
John Dame II	22
Martin Creek	24
Rock Creek Estates	41
Sanders View	38

Total Connection Count: 6,302

Attachment 'J'

Part E: Question 21

Utilities Within 2 Miles

WATER

Undine Texas, LLC Application to Transfer Nerro Supply, LLC, CCN No. 12252 and Amend to Include Existing Customers in Chambers, Harris and Liberty Counties

Maple Leaf Gardens and Oakland Village

Notice List (2 miles):

Sunbelt FWSD (10833)
410 W Gulf Bank Rd
Houston, TX 77037

Aqua Texas Inc. (CCN 13203)
1106 Clayton Ln Suite 400W
Austin, TX 78723

White Oak Manor (CCN 12987)
Lenco Development Ltd and Norco Development Ltd
7200 White Oak Circle
Houston, TX 77040

HCMUD Inc. (CCN 11952)
363 N Belt Suite 190
Houston, TX 77060

Reid Road MUD 1 (CCN 11102)
1621 Milam St FL 3
Houston, TX 77002

Trinity @ Windfern LLC (CCN 13239)
31203 Edgewater Dr
Magnolia, TX 77354

City of Houston
PO Box 1562
Houston, TX 77251

Coastal Water Authority
1801 Main St Suite 800
Houston, TX 77002

Cy Fair Community ID – Inactive, No address

Gulf Coast Authority (previously Gulf Coast Waste Disposal Authority)
910 Bay Area Blvd
Texas City, TX 77058

Harris County FCD
9900 Northwest Fwy
Houston, TX 77092

North Harris County Regional Water Authority
c/o Radcliffe Bobbitt Adams Polley PLLC
2929 Allen Pkwy, Suite 3450
Houston, TX 77019

Port of Houston Authority
111 East Loop N
Houston, TX 77029

West Harris County MUD 11
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024

Emerald Forest UD
c/o Allen Boone Humphries Robinson LLP
3200 Southwest Fwy Suite 2600
Houston, TX 77027

Harris County MUD 220
c/o Smith Murdaugh Little & Bonham LLP
2727 Allen Pkwy Suite 1100
Houston, TX 77019

Harris County MUD 23
c/o Michael A Cole PC
5120 Bayard Ln
Houston, TX 77006

Harris County MUD 25
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024
Harris County MUD 261
c/o Smith Murdaugh Little & Bonham LLP
2727 Allen Pkwy Suite 1100
Houston, TX 77019

Harris County MUD 366
c/o Smith Murdaugh Little & Bonham LLP
2727 Allen Pkwy Suite 1100
Houston, TX 77019

Harris County MUD 6
c/o Allen Boone Humphries Robinson LLP
3200 Southwest Fwy Suite 2600
Houston, TX 77027

Harris County WCID 133 – Deleted/Dissolved

Near Northwest Management District
7603 Antoine Dr
Houston, TX 77088

Northwest Harris County MUD 24
c/o Jonathan A Roach PLLC
2800 Post Oak Blvd Suite 4100
Houston, TX 77056

Northwest Park MUD
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024

Reid Road MUD 2
2800 Post Oak Blvd Suite 4100
Houston, TX 77056

Rolling Fork PUD
c/o Strawn and Richardson PC
6750 West Loop S Suite 250
Bellaire, TX 77401

West Harris County MUD 1
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024

West Harris County MUD 10
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024

West Harris County MUD 11
c/o Young & Brooks
10000 Memorial Dr Suite 260
Houston, TX 77024

West Harris County MUD 21
c/o Young & Brooks
10000 Memorial Dr Suite 260

Houston, TX 77024

West Harris County MUD 9
c/o Bacon & Wallace LLP
6363 Woodway Dr Suite 800
Houston, TX 77057

White Oak Bend MUD
c/o Radcliffe Bobbitt Adams Polley PLLC
2929 Allen Pkwy, Suite 3450
Houston, TX 77019

Windfern Forest UD
c/o Bracewell & Guilianni LLP
711 Louisiana St Suite 2300
Houston, TX 77002

Harris Galveston Coastal Subsidence District
1660 W Bay Area Blvd
Friendswood, TX 77546

Harris County Judge Lina Hidalgo
1001 Preston, Suite 911
Houston, TX 77002

Indian Ridge/Riverwood and Woodland Acres

Notice List (2 miles):

City of Old River-Winfree
PO Box 1169
Mont Belvieu, TX 77580

Krebs Utilities Inc. (CCN 11984)
11015 Sheldon Rd Suite 102
Houston, TX 77044

Hunter's Cove Section 1 WSC (CCN 12423)
554 County Road 4010
Dayton, TX 77535

Woodcreek Water of Liberty County (CCN 12449)
PO Box 1135
Mont Belvieu, TX 77580

Wildewood Subdivision (Reg N0003)

205 CR 4022
Dayton, TX 77535

Aqua Texas Inc. (CCN 13203)
1106 Clayton Ln Suite 400W
Austin, TX 78723

Woodland Hills Water LLC (CCN 12388)
1775 N Loop 336 E Suite 14
Conroe, TX 77301

Baytown Area Water Authority
7425 Thompson Rd
Baytown, TX 77521

Chambers-Liberty Counties Navigation District
PO Box 518
Anahuac, TX 77514

Coastal Water Authority
1801 Main St Suite 800
Houston, TX 77002

Gulf Coast Authority
910 Bay Area Blvd
Texas City, TX 77058

Trinity River Authority of Texas
PO Box 60
Arlington, TX 76004

Chambers County Judge Jimmy Sylvia
PO Box 939
Anahuac, TX 77514

Liberty County Judge Jay H. Knight
1923 Sam Houston, Room 201
Liberty, TX 77575

Attachment ‘K’

Part F: Question 22

Inspection Reports for Each System

Part F: TCEQ Public Water System or Sewer (Wastewater) Information

Complete Part F for EACH Public Water or Sewer system to be transferred subject to approval of the transaction. Attach a separate sheet with this information if you need more space for additional systems being transferred.

22. A. For Public Water System (PWS):

TCEQ PWS Identification Number: TX1460146 (7 digit ID)

Name of PWS: Riverwood Estates

Date of last TCEQ compliance inspection: 6/30/2017 (attach TCEQ letter)

Subdivisions served: Indian Ridge/Riverwood

B. For Sewer service:

TCEQ Water Quality (WQ) Discharge Permit Number: WQ - (8 digit ID)

Name of Wastewater Facility: _____

Name of Permittee: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

Date of application to transfer permit submitted to TCEQ: _____

23. List the number of existing connections, by meter/connection type, to be affected by the proposed transaction:

Water				Sewer	
	Non-metered		2"		Residential
183	5/8" or 3/4"		3"		Commercial
	1"		4"		Industrial
	1 1/2"		Other		Other
Total Water Connections:			183	Total Sewer Connections:	

24. A. Are any improvements required to meet TCEQ or Commission standards?

☒ No ☐ Yes

B. Provide details on each required major capital improvement necessary to correct deficiencies to meet the TCEQ or Commission standards (attach any engineering reports or TCEQ approval letters):

Description of the Capital Improvement:	Estimated Completion Date:	Estimated Cost:

C. Is there a moratorium on new connections?

☐ No ☐ Yes:

25. Does the system being transferred operate within the corporate boundaries of a municipality?

☐ No ☐ Yes: _____ (name of municipality)

If yes, indicate the number of customers within the municipal boundary.

Water: _____ Sewer: _____

26. A. Does the system being transferred purchase water or sewer treatment capacity from another source?

☐ No ☐ Yes: If yes, attach a copy of purchase agreement or contract.

Capacity is purchased from: _____

Water: _____

Sewer: _____

B. Is the PWS required to purchase water to meet capacity requirements or drinking water standards?

☐ No ☐ Yes

C. What is the amount of water supply or sewer treatment purchased, per the agreement or contract? What is the percent of overall demand supplied by purchased water or sewer treatment (if any)?

	Amount in Gallons	Percent of demand
Water:		0.00%
Sewer:		0.00%

D. Will the purchase agreement or contract be transferred to the Transferee?

☐ No ☐ Yes:

27. Does the PWS or sewer treatment plant have adequate capacity to meet the current and projected demands in the requested area?

☐ No ☐ Yes:

28. List the name, class, and TCEQ license number of the operator that will be responsible for the operations of the water or sewer utility service:

Name (as it appears on license)	Class	License No.	Water or Sewer

Part G: Mapping & Affidavits

ALL applications require mapping information to be filed in conjunction with the STM application.

Read question 29 A and B to determine what information is required for your application.

29. A. For applications requesting to transfer an entire CCN, without a CCN boundary adjustment, provide the following mapping information with each of the seven (7) copies of the application:

1. A general location (small scale) map identifying the requested area in reference to the nearest county boundary, city, or town. The following guidance should be adhered to:
 - i. If the application requests to transfer certificated service areas for both water and sewer, separate maps must be provided for each.
 - ii. A hand drawn map, graphic, or diagram of the requested area is not considered an acceptable mapping document.

Texas Commission on Environmental Quality	Office of Water	Public Drinking Water Section
County Map of TX	Water System Search	Office of Compliance and Enforcement

Water System Detail			
Water System Facilities Source Water Assessment Results	Violations Enforcement Actions	TCR Sample Results	TTHM HAA5 Summaries
Sample Points	Assistance Actions	Recent Positive TCR Results	PBCU Summaries
Sample Schedules / FANLs / Plans	Compliance Schedules	Other Chemical Results	Chlorine Summaries
Site Visits Milestones	TOC/Alkalinity Results	Chemical Results: Sort by: Name Code	Turbidity Summaries
Operators All POC	LRAA (TTHM/HAA5)	Recent Non-TCR Sample Results	TCR Sample Summaries
Glossary		DWW Instructions	

Water System Detail Information			
Water System No.:	TX1460146	Federal Type:	C
Water System Name:	RIVERWOOD ESTATES	Federal Source:	GW
Principal County Served:	LIBERTY	System Status:	A
Principal City Served:		Activity Date:	01-01-1913

Group Violations					
Fed Fiscal Year	Determ. Date	Violation Type	Violation Name	Analyte Group	Analyte Group Name
2017	02-22-2017	27	MONITORING, ROUTINE (DBP), MAJOR	DBP2	DBP PHASE 2

Individual Violations							
Violation No.	Compliance Period	Violation Type Code	Violation Name	Analyte Code	Analyte Name	Has the Violation been Addressed? (On the Path to Compliance)	Has the Violation been Resolved? (Returned to Compliance)
2017-28	04-01-2017-06-30-2017	02	MCL, LRAA	2950	TTHM	Yes - Formal and Informal	Yes
2017-22	01-01-2017-03-31-2017	02	MCL, LRAA	2950	TTHM	Yes - Formal and Informal	Yes
2016-14	04-01-2016-06-30-2016	02	MCL, LRAA	2950	TTHM	Yes - Formal and	Yes

						Informal	
<u>2015-13</u>	10-01-2015- 12-31-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2016-12</u>	12-01-2014- 12-31-2014	34	MONITOR GWR TRIGGERED/ADDITIONAL, MAJOR	3014	E. COLI	Yes - Informal	Yes
<u>2011-4</u>	02-01-2011- 02-28-2011	23	MONITORING (TCR), ROUTINE MAJOR	3100	COLIFORM (TCR)	Yes - Informal	Yes

Total Number of Records Fetched = 6

Part F: TCEQ Public Water System or Sewer (Wastewater) Information

Complete Part F for EACH Public Water or Sewer system to be transferred subject to approval of the transaction. Attach a separate sheet with this information if you need more space for additional systems being transferred.

22. A. For Public Water System (PWS):

TCEQ PWS Identification Number: TX1460146 (7 digit ID)

Name of PWS: Riverwood Estates

Date of last TCEQ compliance inspection: 6/30/2017 (attach TCEQ letter)

Subdivisions served: Indian Ridge/Riverwood

B. For Sewer service:

TCEQ Water Quality (WQ) Discharge Permit Number: WQ - (8 digit ID)

Name of Wastewater Facility: _____

Name of Permittee: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

Date of application to transfer permit submitted to TCEQ: _____

23. List the number of existing connections, by meter/connection type, to be affected by the proposed transaction:

Water				Sewer	
	Non-metered		2"		Residential
183	5/8" or 3/4"		3"		Commercial
	1"		4"		Industrial
	1 1/2"		Other		Other
Total Water Connections:			183	Total Sewer Connections:	

24. A. Are any improvements required to meet TCEQ or Commission standards?

☒ No ☐ Yes

B. Provide details on each required major capital improvement necessary to correct deficiencies to meet the TCEQ or Commission standards (attach any engineering reports or TCEQ approval letters):

Description of the Capital Improvement:	Estimated Completion Date:	Estimated Cost:

C. Is there a moratorium on new connections?

☐ No ☐ Yes:

25. Does the system being transferred operate within the corporate boundaries of a municipality?

☐ No ☐ Yes: _____ (name of municipality)

If yes, indicate the number of customers within the municipal boundary.

Water: _____ Sewer: _____

26. A. Does the system being transferred purchase water or sewer treatment capacity from another source?

☐ No ☐ Yes: If yes, attach a copy of purchase agreement or contract.

Capacity is purchased from: _____

Water: _____

Sewer: _____

B. Is the PWS required to purchase water to meet capacity requirements or drinking water standards?

☐ No ☐ Yes

C. What is the amount of water supply or sewer treatment purchased, per the agreement or contract? What is the percent of overall demand supplied by purchased water or sewer treatment (if any)?

	Amount in Gallons	Percent of demand
Water:		0.00%
Sewer:		0.00%

D. Will the purchase agreement or contract be transferred to the Transferee?

☐ No ☐ Yes:

27. Does the PWS or sewer treatment plant have adequate capacity to meet the current and projected demands in the requested area?

☐ No ☐ Yes:

28. List the name, class, and TCEQ license number of the operator that will be responsible for the operations of the water or sewer utility service:

Name (as it appears on license)	Class	License No.	Water or Sewer

Part G: Mapping & Affidavits

ALL applications require mapping information to be filed in conjunction with the STM application.

Read question 29 A and B to determine what information is required for your application.

29. A. For applications requesting to transfer an entire CCN, without a CCN boundary adjustment, provide the following mapping information with each of the seven (7) copies of the application:

1. A general location (small scale) map identifying the requested area in reference to the nearest county boundary, city, or town. The following guidance should be adhered to:
 - i. If the application requests to transfer certificated service areas for both water and sewer, separate maps must be provided for each.
 - ii. A hand drawn map, graphic, or diagram of the requested area is not considered an acceptable mapping document.

Texas Commission on Environmental Quality	Office of Water	Public Drinking Water Section
County Map of TX	Water System Search	Office of Compliance and Enforcement

Water System Detail			
Water System Facilities Source Water Assessment Results	Violations Enforcement Actions	TCR Sample Results	TTHM HAA5 Summaries
Sample Points	Assistance Actions	Recent Positive TCR Results	PBCU Summaries
Sample Schedules / FANLs / Plans	Compliance Schedules	Other Chemical Results	Chlorine Summaries
Site Visits Milestones	TOC/Alkalinity Results	Chemical Results: Sort by: Name Code	Turbidity Summaries
Operators All POC	LRAA (TTHM/HAA5)	Recent Non-TCR Sample Results	TCR Sample Summaries
Glossary		DWW Instructions	

Water System Detail Information			
Water System No.:	TX1011493	Federal Type:	C
Water System Name:	MAPLE LEAF MOBILE HOME SUBDIVISION	Federal Source:	GW
Principal County Served:	HARRIS	System Status:	A
Principal City Served:		Activity Date:	01-01-1913

Group Violations					
Fed Fiscal Year	Determ. Date	Violation Type	Violation Name	Analyte Group	Analyte Group Name

Individual Violations							
Violation No.	Compliance Period	Violation Type Code	Violation Name	Analyte Code	Analyte Name	Has the Violation been Addressed? (On the Path to Compliance)	Has the Violation been Resolved? (Returned to Compliance)
2017-90059765	10-01-2016-12-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2017-90059764	04-01-2016-04-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-90059763	04-01-2016-04-30-2016	3A	MONITORING, ROUTINE, MAJOR (RTCR)	8000	REVISED TOTAL COLIFORM RULE (RTCR)	Yes - Informal	Yes
2017-90059762	07-01-2016-09-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2012-	01-01-2012-	27	MONITORING, ROUTINE	0999	CHLORINE	Not yet on	Yes

90059758	03-31-2012		(DBP), MAJOR			path to compliance	
2012-90059761	10-01-2012-12-31-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Not yet on path to compliance	Yes
2012-90059760	07-01-2012-09-30-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Not yet on path to compliance	Yes
2012-90059759	04-01-2012-06-30-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Not yet on path to compliance	Yes
2017-90059757	01-01-2014-12-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2016-90059756	10-01-2016-12-31-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2017-90059755	04-01-2016-06-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2017-90059754	12-30-2016-10-31-2017	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2017-90059753	05-01-2016-05-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2016-90059752	07-01-2016-09-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2017-90059750	01-01-2014-12-31-2016	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2017-90059749	07-01-2016-10-25-2016	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2016-90059751	04-01-2016-06-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2016-90059748	05-01-2016-05-31-2016	34	MONITOR GWR TRIGGERED/ADDITIONAL, MAJOR	3014	E. COLI	Yes - Formal and Informal	Yes
2016-90059743	12-30-2015-10-31-2017	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2016-90059745	04-01-2015-06-30-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-90059744	07-01-2015-09-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2015-90059742	04-01-2015-06-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2016-90059741	07-01-2015-10-07-2016	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2016-90059739	01-01-2015-03-31-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-90059738	01-01-2015-03-31-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2014-	07-01-2013-	75	PUBLIC NOTICE RULE	7500	PUBLIC NOTICE	Yes -	Yes

<u>90059736</u>	09-30-2013		LINKED TO VIOLATION			Informal	
<u>2014-90059737</u>	10-01-2013-12-31-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
<u>2013-90059734</u>	07-01-2013-09-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2013-90059735</u>	10-01-2013-12-31-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2014-90059733</u>	04-01-2013-06-30-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
<u>2014-90059732</u>	12-30-2013-10-31-2017	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
<u>2013-90059731</u>	04-01-2013-06-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2013-90059730</u>	07-01-2012-06-28-2013	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
<u>2009-90059725</u>	10-01-2008-12-31-2008	27	MONITORING, ROUTINE (DBP), MINOR	0999	CHLORINE	Yes - Informal	Yes

Total Number of Records Fetched = 34

Part F: TCEQ Public Water System or Sewer (Wastewater) Information

Complete Part F for EACH Public Water or Sewer system to be transferred subject to approval of the transaction.
Attach a separate sheet with this information if you need more space for additional systems being transferred.

22. A. For Public Water System (PWS):TCEQ PWS Identification Number: TX1460146 (7 digit ID)Name of PWS: Riverwood EstatesDate of last TCEQ compliance inspection: 6/30/2017 (attach TCEQ letter)Subdivisions served: Indian Ridge/Riverwood**B.** For Sewer service:TCEQ Water Quality (WQ) Discharge Permit Number: WQ - (8 digit ID)

Name of Wastewater Facility: _____

Name of Permittee: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

Date of application to transfer permit submitted to TCEQ: _____**23.** List the number of existing connections, by meter/connection type, to be affected by the proposed transaction:

Water				Sewer	
	Non-metered		2"		Residential
183	5/8" or 3/4"		3"		Commercial
	1"		4"		Industrial
	1 1/2"		Other		Other
Total Water Connections:		183	Total Sewer Connections:		

24. A. Are any improvements required to meet TCEQ or Commission standards?☒ No ☐ Yes**B.** Provide details on each required major capital improvement necessary to correct deficiencies to meet the TCEQ or Commission standards (attach any engineering reports or TCEQ approval letters):

Description of the Capital Improvement:	Estimated Completion Date:	Estimated Cost:

C. Is there a moratorium on new connections?☐ No ☐ Yes:**25.** Does the system being transferred operate within the corporate boundaries of a municipality?☐ No ☐ Yes: _____ (name of municipality)

If yes, indicate the number of customers within the municipal boundary.

Water: _____ Sewer: _____

26. A. Does the system being transferred purchase water or sewer treatment capacity from another source?

☐ No ☐ Yes: If yes, attach a copy of purchase agreement or contract.

Capacity is purchased from: _____

Water: _____

Sewer: _____

B. Is the PWS required to purchase water to meet capacity requirements or drinking water standards?

☐ No ☐ Yes

C. What is the amount of water supply or sewer treatment purchased, per the agreement or contract? What is the percent of overall demand supplied by purchased water or sewer treatment (if any)?

	Amount in Gallons	Percent of demand
Water:		0.00%
Sewer:		0.00%

D. Will the purchase agreement or contract be transferred to the Transferee?

☐ No ☐ Yes:

27. Does the PWS or sewer treatment plant have adequate capacity to meet the current and projected demands in the requested area?

☐ No ☐ Yes:

28. List the name, class, and TCEQ license number of the operator that will be responsible for the operations of the water or sewer utility service:

Name (as it appears on license)	Class	License No.	Water or Sewer

Part G: Mapping & Affidavits

ALL applications require mapping information to be filed in conjunction with the STM application.

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29. A. For applications requesting to transfer an entire CCN, without a CCN boundary adjustment, provide the following mapping information with each of the seven (7) copies of the application:

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Texas Commission on Environmental Quality	Office of Water	Public Drinking Water Section
County Map of TX	Water System Search	Office of Compliance and Enforcement

Water System Detail			
Water System Facilities Source Water Assessment Results	Violations Enforcement Actions	TCR Sample Results	TTHM HAA5 Summaries
Sample Points	Assistance Actions	Recent Positive TCR Results	PBCU Summaries
Sample Schedules / FANLs / Plans	Compliance Schedules	Other Chemical Results	Chlorine Summaries
Site Visits Milestones	TOC/Alkalinity Results	Chemical Results: Sort by: Name Code	Turbidity Summaries
Operators All POC	LRAA (TTHM/HAA5)	Recent Non-TCR Sample Results	TCR Sample Summaries
Glossary		DWW Instructions	

Water System Detail Information			
Water System No.:	TX1011049	Federal Type:	C
Water System Name:	OAKLAND VILLAGE MOBILE HOME COMMUNITY	Federal Source:	GW
Principal County Served:	HARRIS	System Status:	A
Principal City Served:		Activity Date:	01-01-1913

Group Violations					
Fed Fiscal Year	Determ. Date	Violation Type	Violation Name	Analyte Group	Analyte Group Name

Individual Violations							
Violation No.	Compliance Period	Violation Type Code	Violation Name	Analyte Code	Analyte Name	Has the Violation been Addressed? (On the Path to Compliance)	Has the Violation been Resolved? (Returned to Compliance)
2017-90059759	07-01-2017-12-14-2017	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2017-90059758	10-01-2016-12-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-90059757	04-01-2016-04-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-90059756	04-01-2016-04-30-2016	3A	MONITORING, ROUTINE, MAJOR	8000	REVISED TOTAL COLIFORM RULE	Yes - Informal	Yes

			(RTCR)		(RTCR)		
2017-90059755	07-01-2016-09-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2016-90059754	10-01-2016-12-31-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2017-90059753	04-01-2016-06-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2016-90059752	07-01-2016-09-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2017-90059750	07-01-2016-12-14-2017	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2016-90059751	04-01-2016-06-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2016-90059732	12-30-2015-09-17-2018	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Informal	Yes
2016-90059734	04-01-2015-06-30-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-90059733	07-01-2015-09-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2015-90059731	04-01-2015-06-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2016-90059730	07-01-2015-12-14-2017	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2016-90059728	01-01-2015-03-31-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-90059727	01-01-2015-03-31-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2015-90059726	01-01-2014-12-31-2014	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-90059725	01-01-2014-12-31-2014	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Yes - Informal	Yes
2014-90059723	07-01-2013-09-30-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2014-90059724	10-01-2013-12-31-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2013-90059719	07-01-2013-09-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2013-90059720	10-01-2013-12-31-2013	27	MONITORING, ROUTINE (DBP),	0999	CHLORINE	Yes - Informal	Yes

			MAJOR				
<u>2014-90059718</u>	04-01-2013-06-30-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
<u>2014-90059717</u>	01-01-2013-12-31-2013	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Not yet on path to compliance	Yes
<u>2013-90059716</u>	04-01-2013-06-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2013-90059715</u>	07-01-2012-06-28-2013	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
<u>2013-90059714</u>	01-01-2010-12-31-2012	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Not yet on path to compliance	Yes
<u>2009-90059709</u>	10-01-2008-12-31-2008	27	MONITORING, ROUTINE (DBP), MINOR	0999	CHLORINE	Yes - Informal	Yes

Total Number of Records Fetched = 29

Part F: TCEQ Public Water System or Sewer (Wastewater) Information

Complete Part F for EACH Public Water or Sewer system to be transferred subject to approval of the transaction.
Attach a separate sheet with this information if you need more space for additional systems being transferred.

22. A. For Public Water System (PWS):TCEQ PWS Identification Number: TX1460146 (7 digit ID)Name of PWS: Riverwood EstatesDate of last TCEQ compliance inspection: 6/30/2017 (attach TCEQ letter)Subdivisions served: Indian Ridge/Riverwood**B.** For Sewer service:TCEQ Water Quality (WQ) Discharge Permit Number: WQ - (8 digit ID)

Name of Wastewater Facility: _____

Name of Permittee: _____

Date of last TCEQ compliance inspection: _____ (attach TCEQ letter)

Subdivisions served: _____

Date of application to transfer permit submitted to TCEQ: _____**23.** List the number of existing connections, by meter/connection type, to be affected by the proposed transaction:

Water				Sewer	
	Non-metered		2"		Residential
183	5/8" or 3/4"		3"		Commercial
	1"		4"		Industrial
	1 1/2"		Other		Other
Total Water Connections:			183	Total Sewer Connections:	

24. A. Are any improvements required to meet TCEQ or Commission standards?☒ No ☐ Yes**B.** Provide details on each required major capital improvement necessary to correct deficiencies to meet the TCEQ or Commission standards (attach any engineering reports or TCEQ approval letters):

Description of the Capital Improvement:	Estimated Completion Date:	Estimated Cost:

C. Is there a moratorium on new connections?☐ No ☐ Yes:**25.** Does the system being transferred operate within the corporate boundaries of a municipality?☐ No ☐ Yes: _____ (name of municipality)

If yes, indicate the number of customers within the municipal boundary.

Water: _____ Sewer: _____

26. A. Does the system being transferred purchase water or sewer treatment capacity from another source?

☐ No ☐ Yes: If yes, attach a copy of purchase agreement or contract.

Capacity is purchased from: _____

Water: _____

Sewer: _____

B. Is the PWS required to purchase water to meet capacity requirements or drinking water standards?

☐ No ☐ Yes

C. What is the amount of water supply or sewer treatment purchased, per the agreement or contract? What is the percent of overall demand supplied by purchased water or sewer treatment (if any)?

	Amount in Gallons	Percent of demand
Water:		0.00%
Sewer:		0.00%

D. Will the purchase agreement or contract be transferred to the Transferee?

☐ No ☐ Yes:

27. Does the PWS or sewer treatment plant have adequate capacity to meet the current and projected demands in the requested area?

☐ No ☐ Yes:

28. List the name, class, and TCEQ license number of the operator that will be responsible for the operations of the water or sewer utility service:

Name (as it appears on license)	Class	License No.	Water or Sewer

Part G: Mapping & Affidavits

ALL applications require mapping information to be filed in conjunction with the STM application.

Read question 29 A and B to determine what information is required for your application.

29. A. For applications requesting to transfer an entire CCN, without a CCN boundary adjustment, provide the following mapping information with each of the seven (7) copies of the application:

1. A general location (small scale) map identifying the requested area in reference to the nearest county boundary, city, or town. The following guidance should be adhered to:
 - i. If the application requests to transfer certificated service areas for both water and sewer, separate maps must be provided for each.
 - ii. A hand drawn map, graphic, or diagram of the requested area is not considered an acceptable mapping document.

Texas Commission on Environmental Quality	Office of Water	Public Drinking Water Section
County Map of TX	Water System Search	Office of Compliance and Enforcement

Water System Detail			
Water System Facilities Source Water Assessment Results	Violations Actions	Enforcement TCR Sample Results	TTHM HAA5 Summaries
Sample Points	Assistance Actions	Recent Positive TCR Results	PBCU Summaries
Sample Schedules / FANLs / Plans	Compliance Schedules	Other Chemical Results	Chlorine Summaries
Site Visits Milestones	TOC/Alkalinity Results	Chemical Results: Sort by: Name Code	Turbidity Summaries
Operators All POC	LRAA (TTHM/HAA5)	Recent Non-TCR Sample Results	TCR Sample Summaries
Glossary		DWW Instructions	

Water System Detail Information			
Water System No.:	TX0360027	Federal Type:	C
Water System Name:	WOODLAND ACRES SUBDIVISION	Federal Source:	GW
Principal County Served:	CHAMBERS	System Status:	A
Principal City Served:		Activity Date:	01-01-1913

Group Violations					
Fed Fiscal Year	Determ. Date	Violation Type	Violation Name	Analyte Group	Analyte Group Name

Individual Violations							
Violation No.	Compliance Period	Violation Type Code	Violation Name	Analyte Code	Analyte Name	Has the Violation been Addressed? (On the Path to Compliance)	Has the Violation been Resolved? (Returned to Compliance)
2017-100068349	10-01-2016-12-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-100068348	04-01-2016-04-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-100068347	04-01-2016-04-30-2016	3A	MONITORING, ROUTINE, MAJOR (RTCR)	8000	REVISED TOTAL COLIFORM RULE (RTCR)	Yes - Informal	Yes
2017-100068346	01-01-2014-12-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2016-	10-01-2016-	27	MONITORING, ROUTINE	0999	CHLORINE	Yes - Formal	Yes

100068345	12-31-2016		(DBP), MAJOR			and Informal	
2017-100068344	04-01-2016-06-30-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2017-100068343	05-01-2016-05-31-2016	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2017-100068342	12-30-2016-10-18-2017	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2016-100068341	07-01-2016-09-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2017-100068339	01-01-2014-12-31-2016	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2017-100068338	07-01-2016-08-17-2017	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Formal and Informal	Yes
2016-100068340	04-01-2016-06-30-2016	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2016-100068337	05-01-2016-05-31-2016	34	MONITOR GWR TRIGGERED/ADDITIONAL, MINOR	3014	E. COLI	Yes - Formal and Informal	Yes
2016-100068335	11-01-2015-11-30-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2016-100068334	11-01-2015-11-30-2015	23	MONITORING (TCR), ROUTINE MAJOR	3100	COLIFORM (TCR)	Yes - Informal	Yes
2016-100068330	12-30-2015-10-18-2017	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2016-100068332	04-01-2015-06-30-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-100068331	07-01-2015-09-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2015-100068329	04-01-2015-06-30-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2016-100068328	07-01-2015-02-16-2017	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Formal and Informal	Yes
2016-100068326	01-01-2015-03-31-2015	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2015-100068325	01-01-2015-03-31-2015	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
2011-100068322	10-01-2011-12-31-2011	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal	Yes
2012-	10-01-2012-	27	MONITORING, ROUTINE	0999	CHLORINE	Yes - Formal	Yes

100068321	12-31-2012		(DBP), MAJOR			and Informal	
2011-100068317	07-01-2011-09-30-2011	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2012-100068318	01-01-2012-03-31-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2012-100068319	04-01-2012-06-30-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2012-100068320	07-01-2012-09-30-2012	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2013-100068316	10-01-2013-12-31-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2013-100068315	07-01-2013-09-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2014-100068314	04-01-2013-06-30-2013	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2014-100068313	12-30-2013-07-16-2014	66	LEAD CONSUMER NOTICE (LCR)	5000	LEAD & COPPER RULE	Yes - Formal and Informal	Yes
2013-100068312	04-01-2013-06-30-2013	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
2013-100068310	07-01-2012-06-28-2013	71	CCR REPORT	7000	CONSUMER CONFIDENCE RULE	Yes - Informal	Yes
2013-100068308	07-01-2012-09-30-2012	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2013-100068305	04-01-2012-06-30-2012	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2013-100068304	01-01-2009-12-31-2011	52	FOLLOW-UP OR ROUTINE TAP M/R (LCR)	5000	LEAD & COPPER RULE	Not yet on path to compliance	Yes
2012-100068301	04-01-2011-06-30-2011	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2012-100068298	01-01-2011-03-31-2011	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Informal	Yes
2012-100068299	01-01-2011-03-31-2011	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes
2012-100068300	04-01-2011-06-30-2011	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Yes - Formal and Informal	Yes

<u>2012-100068297</u>	07-01-2012-09-30-2012	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2012-100068296</u>	04-01-2012-06-30-2012	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2012-100068295</u>	01-01-2012-03-31-2012	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2012-100068291</u>	07-01-2011-09-30-2011	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal	Yes
<u>2011-100068290</u>	10-01-2011-12-31-2011	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal	Yes
<u>2011-100068288</u>	04-01-2011-06-30-2011	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
<u>2011-100068287</u>	01-01-2011-03-31-2011	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Formal and Informal	Yes
<u>2011-100068279</u>	01-01-2011-03-31-2011	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2011-100068281</u>	04-01-2011-06-30-2011	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2011-100068283</u>	10-01-2010-12-31-2010	27	MONITORING, ROUTINE (DBP), MAJOR	0999	CHLORINE	Yes - Informal	Yes
<u>2010-100068280</u>	04-01-2010-06-30-2010	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal	Yes
<u>2011-100068277</u>	03-01-2011-03-31-2011	23	MONITORING (TCR), ROUTINE MAJOR	3100	COLIFORM (TCR)	Yes - Informal	Yes
<u>2011-100068276</u>	02-01-2011-02-28-2011	23	MONITORING (TCR), ROUTINE MAJOR	3100	COLIFORM (TCR)	Yes - Informal	Yes
<u>2011-100068275</u>	10-01-2010-12-31-2010	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2010-100068134</u>	07-01-2010-09-30-2010	02	MCL, AVERAGE	1005	ARSENIC	Yes - Formal and Informal	Yes
<u>2009-90059420</u>	10-01-2008-12-31-2008	27	MONITORING, ROUTINE (DBP), MINOR	0999	CHLORINE	Yes - Informal	Yes
<u>2007-207</u>	06-01-2006-06-30-2006	75	PUBLIC NOTICE RULE LINKED TO VIOLATION	7500	PUBLIC NOTICE	Not yet on path to compliance	Yes
<u>2006-106</u>	06-01-2006-06-30-2006	25	MONITORING (TCR), REPEAT MAJOR	3100	COLIFORM (TCR)	Yes - Informal	Yes
<u>2004-40004428</u>	01-01-2004-12-31-2004	02	MCL, AVERAGE	1025	FLUORIDE	Yes - Informal	Yes

Total Number of Records Fetched = 60

118

Attachment 'L'

Part F: Question 28

Confidential

Operators Information

CONFIDENTIAL

DOCKET NO.:

STYLE: Application of Nerro Supply, LLC and Undine Texas, LLC for Sale Transfer, or Merger of a Retail Public Utility in Chambers, Harris and Liberty Counties, Texas

SUBMITTING PARTY: Undine Texas, LLC

BRIEF DESCRIPTION OF CONTENTS: Exhibit L – Operators Information

BATE STAMP OR SEQUENTIAL PAGE NUMBER RANGE: 120 to 121

ENVELOPE #: 1 OF 1

ADDITIONAL INFORMATION REQUIRED BY PROTECTIVE ORDER:

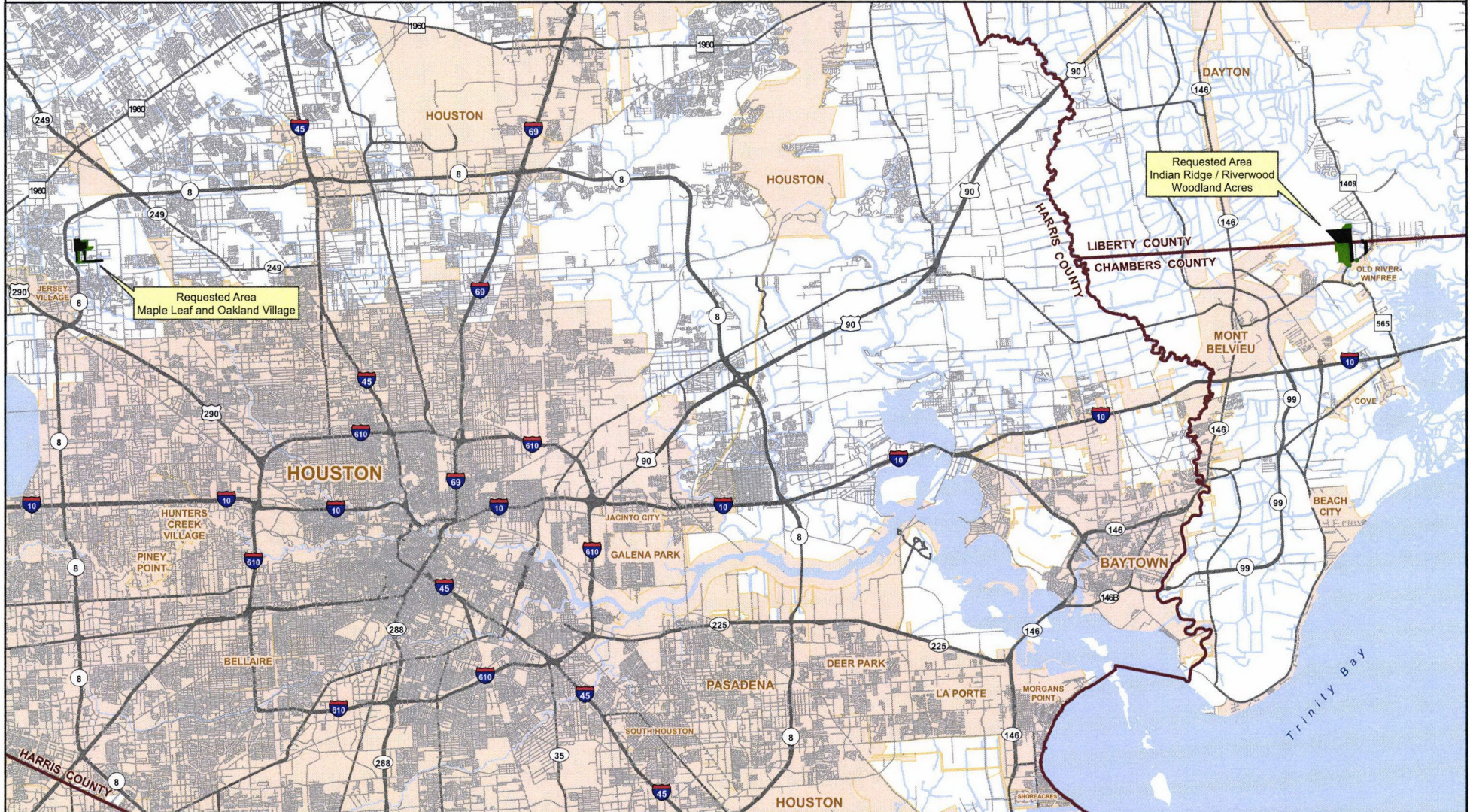
DATE SUBMITTED TO COMMISSION: June 19, 2020

Attachment 'M'

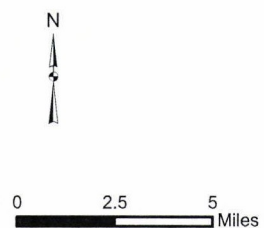
Part G

CCN Maps to be Transferred with this Application

Undine Texas, LLC
 Application to Transfer Nerro Supply, LLC, CCN No. 12252 to Undine Texas, LLC, CCN No. 13260
 and to Amend CCN to Include Existing Customers and Correct Service Areas
 in Chambers, Harris and Liberty Counties



General Location - Harris, Chambers and Liberty Counties



1:300,000

Requested Water Service Areas to Transfer and Amend





- CCN 12252 - Nerro Supply, LLC
- Area to Amend

Undine Texas, LLC
Application to Transfer Nerro Supply, LLC, CCN No. 12252 to Undine Texas, LLC, CCN No. 13260
and to Amend CCN to Include Existing Customers and Correct Service Area
in Chambers, Harris and Liberty Counties



Detail Map - Maple Leaf and Oakland Village in Harris County

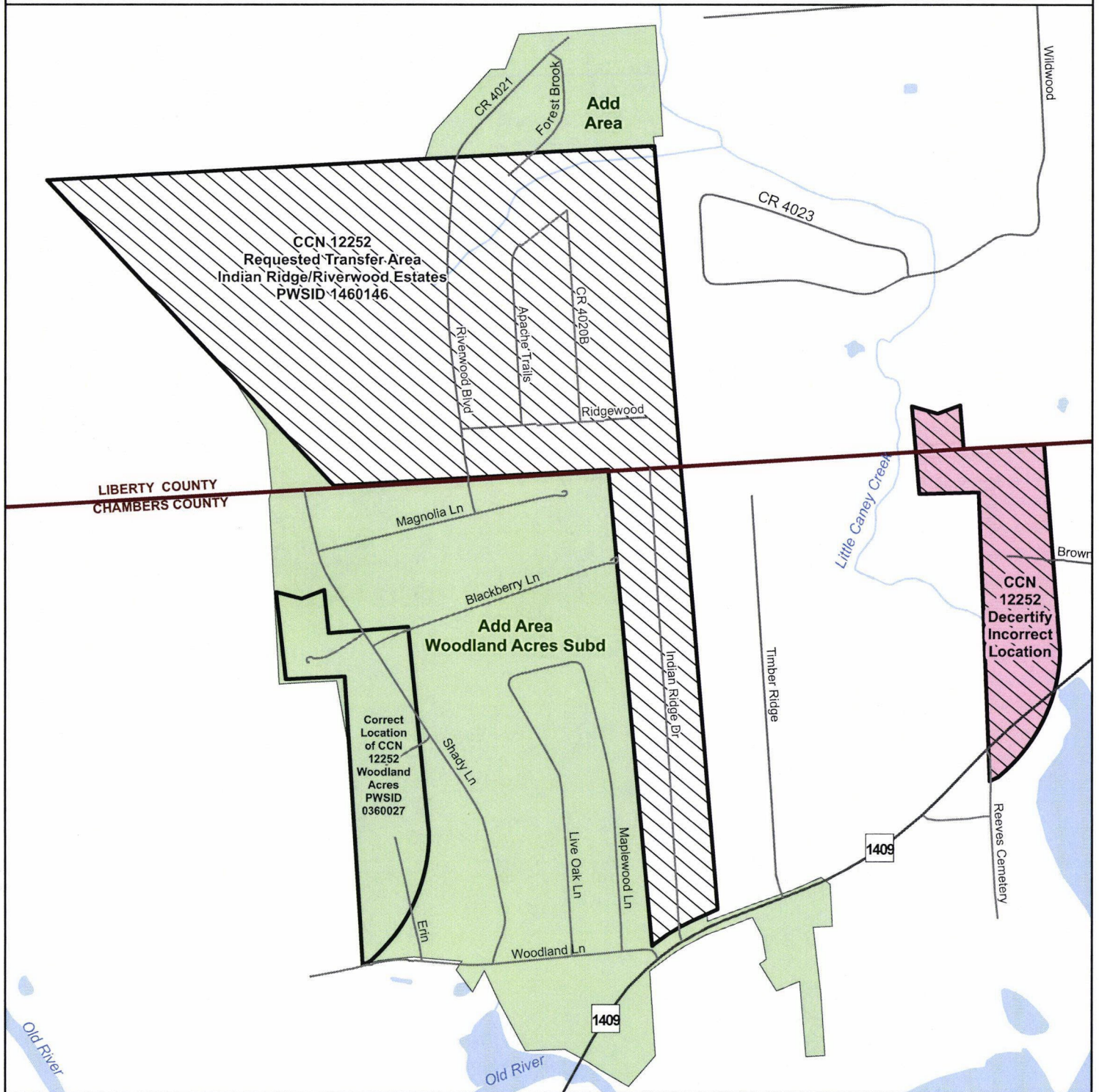
Requested Water Service Area to Transfer and Amend

-  CCN 12252 - Nerro Supply, LLC - Transfer Area
-  Decertify from CCN 12252 - Served by West Harris County MUD 11
-  Area to Amend / Add
-  Overlap - Decertify Portion of HCMUD Inc., CCN 11952

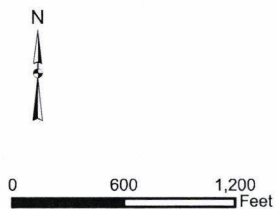


0 400 800
Feet

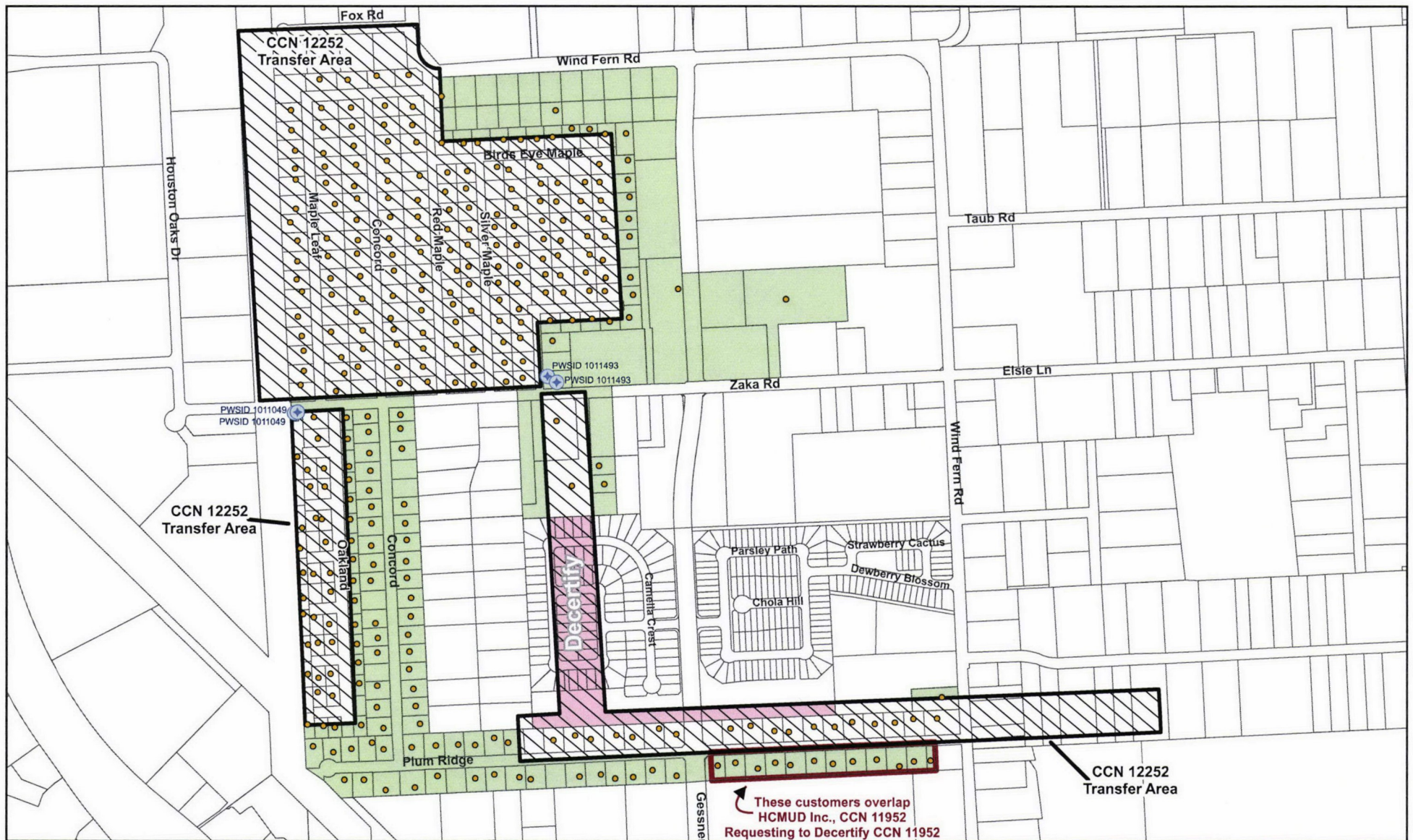
Undine Texas, LLC
 Application to Transfer Nerro Supply, LLC, CCN No. 12252 to Undine Texas, LLC, CCN No. 13260
 and to Amend CCN to Include Existing Customers and Correct Service Area
 in Chambers, Harris and Liberty Counties



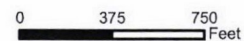
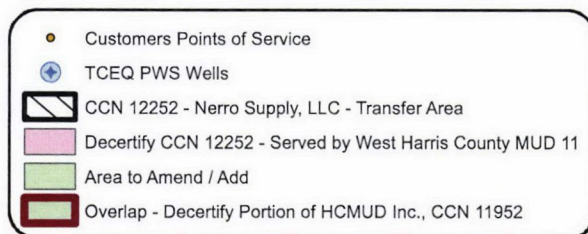
Detail Map - Indian Ridge / Riverwood Estates and Woodland Acres in Chambers and Liberty Counties



- Requested Water Service Area to Transfer and Amend
- CCN 12252 - Nerro Supply, LLC - Transfer Area
 - Area to Amend / Add
 - Decertify Portion of CCN 12252 - incorrect location
 - Correct Location of CCN 12252



Maple Leaf Gardens and Oakland Villages Customers' Points of Service
Harris County





Indian Ridge / Riverwood Estates Customers' Points of Service in Chambers and Liberty Counties - Water

- Indian Ridge/Riverwood Customers Points of Service
- Woodland Customers Points of Service
- + TCEQ PWS Wells
- CCN 12252 - Nerro Supply, LLC - Transfer Area
- Area to Amend / Add
- Decertify Portion of CCN 12252 - incorrect location, no customers

0 600 1,200 Feet



Attachment ‘N’

Part H

CCN Descriptions

WATER

Undine Texas, LLC Application to Transfer Nerro Supply, LLC, CCN No. 12252 and Amend to Include Existing Customers in Chambers, Harris and Liberty Counties

Maple Leaf Gardens and Oakland Village

Counties: Harris
City Limits within: None
ETJ within: Houston
CCN overlaps: HC MUD Inc. (CCN 11952) – shown to be Inactive in PUC Water Utility Database
Groundwater Conservation Districts within: Harris Galveston Coastal Subsidence District
Districts overlaps: Gulf Coast Authority (Gulf Coast Waste Disposal Auth)– Special Law
Cy Fair Community ID – Special Law
Coastal Water Authority – Special Law
Harris County FCD – Special Law
North Harris County Regional Water Authority – Special Law
Port of Houston Authority- Special Law
West Harris County MUD 11 – retail water/wastewater

Notice Description (old format which PUC mapping prefers):

Maple Leaf Gardens and Oakland Village – PWSID 1011493, PWSID 1011049 – Harris County

The proposed utility service area is located approximately 1.4 miles northeast of downtown Jersey Village, TX, and is generally bounded on the north by Fox Road and Wind Fern Road; on the east by 1100 feet east of Wind Fern Road; and on the south by West Road; and on the west by Houston Oaks Drive.

The total are being requested includes approximately 199 acres and 323 current customers.

Transfer Area = approx. 121 acres

Amend/ Add Area = approx. 78 acres

Indian Ridge/Riverwood and Woodland Acres

Counties: Liberty and Chambers
City Limits within: Old River Winfree
ETJ within: Old River Winfree
CCN overlaps: None
Groundwater Conservation Districts within: None
Districts overlaps: Chambers Liberty Counties Navigation District
Coastal Water Authority
Gulf Coast Authority/Gulf Coast Waste Disposal Authority
Trinity River Authority of Texas

Notice Description (old format which PUC mapping prefers):

Indian Ridge/Riverwood Estates and Woodland Acres – PWSID 1460146, PWSID 0360027 – Liberty and Chambers Counties

The proposed utility service area is located approximately within and surrounding Old River Winfree, TX, and is generally bounded on the north by Champion Road and Little Caney Creek; on the east by FM 1409 and Harmon Estates Road; and on the south by Old River; and on the west by 3,000 feet west of County Road 4021.

The total are being requested includes approximately 513 acres and 407 current customers.

Transfer Area = approx. 263 acres

Amend Area = approx. 250 acres
