



Control Number: 51843



Item Number: 6

Addendum StartPage: 0

APPLICATION OF CSWR-TEXAS
UTILITY OPERATING, LLC FOR
TEMPORARY RATES FOR A
NONFUNCTIONING UTILITY

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BEFORE THE 2021 MAR 25 AM 10:27
PUBLIC UTILITY COMMISSION
FILING CLERK
OF TEXAS

**CSWR-TEXAS UTILITY OPERATING COMPANY, LLC'S
RESPONSE TO ORDER NO. 1**

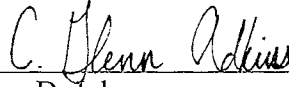
CSWR-Texas Utility Operating Company, LLC ("CSWR Texas" or the "Applicant"), files
this Response to Order No. 1.

I. APPLICANT INFORMATION

1. CSWR Texas conducts business under the legal name CSWR-Texas Utility Operating Company, LLC.
2. CSWR Texas is a limited liability company (LLC), Secretary of State Filing Number: 0803367893. CSWR Texas' Secretary of State Certificate of Formation and certificates of name change resulting in the current entity name are enclosed with this filing as Attachment A.
3. CSWR Texas' ultimate parent company is CSWR, LLC. CSWR, LLC owns utility operating companies that own and operate public drinking water and wastewater systems throughout Texas, Missouri, Arkansas, Kentucky, and Louisiana. Central States was registered in Missouri on January 23, 2014. A copy of CSWR, LLC's corporate organizational chart, which lists the affiliates of CSWR Texas, is enclosed with this filing as Attachment B.

Respectfully submitted,

L. Russell Mitten
General Counsel
CSWR-Texas Utility Operating Company, LLC
1650 Des Peres Rd., Suite 303
St. Louis, MO 63131
(314) 380-8595
(314) 763-4743 (Fax)

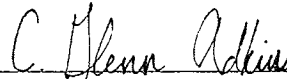


Evan D. Johnson
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C. Glenn Adkins
State Bar No. 24103097
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1011 W. 31st Street
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**ATTORNEYS FOR CSWR-TEXAS
UTILITY OPERATING COMPANY, LLC**

CERTIFICATE OF SERVICE

I hereby certify that on this 25th day of March 2021, a true and correct copy of the foregoing document was served on all parties of record via electronic mail in accordance with the Order Suspending Rules issued in Project No. 50664.



C. Glenn Adkins

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

Filing Fee: \$300



**Certificate of Formation
Limited Liability Company**

Filed in the Office of the
Secretary of State of Texas
Filing #: 803367893 07/15/2019
Document #: 900755240005
Image Generated Electronically
for Web Filing

Article 1 - Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Lone Star Utility Operating Company, LLC

Article 2 – Registered Agent and Registered Office

☒ A. The initial registered agent is an organization (cannot be company named above) by the name of:

C T Corporation System

OR

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

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

Street Address:

1999 Bryan St. Suite 900 Dallas TX 75201-3136

Consent of Registered Agent

☐ A. A copy of the consent of registered agent is attached.

OR

☒ B. The consent of the registered agent is maintained by the entity.

Article 3 - Governing Authority

☒ A. The limited liability company is to be managed by managers.

OR

☐ B. The limited liability company will not have managers. Management of the company is reserved to the members. The names and addresses of the governing persons are set forth below:

Manager 1 (Business Name) **Central States Water Resources, Inc.**

Address **500 Northwest Plaza Drive, Suite 500 St. Ann MO, USA 63074**

Article 4 - Purpose

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference]

Organizer

The name and address of the organizer are set forth below.

Caroline Johnson, Attorney **13421 Manchester Rd. Suite 103 St. Louis, MO 63131**

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

OR

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Caroline Johnson, Attorney

Signature of Organizer

FILING OFFICE COPY

Form 424

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

Filing Fee: See instructions



**Certificate
of Amendment**

**Filed in the Office of the
Secretary of State of Texas
Filing #: 803367893 09/23/2019
Document #: 915499080009
Image Generated Electronically
for Web Filing**

Entity Information

The filing entity is a: **Domestic Limited Liability Company (LLC)**

The name of the filing entity is **Lone Star Utility Operating Company, LLC**

The file number issued to the filing entity by the secretary of state is: **803367893**

Amendment to Name

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

The name of the filing entity is:

Yellow Rose Utility Operating Company, LLC

A letter of consent, if applicable, is attached.

Statement of Approval

The amendment has been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and declares under penalty of perjury that the undersigned is authorized under the Texas Business Organizations Code to execute the filing instrument.

Date: **September 23,**
2019

Josiah M. Cox, President of Central States Water Resources, Inc.,
Manager

Signature of authorized person

FILING OFFICE COPY

Form 424

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

Filing Fee: See instructions



**Certificate
of Amendment**

Filed in the Office of the
Secretary of State of Texas
Filing #: 803367893 10/18/2019
Document #: 921461510005
Image Generated Electronically
for Web Filing

Entity Information

The filing entity is a: **Domestic Limited Liability Company (LLC)**

The name of the filing entity is: **Yellow Rose Utility Operating Company, LLC**

The file number issued to the filing entity by the secretary of state is: **803367893**

Amendment to Name

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

The name of the filing entity is:

Palmwood Water Utility Operating Company, LLC

A letter of consent, if applicable, is attached.

Statement of Approval

The amendment has been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and declares under penalty of perjury that the undersigned is authorized under the Texas Business Organizations Code to execute the filing instrument.

Date: **October 18,**
2019

Josiah Cox, President of Central States Water Resources, Inc.,
Manager

Signature of authorized person

FILING OFFICE COPY

Form 424

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

Filing Fee: See instructions



**Certificate
of Amendment**

Filed in the Office of the
Secretary of State of Texas
Filing #: 803367893 11/12/2019
Document #: 926438720009
Image Generated Electronically
for Web Filing

Entity Information

The filing entity is a **Domestic Limited Liability Company (LLC)**

The name of the filing entity is: **Palmwood Water Utility Operating Company, LLC**

The file number issued to the filing entity by the secretary of state is: **803367893**

Amendment to Name

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

The name of the filing entity is:

CSWR-Texas Utility Operating Company, LLC

A letter of consent, if applicable, is attached

Statement of Approval

The amendment has been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and declares under penalty of perjury that the undersigned is authorized under the Texas Business Organizations Code to execute the filing instrument.

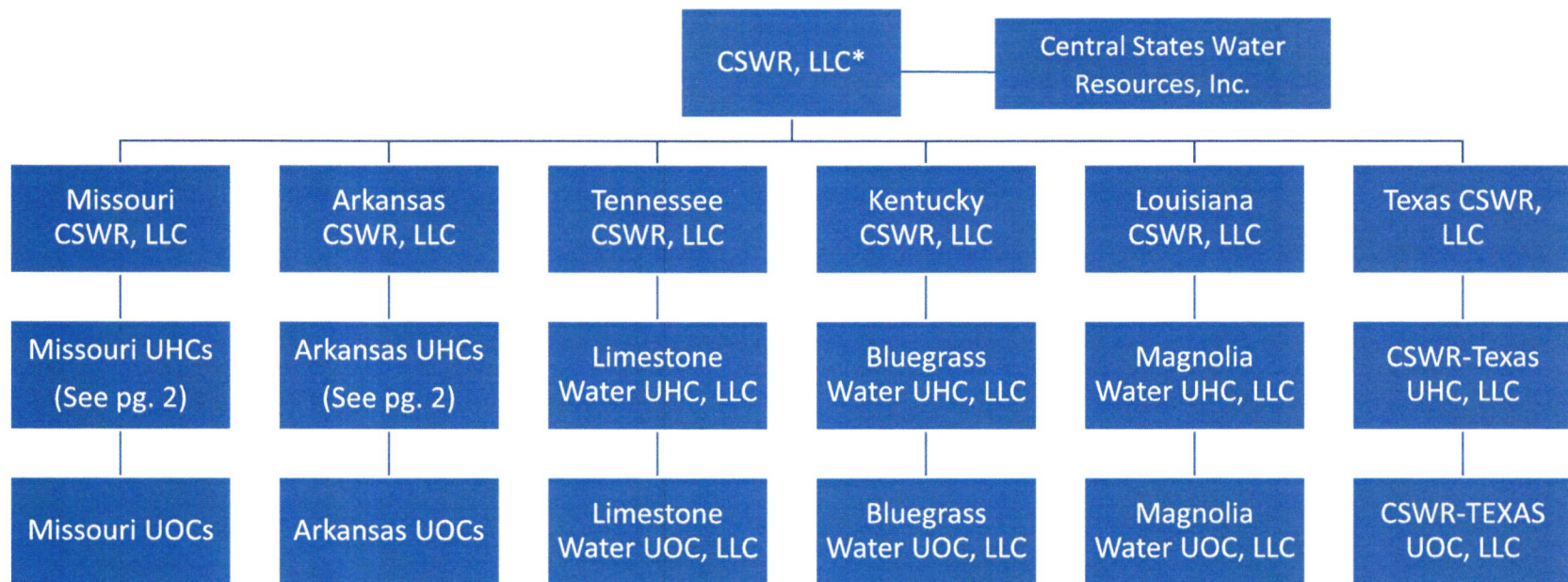
Date: **November 12,**
2019

Josiah Cox, President of Central States Water Resources, Inc.,
Manager

Signature of authorized person

FILING OFFICE COPY

Central States Water Resources Corporate Entity Organizational Chart



* US Water Systems, LLC is an outside investment group above CSWR, LLC that provides funding to CSWR, LLC to acquire and improve the systems its seeks to acquire in Texas. In addition, it should be noted that all entities within the organizational chart between CSWR Texas and CSWR, LLC are holding companies. CSWR Texas does not currently receive services from any affiliates other than CSWR, LLC and Central States Water Resources, Inc., nor does it currently provide services to any affiliate in this organizational chart.

Missouri & Arkansas CSWR Organizational Chart Detail

