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Received - 2022-02-22 04:45:17 PM

Control Number - 52099

ItemNumber - 31

DOCKET NO. 52099

**APPLICATION OF THRC UTILITY,
LLC AND CSWR-TEXAS UTILITY
OPERATING COMPANY, LLC FOR
SALE, TRANSFER, OR MERGER OF
FACILITIES AND CERTIFICATE
RIGHTS IN NAVARRO COUNTY**

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**PUBLIC UTILITY COMMISSION
OF TEXAS**

**CSWR-TEXAS UTILITY OPERATING COMPANY, LLC'S
NOTICE OF COMPLETED TRANSACTION**

CSWR-Texas Utility Operating Company, LLC (“CSWR Texas”) hereby files this Notice of Completed Transaction and states the following:

I. SUBMITTAL OF CLOSING DOCUMENTS

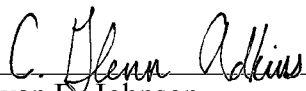
1. Order No. 6, issued on December 29, 2021, approved the sale and transfer transaction in the above-referenced matter and required the applicants to submit, within 180 days and not later than 30 days after the consummation of the transaction, proof to the Public Utility Commission of Texas (“Commission”) that the transaction has been consummated and that the customer deposits have been addressed.
2. Attached hereto as Exhibit A is a fully executed General Assignment and Bill of Sale. The effective date of the transaction was February 8, 2022.
3. There are no outstanding customer deposits associated with this water system.
4. CSWR Texas has therefore submitted all documents or information required by Order No. 6.

II. PRAYER FOR RELIEF

For the reasons stated above, and in accordance with Order No. 6, CSWR Texas respectfully requests that Commission Staff file a recommendation to approve the sufficiency of the documents and propose a procedural schedule for continued processing of this docket.

Respectfully submitted,

L. Russell Mitten
General Counsel
Central States Water Resources, Inc.
1650 Des Peres Rd., Suite 303
St. Louis, MO 63131
(314) 380-8595
(314) 763-4743 (Fax)

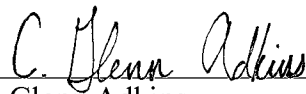


Evan D. Johnson
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(512) 879-0900
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glenn.adkins@crtxlaw.com

**ATTORNEYS FOR CSWR-TEXAS UTILITY
OPERATING COMPANY, LLC**

CERTIFICATE OF SERVICE

I hereby certify that on this 22nd day of February 2022, notice of the filing of this document was provided to all parties of record via electronic mail in accordance with the Order Suspending Rules, issued in Project No. 50664.



C. Glenn Adkins

AFTER RECORDING, RETURN TO:

Tammy Belcher
Navarro County Abstract Company
500 West 3rd Avenue, Ste. 3
Corsicana, Texas 75110

GENERAL ASSIGNMENT

THE STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS THAT:
COUNTY OF NAVARRO §

This General Assignment (“Assignment”) is executed as of the 8th day of February, 2022 by THRC UTILITY, LLC, a Texas limited liability company (“Assignor”), in favor of CSWR-TEXAS UTILITY OPERATING COMPANY, LLC, a Texas limited liability company (“Assignee”) (Assignee's Mailing Address: 1650 Des Peres Rd., Ste. 303, St. Louis, MO 63131).

RECITALS

WHEREAS, Concurrently herewith, Assignor is conveying to Assignee its interest in certain real property located in Navarro County, Texas and described in a General Warranty Deed, dated on today’s date, between the parties, which is incorporated herein by this reference, together with the improvements located thereon, and Assignor is also transferring to Assignee its interest in certain personal property referenced within a Bill of Sale, dated on today’s date, between the parties, which is also incorporated herein by this reference (herein collectively referred to as the “Property”), pursuant to that certain Agreement for Sale of Utility System dated November 30, 2020, by and between Assignor, as Seller, and Assignee or its affiliate, as Buyer (“Purchase Agreement”). All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Purchase Agreement, which by this reference is incorporated herein.

WHEREAS, Assignor has agreed to assign to Assignee all of Assignor’s right, title and interest in and to the sewer and water system main lines, appurtenances and other assets, up to the point of interconnection between the utility and the customer, pertaining to the provision of sewer and water service in and to the System, as such term is defined in the Purchase Agreement, which provides sewer and water service to the area described on **EXHIBIT A**, attached hereto and incorporated herein, located in Navarro County, Texas (the “System”).

WHEREAS, Assignor has further agreed to assign to Assignee all of Assignor’s rights to operate, maintain and service the main lines of the sewer and water system in the System, including but not limited to, the right to collect assessments and/or fees.

WHEREAS, Assignor has agreed to assign to Assignee, all its right, title and interest in any licenses, permits, certificates of public convenience and necessity, leases, contracts and agreements that pertain to the Assets or sewer and water service in and to the System.

WHEREAS, Assignor has agreed to assign to Assignee all of Assignor’s right, title and interest in and to any easements in and to the System (the “Easements”).

ASSIGNMENT

NOW, THEREFORE, in consideration of the foregoing recitals and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignment.

Assignor hereby assigns, conveys, transfers and sets over unto Assignee, free of all liens and encumbrances, all of Assignor's right, title and interest in and to:

- A. Easements in the System;
- B. The main lines of the sewer and water system, appurtenances and other assets pertaining to the provision of the sewer and water service in and to the System, including without limitation, the following:
 - a. Buildings, easements, rights of way, licenses, permits and leases;
 - b. All sewer lines, pipes, lagoon(s), treatment plant(s), pump/lift station(s), tanks, meters, valves, manholes, and any other appurtenances of the sewer system, and all machinery, equipment, supplies and other tangible items used in connection with the sewer system; AND All water lines, pipes, wells, well house, tanks, pumps, meters, valves, and any other appurtenances of the water system, and all machinery, equipment, supplies and other tangible items used in connection with the water system;
 - c. Any machinery and equipment such as meters, tools, devices, mobile work equipment, and all furniture, fixtures, machinery, supplies and other tangible items located in Navarro County, Texas, and used or held for use in connection with the System;
 - d. Any rights, approvals, licenses, permits, and/or applications of any kind or nature, including, without limitation, the right to own, operate, and maintain the System and provide service to the System, any approvals or permits issued by or which are on file with any governmental agencies, departments or authorities, such as electric, gas, cable television, telephone, and other utility service rights, permits, and/or applications;
 - e. Any leases, or service, utility, maintenance, management, supply, franchise, or other agreements Assignee has expressly agreed to take transfer of, customer lists, construction plans and specifications, engineering reports, environmental reports, technical reports, drawings, surveys, utility studies, market studies, appraisals, and/or any other reports or data which are in the possession of Assignor or may be obtained by Assignor, including, without limitation, all work product and file materials of any third party consultants (other than attorneys) who have done work in connection with the System;
 - f. All prepaid expenses or fee credits or any kind or nature, including without limitation all prepaid impact fees and/or impact fee credits; and all rights to any refunds or reimbursements of any kind or nature which relate to the System, including, without limitation, all rights to receive reimbursements or refunds from any utility districts, water districts, road districts or other governmental authorities or third parties;
 - g. All indemnities or claims with respect to the System;
 - h. Any warranties, guaranties, indemnities, bonds or other financial assurances or guaranties, if any, pertaining to, allocable to, or arising out of the System, and all claims and causes of action thereunder; and
 - i. All assets not described which are located in Navarro County, Texas, and used or useful in or to the System, but specifically excluding customer deposits held by Assignor.

- C. All easements, streets, rights-of-way, or other rights and interests, if any, associated with the System and held by or reserved by Assignor in the following subdivision plats and/or by virtue of the following documents:
- a. All plats located within the area described on **EXHIBIT A**;
 - b. All documents establishing easements or other rights used or useful in operation of the System which affect the area described on **EXHIBIT A**, including but not limited to Declarations of Covenants, Conditions and Restrictions, or similar documents; and
 - c. Sanitary Control Easement recorded as document 2021-010782 in the land records of Navarro County, Texas on October 4, 2021;
 - d. Sanitary Control Easement recorded as document 2021-010783 in the land records of Navarro County, Texas on October 4, 2021;
 - e. Sanitary Control Easement recorded as document 2021-010784 in the land records of Navarro County, Texas on October 4, 2021;
 - f. Sanitary Control Easement recorded as document 2021-010785 in the land records of Navarro County, Texas on October 4, 2021;
 - g. Sanitary Control Easement recorded as document 2021-010786 in the land records of Navarro County, Texas on October 4, 2021;
 - h. Sanitary Control Easement recorded as document 2021-010787 in the land records of Navarro County, Texas on October 4, 2021;
 - i. Sanitary Control Easement recorded as document 2021-010788 in the land records of Navarro County, Texas on October 4, 2021;
 - j. Sanitary Control Easement recorded as document 2021-010789 in the land records of Navarro County, Texas on October 4, 2021;
 - k. Sanitary Control Easement recorded as document 2021-010790 in the land records of Navarro County, Texas on October 4, 2021;
 - l. Sanitary Control Easement recorded as document 2021-010791 in the land records of Navarro County, Texas on October 4, 2021;
 - m. Sanitary Control Easement recorded as document 2021-010792 in the land records of Navarro County, Texas on October 4, 2021;
 - n. Sanitary Control Easement recorded as document 2021-010793 in the land records of Navarro County, Texas on October 4, 2021;
 - o. Sanitary Control Easement recorded as document 2021-010794 in the land records of Navarro County, Texas on October 4, 2021;
 - p. Sanitary Control Easement recorded as document 2021-010795 in the land records of Navarro County, Texas on October 4, 2021;
 - q. Sanitary Control Easement recorded as document 2021-010796 in the land records of Navarro County, Texas on October 4, 2021;
 - r. Sanitary Control Easement recorded as document 2021-010797 in the land records of Navarro County, Texas on October 4, 2021;
 - s. Sanitary Control Easement recorded as document 2021-010798 in the land records of Navarro County, Texas on October 4, 2021;
 - t. Sanitary Control Easement recorded as document 2021-010799 in the land records of Navarro County, Texas on October 4, 2021;
 - u. Sanitary Control Easement recorded as document 2021-010800 in the land records of Navarro County, Texas on October 4, 2021;
 - v. Sanitary Control Easement recorded as document 2021-010801 in the land records of Navarro County, Texas on October 4, 2021;
 - w. Sanitary Control Easement recorded as document 2021-010802 in the land records of Navarro County, Texas on October 4, 2021;

- x. Sanitary Control Easement recorded as document 2021-010803 in the land records of Navarro County, Texas on October 4, 2021; and
- y. Sanitary Control Easement recorded as document 2021-010813 in the land records of Navarro County, Texas on October 4, 2021.

D. The rights to operate, maintain and service the System, including but not limited to, the right to collect assessments and/or fees.

Assignor hereby represents to and assures Assignee that Assignor, or its predecessor(s) in interest, have owned, operated and maintained the System in a continuous, uninterrupted, open, notorious and adverse manner for a time period in excess of ten (10) years prior to the date of this Assignment.

2. Governing Law. This Assignment shall be construed under and enforced in accordance with the laws of the State of Texas.

3. Further Assurances. Assignor agrees to execute and deliver to Assignee, upon demand, such further documents, instruments or conveyances and shall take such further actions as are reasonably necessary to effectuate this Assignment.

4. Attorneys' Fees and Costs. If any action or proceeding is commenced by either party to enforce their rights under this Assignment, the prevailing party in such action or proceeding shall be entitled to recover all reasonable costs and expenses, including, without limitation, reasonable attorneys' fees and court costs, in addition to any other relief awarded by the court.

5. Successors and Assigns. This Assignment shall inure to the benefit of and be binding upon, the successors, executors, administrators, legal representatives and assigns of the parties hereto.

6. Counterparts. This Assignment may be executed in counterparts (including email and pdf), each of which shall be an original, but all of which together shall constitute one agreement.

7. Authority to Execute. Each person whose signature appears hereon represents, warrants and guarantees that he or she has been duly authorized and has full authority to execute this Assignment on behalf of the party on whose behalf this Assignment is executed.

8. Subject to Purchase Agreement. This Assignment is in accordance with and is subject to all of the representations, warranties, covenants, exclusions and indemnities set forth in the Purchase Agreement, all of which are incorporated herein by reference. In the event of a conflict between the provisions of this Assignment and the provisions of the Purchase Agreement, the provisions of the Purchase Agreement shall govern. This Assignment does not merge, supersede, enlarge or satisfy any representation, warranty, covenant, agreement or other duty or obligation of Assignor arising under the Purchase Agreement or the closing of the transactions contemplated therein, other than the obligation to execute and deliver to Assignee this Assignment at Closing (as defined in the Purchase Agreement).

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands, by and through their duly authorized representatives, and caused these presents to be executed the date and year first above written.

[SIGNATURE PAGES FOLLOW]

ASSIGNEE:

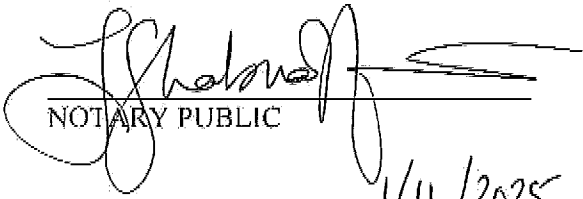
CSWR-TEXAS UTILITY OPERATING
COMPANY, LLC, a Texas limited liability
company

By: CENTRAL STATES WATER RESOURCES,
INC., its manager

By: _____
Josiah M. Cox, President

STATE OF MISSOURI §
 §
COUNTY OF ST. LOUIS §

PERSONALLY appeared before me, the undersigned authority in and for the said county and state,
on this 4th day of February, 2022, within my jurisdiction, the within named, JOSIAH M.
COX, who acknowledged that he is the President of CENTRAL STATES WATER RESOURCES, INC., a
Missouri corporation, the Manager of CSWR-TEXAS UTILITY OPERATING COMPANY, LLC, a Texas
limited liability company, and that for and on behalf of said limited liability company he executed the above
and foregoing instrument after first being duly authorized so to do.


NOTARY PUBLIC

My Commission Expires: 1/16/2025

(AFFIX NOTARY SEAL)

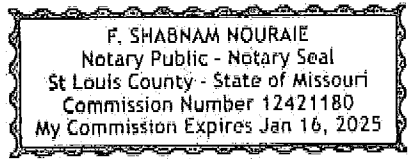


EXHIBIT A

The area served is approximately 18.6 miles southeast of the City of Corsicana, Texas, located in the Daniel T. Dunham Surveys (A-241 & A-242) in Navarro County, Texas and being more particularly described as follows:

BEGINNING at a point at or near the East corner of the 0.97 of an acre Reserved Area "C", located between Block 3 and Block 6, same being the South corner of Lot 1, Block 6 of the Pelican Isle Replat Section One Subdivision, per plat recorded in Volume 7, Page 148 of the Navarro County Plat Records;

THENCE, the following one-hundred seventy-six (176) courses:

- 1) South 61° 35' 11" West for a distance of 226.46 feet to a point;
- 2) North 61° 36' 18" West for a distance of 51.62 feet to a point;
- 3) North 13° 15' 35" East for a distance of 93.69 feet to a point;
- 4) North 06° 31' 16" East for a distance of 234.80 feet to a point;
- 5) North 00° 02' 51" West for a distance of 517.72 feet to a point;
- 6) North 11° 07' 33" East for a distance of 68.49 feet to a point;
- 7) North 37° 34' 49" East for a distance of 490.42 feet to a point;
- 8) North 36° 14' 32" West for a distance of 404.87 feet to a point;
- 9) South 84° 51' 30" West for a distance of 97.06 feet to a point;
- 10) South 57° 17' 03" West for a distance of 208.80 feet to a point;
- 11) South 38° 47' 43" West for a distance of 41.72 feet to a point;
- 12) South 25° 45' 13" West for a distance of 71.89 feet to a point;
- 13) South 26° 17' 49" West for a distance of 75.44 feet to a point;
- 14) South 27° 58' 24" West for a distance of 67.55 feet to a point;
- 15) South 26° 38' 07" West for a distance of 68.31 feet to a point;
- 16) South 21° 44' 32" West for a distance of 19.10 feet to a point;
- 17) South 21° 44' 34" West for a distance of 76.00 feet to a point;
- 18) South 21° 45' 13" West for a distance of 54.34 feet to a point;
- 19) South 21° 51' 10" West for a distance of 54.20 feet to a point;
- 20) South 21° 51' 09" West for a distance of 54.20 feet to a point;
- 21) South 21° 45' 44" West for a distance of 54.13 feet to a point;
- 22) South 20° 53' 08" West for a distance of 55.55 feet to a point;
- 23) South 20° 08' 53" West for a distance of 56.71 feet to a point;
- 24) South 19° 50' 15" West for a distance of 57.28 feet to a point;
- 25) South 20° 38' 07" West for a distance of 56.05 feet to a point;
- 26) South 20° 57' 38" West for a distance of 45.04 feet to a point;
- 27) South 23° 04' 49" West for a distance of 47.48 feet to a point;
- 28) South 24° 38' 46" West for a distance of 14.70 feet to a point;
- 29) South 24° 38' 44" West for a distance of 82.56 feet to a point;
- 30) South 26° 33' 11" West for a distance of 17.93 feet to a point;
- 31) South 26° 53' 09" West for a distance of 43.01 feet to a point;
- 32) South 27° 39' 33" West for a distance of 47.52 feet to a point;
- 33) South 32° 57' 26" West for a distance of 39.32 feet to a point;
- 34) South 32° 57' 29" West for a distance of 42.64 feet to a point;
- 35) South 32° 57' 22" West for a distance of 16.15 feet to a point;
- 36) South 49° 33' 57" West for a distance of 56.91 feet to a point;
- 37) South 53° 26' 31" West for a distance of 33.33 feet to a point;
- 38) South 56° 08' 24" West for a distance of 32.50 feet to a point;
- 39) South 56° 08' 22" West for a distance of 19.55 feet to a point;
- 40) South 38° 14' 18" West for a distance of 52.92 feet to a point;
- 41) South 38° 03' 16" West for a distance of 31.23 feet to a point;
- 42) South 23° 17' 34" West for a distance of 61.40 feet to a point;
- 43) South 23° 11' 01" West for a distance of 13.44 feet to a point;
- 44) South 17° 32' 37" West for a distance of 45.03 feet to a point;
- 45) South 17° 32' 38" West for a distance of 56.36 feet to a point;
- 46) South 04° 08' 16" West for a distance of 65.86 feet to a point;

- 47) South 00° 33' 09" East for a distance of 32.67 feet to a point;
- 48) South 00° 14' 07" East for a distance of 52.33 feet to a point;
- 49) South 00° 41' 06" West for a distance of 62.25 feet to a point;
- 50) South 00° 30' 35" West for a distance of 42.29 feet to a point;
- 51) South 04° 09' 48" East for a distance of 81.64 feet to a point;
- 52) South 24° 46' 21" West for a distance of 7.66 feet to a point;
- 53) South 58° 54' 02" West for a distance of 49.19 feet to a point;
- 54) North 83° 16' 11" West for a distance of 63.42 feet to a point;
- 55) North 74° 08' 42" West for a distance of 43.55 feet to a point;
- 56) North 55° 02' 03" West for a distance of 46.95 feet to a point;
- 57) North 41° 04' 25" West for a distance of 85.53 feet to a point;
- 58) North 23° 11' 29" West for a distance of 56.20 feet to a point;
- 59) North 25° 33' 07" West for a distance of 29.89 feet to a point;
- 60) North 26° 50' 20" West for a distance of 29.94 feet to a point;
- 61) North 26° 50' 22" West for a distance of 4.18 feet to a point;
- 62) North 20° 51' 19" West for a distance of 56.64 feet to a point;
- 63) North 20° 02' 36" West for a distance of 30.22 feet to a point;
- 64) North 20° 02' 38" West for a distance of 30.18 feet to a point;
- 65) North 20° 02' 36" West for a distance of 30.18 feet to a point;
- 66) North 20° 02' 37" West for a distance of 37.62 feet to a point;
- 67) North 00° 01' 17" East for a distance of 77.10 feet to a point;
- 68) North 25° 36' 39" East for a distance of 97.51 feet to a point;
- 69) North 38° 30' 21" East for a distance of 82.26 feet to a point;
- 70) North 52° 59' 02" East for a distance of 84.75 feet to a point;
- 71) North 52° 55' 11" East for a distance of 47.98 feet to a point;
- 72) North 52° 55' 09" East for a distance of 47.96 feet to a point;
- 73) North 52° 32' 42" East for a distance of 13.91 feet to a point;
- 74) North 40° 59' 09" East for a distance of 26.52 feet to a point;
- 75) North 40° 49' 44" East for a distance of 38.72 feet to a point;
- 76) North 40° 53' 34" East for a distance of 27.75 feet to a point;
- 77) North 27° 05' 43" East for a distance of 56.40 feet to a point;
- 78) North 25° 18' 16" East for a distance of 46.65 feet to a point;
- 79) North 12° 07' 19" East for a distance of 167.37 feet to a point;
- 80) North 12° 24' 31" East for a distance of 25.23 feet to a point;
- 81) North 07° 07' 36" East for a distance of 70.20 feet to a point;
- 82) North 03° 45' 53" East for a distance of 71.74 feet to a point;
- 83) North 03° 54' 49" East for a distance of 21.56 feet to a point;
- 84) North 03° 54' 51" East for a distance of 53.67 feet to a point;
- 85) North 13° 26' 28" West for a distance of 36.84 feet to a point;
- 86) North 13° 26' 30" West for a distance of 49.40 feet to a point;
- 87) North 09° 03' 07" East for a distance of 60.62 feet to a point;
- 88) North 27° 03' 30" East for a distance of 58.43 feet to a point;
- 89) North 67° 34' 24" East for a distance of 40.33 feet to a point;
- 90) North 32° 33' 09" East for a distance of 34.39 feet to a point;
- 91) North 32° 43' 37" East for a distance of 28.49 feet to a point;
- 92) North 38° 48' 15" East for a distance of 40.36 feet to a point;
- 93) North 11° 05' 55" East for a distance of 60.44 feet to a point;
- 94) North 01° 12' 46" West for a distance of 32.49 feet to a point;
- 95) North 24° 46' 32" West for a distance of 64.24 feet to a point;
- 96) North 52° 55' 04" West for a distance of 57.37 feet to a point;
- 97) North 35° 40' 35" West for a distance of 46.30 feet to a point;
- 98) North 48° 59' 38" West for a distance of 50.27 feet to a point;
- 99) North 55° 24' 19" West for a distance of 90.47 feet to a point;
- 100) North 66° 44' 18" West for a distance of 47.47 feet to a point;
- 101) North 67° 24' 25" West for a distance of 45.16 feet to a point;
- 102) North 67° 19' 15" West for a distance of 33.10 feet to a point;

- 103) North 72° 58' 26" West for a distance of 64.07 feet to a point;
- 104) North 72° 56' 23" West for a distance of 68.88 feet to a point;
- 105) North 74° 19' 02" West for a distance of 143.91 feet to a point;
- 106) North 18° 26' 45" East for a distance of 67.68 feet to a point;
- 107) North 31° 11' 30" East for a distance of 13.84 feet to a point;
- 108) North 42° 46' 50" East for a distance of 27.18 feet to a point;
- 109) North 51° 31' 02" East for a distance of 15.76 feet to a point;
- 110) North 37° 43' 04" East for a distance of 41.57 feet to a point;
- 111) North 49° 19' 58" East for a distance of 54.88 feet to a point;
- 112) North 62° 00' 38" East for a distance of 53.85 feet to a point;
- 113) North 55° 27' 22" East for a distance of 25.47 feet to a point;
- 114) North 39° 40' 28" East for a distance of 24.95 feet to a point;
- 115) North 22° 20' 11" East for a distance of 27.85 feet to a point;
- 116) North 04° 17' 22" East for a distance of 15.00 feet to a point;
- 117) North 04° 17' 27" East for a distance of 20.64 feet to a point;
- 118) North 01° 05' 18" West for a distance of 10.74 feet to a point;
- 119) North 01° 05' 16" West for a distance of 38.23 feet to a point;
- 120) North 03° 39' 33" West for a distance of 24.62 feet to a point;
- 121) North 03° 39' 35" West for a distance of 30.18 feet to a point;
- 122) North 03° 39' 40" West for a distance of 2.88 feet to a point;
- 123) North 10° 15' 37" West for a distance of 41.77 feet to a point;
- 124) North 16° 32' 09" West for a distance of 44.45 feet to a point;
- 125) North 21° 01' 34" West for a distance of 23.60 feet to a point;
- 126) North 19° 42' 55" West for a distance of 30.64 feet to a point;
- 127) North 18° 41' 08" West for a distance of 19.38 feet to a point;
- 128) North 02° 42' 10" East for a distance of 47.65 feet to a point;
- 129) North 18° 04' 46" East for a distance of 60.25 feet to a point;
- 130) North 14° 34' 49" East for a distance of 33.21 feet to a point;
- 131) North 79° 27' 03" East for a distance of 55.56 feet to a point;
- 132) North 60° 22' 45" East for a distance of 40.00 feet to a point;
- 133) North 60° 17' 24" East for a distance of 15.02 feet to a point;
- 134) North 35° 29' 43" East for a distance of 17.11 feet to a point;
- 135) North 50° 12' 52" East for a distance of 41.36 feet to a point;
- 136) North 50° 30' 30" East for a distance of 15.78 feet to a point;
- 137) North 39° 55' 00" East for a distance of 33.41 feet to a point;
- 138) North 56° 03' 31" East for a distance of 31.33 feet to a point;
- 139) North 43° 57' 20" East for a distance of 39.21 feet to a point;
- 140) North 43° 57' 29" East for a distance of 7.30 feet to a point;
- 141) North 57° 25' 19" East for a distance of 54.26 feet to a point;
- 142) North 75° 55' 02" East for a distance of 48.70 feet to a point;
- 143) North 79° 32' 32" East for a distance of 15.43 feet to a point;
- 144) South 73° 27' 15" East for a distance of 8.14 feet to a point;
- 145) South 83° 06' 01" East for a distance of 40.02 feet to a point;
- 146) South 83° 06' 50" East for a distance of 67.36 feet to a point;
- 147) South 83° 06' 00" East for a distance of 21.37 feet to a point;
- 148) North 85° 46' 04" East for a distance of 15.80 feet to a point;
- 149) South 69° 39' 34" East for a distance of 39.39 feet to a point;
- 150) North 82° 53' 27" East for a distance of 17.79 feet to a point;
- 151) North 61° 47' 59" East for a distance of 17.99 feet to a point;
- 152) North 43° 09' 22" East for a distance of 27.34 feet to a point;
- 153) North 62° 19' 58" East for a distance of 40.60 feet to a point;
- 154) North 62° 14' 52" East for a distance of 10.23 feet to a point;
- 155) North 83° 16' 52" East for a distance of 33.78 feet to a point;
- 156) North 61° 52' 26" East for a distance of 33.25 feet to a point;
- 157) North 61° 46' 10" East for a distance of 15.21 feet to a point;
- 158) South 65° 04' 36" East for a distance of 20.42 feet to a point;

- 159) North 28° 04' 53" East for a distance of 16.37 feet to a point;
- 160) North 57° 07' 27" East for a distance of 20.56 feet to a point;
- 161) North 24° 12' 58" East for a distance of 11.30 feet to a point;
- 162) North 19° 51' 41" West for a distance of 20.16 feet to a point;
- 163) North 45° 27' 55" East for a distance of 43.85 feet to a point;
- 164) North 25° 42' 28" East for a distance of 4.89 feet to a point;
- 165) North 07° 32' 37" East for a distance of 26.80 feet to a point;
- 166) North 37° 16' 26" East for a distance of 42.26 feet to a point;
- 167) North 38° 03' 19" East for a distance of 52.61 feet to a point;
- 168) North 16° 47' 16" West for a distance of 47.17 feet to a point;
- 169) North 25° 29' 55" East for a distance of 19.52 feet to a point;
- 170) North 28° 22' 20" West for a distance of 18.02 feet to a point;
- 171) North 01° 03' 22" East for a distance of 25.21 feet to a point;
- 172) South 31° 21' 22" East for a distance of 377.75 feet to a point;
- 173) South 31° 22' 25" East for a distance of 179.93 feet to a point;
- 174) South 32° 57' 46" East for a distance of 684.46 feet to a point;
- 175) South 30° 31' 43" East for a distance of 1,491.80 feet to a point;
- 176) South 59° 11' 15" West for a distance of 1,037.55 feet to the **POINT OF BEGINNING**, and containing 74.240 acres of land, more or less.

BILL OF SALE

This BILL OF SALE, effective as of the 8th day of February, 2022, is made by THRC UTILITY, LLC, a Texas limited liability company (“Seller”), in favor of CSWR-TEXAS UTILITY OPERATING COMPANY, LLC, a Texas limited liability company (“Buyer”).

WHEREAS, Buyer, or its affiliate, and Seller are parties to that certain Agreement for Sale of Utility System dated November 30, 2020 which contemplates the sale of certain assets of Seller to Buyer, and which by this reference is incorporated herein (the “Purchase Agreement”).

NOW, THEREFORE, Seller, for the consideration set forth in the Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, does hereby sell, assign, convey, transfer and deliver to Buyer, all of Seller’s right, title and interest in and to the Assets, as such term is defined and described in the Purchase Agreement, consists of the assets, both real and personal, used or useful in operation of a sewer system and water system located in Navarro County, Texas that services the area described on the attached **EXHIBIT A**, such assets being more particularly described as follows:

All personal property comprising the sewer system, including but not limited to, the sewer lines, pipes, lagoon(s), treatment plant(s), pump/lift station(s), tanks, meters, valves, manholes, and any other appurtenances of the sewer system, and all machinery, equipment, supplies and other tangible items used in connection with the sewer system; AND All personal property comprising the water system, including but not limited to, the water lines, pipes, wells, well house, tanks, pumps, meters, valves, and any other appurtenances of the water system, and all machinery, equipment, supplies and other tangible items used in connection with the water system.

TO HAVE AND TO HOLD the Assets, with all of the rights and appurtenances thereto belonging, unto Buyer, its successors and assigns, to itself and for its own use and behalf forever.

AND, for the consideration aforesaid, Seller hereby constitutes and appoints Buyer the true and lawful attorney or attorneys in fact of Seller, with full power of substitution, for Seller and in its name and stead or otherwise, by and on behalf of and for the benefit of Buyer to demand and receive from time to time any and all of the Assets hereby assigned, transferred and conveyed, and to give receipts and releases for and in respect of the same and any part thereof, and from time to time to institute and prosecute at the expense and for the benefit of Buyer any and all proceedings at law, in equity or otherwise which Buyer may deem proper in order to collect, assert, or enforce any claim, right or title of any kind in and to the Assets and to do all such acts and things in relation thereto as Buyer shall deem desirable; and Seller hereby declaring that the appointment made and the powers hereby granted are coupled with an interest and are and shall be irrevocable by Seller in any manner or for any reason.

AND, for the consideration aforesaid, Seller has covenanted and by this Bill of Sale does covenant with Buyer that Seller will do, execute and deliver, or will cause to be done, executed and delivered, all such further acts, transfers, assignments and conveyances, powers of attorney and assurances, for the better assuring, conveying and confirming unto Buyer, the entire right, title and interest in the Assets hereby sold, transferred, assigned and conveyed as Buyer shall reasonably require.

This Bill of Sale and the covenants and agreements herein contained shall inure to the benefit of Buyer, its successors and assigns, and shall be binding upon Seller, its successors and assigns.

This Bill of Sale is executed and delivered by Seller pursuant to the Purchase Agreement, and is subject to the covenants, representations and warranties made therein.

IN WITNESS WHEREOF, this Bill of Sale has been executed as of the date first set forth above.

THRC UTILITY, LLC, a Texas limited liability
company

BY:


James A. Deal, Member & Manager

EXHIBIT A

The area served is approximately 18.6 miles southeast of the City of Corsicana, Texas, located in the Daniel T. Dunham Surveys (A-241 & A-242) in Navarro County, Texas and being more particularly described as follows:

BEGINNING at a point at or near the East corner of the 0.97 of an acre Reserved Area "C", located between Block 3 and Block 6, same being the South corner of Lot 1, Block 6 of the Pelican Isle Replat Section One Subdivision, per plat recorded in Volume 7, Page 148 of the Navarro County Plat Records;

THENCE, the following one-hundred seventy-six (176) courses:

- 1) South 61° 35' 11" West for a distance of 226.46 feet to a point;
- 2) North 61° 36' 18" West for a distance of 51.62 feet to a point;
- 3) North 13° 15' 35" East for a distance of 93.69 feet to a point;
- 4) North 06° 31' 16" East for a distance of 234.80 feet to a point;
- 5) North 00° 02' 51" West for a distance of 517.72 feet to a point;
- 6) North 11° 07' 33" East for a distance of 68.49 feet to a point;
- 7) North 37° 34' 49" East for a distance of 490.42 feet to a point;
- 8) North 36° 14' 32" West for a distance of 404.87 feet to a point;
- 9) South 84° 51' 30" West for a distance of 97.06 feet to a point;
- 10) South 57° 17' 03" West for a distance of 208.80 feet to a point;
- 11) South 38° 47' 43" West for a distance of 41.72 feet to a point;
- 12) South 25° 45' 13" West for a distance of 71.89 feet to a point;
- 13) South 26° 17' 49" West for a distance of 75.44 feet to a point;
- 14) South 27° 58' 24" West for a distance of 67.55 feet to a point;
- 15) South 26° 38' 07" West for a distance of 68.31 feet to a point;
- 16) South 21° 44' 32" West for a distance of 19.10 feet to a point;
- 17) South 21° 44' 34" West for a distance of 76.00 feet to a point;
- 18) South 21° 45' 13" West for a distance of 54.34 feet to a point;
- 19) South 21° 51' 10" West for a distance of 54.20 feet to a point;
- 20) South 21° 51' 09" West for a distance of 54.20 feet to a point;
- 21) South 21° 45' 44" West for a distance of 54.13 feet to a point;
- 22) South 20° 53' 08" West for a distance of 55.55 feet to a point;
- 23) South 20° 08' 53" West for a distance of 56.71 feet to a point;
- 24) South 19° 50' 15" West for a distance of 57.28 feet to a point;
- 25) South 20° 38' 07" West for a distance of 56.05 feet to a point;
- 26) South 20° 57' 38" West for a distance of 45.04 feet to a point;
- 27) South 23° 04' 49" West for a distance of 47.48 feet to a point;
- 28) South 24° 38' 46" West for a distance of 14.70 feet to a point;
- 29) South 24° 38' 44" West for a distance of 82.56 feet to a point;
- 30) South 26° 33' 11" West for a distance of 17.93 feet to a point;
- 31) South 26° 53' 09" West for a distance of 43.01 feet to a point;
- 32) South 27° 39' 33" West for a distance of 47.52 feet to a point;
- 33) South 32° 57' 26" West for a distance of 39.32 feet to a point;
- 34) South 32° 57' 29" West for a distance of 42.64 feet to a point;
- 35) South 32° 57' 22" West for a distance of 16.15 feet to a point;
- 36) South 49° 33' 57" West for a distance of 56.91 feet to a point;
- 37) South 53° 26' 31" West for a distance of 33.33 feet to a point;
- 38) South 56° 08' 24" West for a distance of 32.50 feet to a point;
- 39) South 56° 08' 22" West for a distance of 19.55 feet to a point;
- 40) South 38° 14' 18" West for a distance of 52.92 feet to a point;
- 41) South 38° 03' 16" West for a distance of 31.23 feet to a point;
- 42) South 23° 17' 34" West for a distance of 61.40 feet to a point;
- 43) South 23° 11' 01" West for a distance of 13.44 feet to a point;
- 44) South 17° 32' 37" West for a distance of 45.03 feet to a point;
- 45) South 17° 32' 38" West for a distance of 56.36 feet to a point;

- 46) South 04° 08' 16" West for a distance of 65.86 feet to a point;
- 47) South 00° 33' 09" East for a distance of 32.67 feet to a point;
- 48) South 00° 14' 07" East for a distance of 52.33 feet to a point;
- 49) South 00° 41' 06" West for a distance of 62.25 feet to a point;
- 50) South 00° 30' 35" West for a distance of 42.29 feet to a point;
- 51) South 04° 09' 48" East for a distance of 81.64 feet to a point;
- 52) South 24° 46' 21" West for a distance of 7.66 feet to a point;
- 53) South 58° 54' 02" West for a distance of 49.19 feet to a point;
- 54) North 83° 16' 11" West for a distance of 63.42 feet to a point;
- 55) North 74° 08' 42" West for a distance of 43.55 feet to a point;
- 56) North 55° 02' 03" West for a distance of 46.95 feet to a point;
- 57) North 41° 04' 25" West for a distance of 85.53 feet to a point;
- 58) North 23° 11' 29" West for a distance of 56.20 feet to a point;
- 59) North 25° 33' 07" West for a distance of 29.89 feet to a point;
- 60) North 26° 50' 20" West for a distance of 29.94 feet to a point;
- 61) North 26° 50' 22" West for a distance of 4.18 feet to a point;
- 62) North 20° 51' 19" West for a distance of 56.64 feet to a point;
- 63) North 20° 02' 36" West for a distance of 30.22 feet to a point;
- 64) North 20° 02' 38" West for a distance of 30.18 feet to a point;
- 65) North 20° 02' 36" West for a distance of 30.18 feet to a point;
- 66) North 20° 02' 37" West for a distance of 37.62 feet to a point;
- 67) North 00° 01' 17" East for a distance of 77.10 feet to a point;
- 68) North 25° 36' 39" East for a distance of 97.51 feet to a point;
- 69) North 38° 30' 21" East for a distance of 82.26 feet to a point;
- 70) North 52° 59' 02" East for a distance of 84.75 feet to a point;
- 71) North 52° 55' 11" East for a distance of 47.98 feet to a point;
- 72) North 52° 55' 09" East for a distance of 47.96 feet to a point;
- 73) North 52° 32' 42" East for a distance of 13.91 feet to a point;
- 74) North 40° 59' 09" East for a distance of 26.52 feet to a point;
- 75) North 40° 49' 44" East for a distance of 38.72 feet to a point;
- 76) North 40° 53' 34" East for a distance of 27.75 feet to a point;
- 77) North 27° 05' 43" East for a distance of 56.40 feet to a point;
- 78) North 25° 18' 16" East for a distance of 46.65 feet to a point;
- 79) North 12° 07' 19" East for a distance of 167.37 feet to a point;
- 80) North 12° 24' 31" East for a distance of 25.23 feet to a point;
- 81) North 07° 07' 36" East for a distance of 70.20 feet to a point;
- 82) North 03° 45' 53" East for a distance of 71.74 feet to a point;
- 83) North 03° 54' 49" East for a distance of 21.56 feet to a point;
- 84) North 03° 54' 51" East for a distance of 53.67 feet to a point;
- 85) North 13° 26' 28" West for a distance of 36.84 feet to a point;
- 86) North 13° 26' 30" West for a distance of 49.40 feet to a point;
- 87) North 09° 03' 07" East for a distance of 60.62 feet to a point;
- 88) North 27° 03' 30" East for a distance of 58.43 feet to a point;
- 89) North 67° 34' 24" East for a distance of 40.33 feet to a point;
- 90) North 32° 33' 09" East for a distance of 34.39 feet to a point;
- 91) North 32° 43' 37" East for a distance of 28.49 feet to a point;
- 92) North 38° 48' 15" East for a distance of 40.36 feet to a point;
- 93) North 11° 05' 55" East for a distance of 60.44 feet to a point;
- 94) North 01° 12' 46" West for a distance of 32.49 feet to a point;
- 95) North 24° 46' 32" West for a distance of 64.24 feet to a point;
- 96) North 52° 55' 04" West for a distance of 57.37 feet to a point;
- 97) North 35° 40' 35" West for a distance of 46.30 feet to a point;
- 98) North 48° 59' 38" West for a distance of 50.27 feet to a point;
- 99) North 55° 24' 19" West for a distance of 90.47 feet to a point;
- 100) North 66° 44' 18" West for a distance of 47.47 feet to a point;
- 101) North 67° 24' 25" West for a distance of 45.16 feet to a point;

- 102) North 67° 19' 15" West for a distance of 33.10 feet to a point;
- 103) North 72° 58' 26" West for a distance of 64.07 feet to a point;
- 104) North 72° 56' 23" West for a distance of 68.88 feet to a point;
- 105) North 74° 19' 02" West for a distance of 143.91 feet to a point;
- 106) North 18° 26' 45" East for a distance of 67.68 feet to a point;
- 107) North 31° 11' 30" East for a distance of 13.84 feet to a point;
- 108) North 42° 46' 50" East for a distance of 27.18 feet to a point;
- 109) North 51° 31' 02" East for a distance of 15.76 feet to a point;
- 110) North 37° 43' 04" East for a distance of 41.57 feet to a point;
- 111) North 49° 19' 58" East for a distance of 54.88 feet to a point;
- 112) North 62° 00' 38" East for a distance of 53.85 feet to a point;
- 113) North 55° 27' 22" East for a distance of 25.47 feet to a point;
- 114) North 39° 40' 28" East for a distance of 24.95 feet to a point;
- 115) North 22° 20' 11" East for a distance of 27.85 feet to a point;
- 116) North 04° 17' 22" East for a distance of 15.00 feet to a point;
- 117) North 04° 17' 27" East for a distance of 20.64 feet to a point;
- 118) North 01° 05' 18" West for a distance of 10.74 feet to a point;
- 119) North 01° 05' 16" West for a distance of 38.23 feet to a point;
- 120) North 03° 39' 33" West for a distance of 24.62 feet to a point;
- 121) North 03° 39' 35" West for a distance of 30.18 feet to a point;
- 122) North 03° 39' 40" West for a distance of 2.88 feet to a point;
- 123) North 10° 15' 37" West for a distance of 41.77 feet to a point;
- 124) North 16° 32' 09" West for a distance of 44.45 feet to a point;
- 125) North 21° 01' 34" West for a distance of 23.60 feet to a point;
- 126) North 19° 42' 55" West for a distance of 30.64 feet to a point;
- 127) North 18° 41' 08" West for a distance of 19.38 feet to a point;
- 128) North 02° 42' 10" East for a distance of 47.65 feet to a point;
- 129) North 18° 04' 46" East for a distance of 60.25 feet to a point;
- 130) North 14° 34' 49" East for a distance of 33.21 feet to a point;
- 131) North 79° 27' 03" East for a distance of 55.56 feet to a point;
- 132) North 60° 22' 45" East for a distance of 40.00 feet to a point;
- 133) North 60° 17' 24" East for a distance of 15.02 feet to a point;
- 134) North 35° 29' 43" East for a distance of 17.11 feet to a point;
- 135) North 50° 12' 52" East for a distance of 41.36 feet to a point;
- 136) North 50° 30' 30" East for a distance of 15.78 feet to a point;
- 137) North 39° 55' 00" East for a distance of 33.41 feet to a point;
- 138) North 56° 03' 31" East for a distance of 31.33 feet to a point;
- 139) North 43° 57' 20" East for a distance of 39.21 feet to a point;
- 140) North 43° 57' 29" East for a distance of 7.30 feet to a point;
- 141) North 57° 25' 19" East for a distance of 54.26 feet to a point;
- 142) North 75° 55' 02" East for a distance of 48.70 feet to a point;
- 143) North 79° 32' 32" East for a distance of 15.43 feet to a point;
- 144) South 73° 27' 15" East for a distance of 8.14 feet to a point;
- 145) South 83° 06' 01" East for a distance of 40.02 feet to a point;
- 146) South 83° 06' 50" East for a distance of 67.36 feet to a point;
- 147) South 83° 06' 00" East for a distance of 21.37 feet to a point;
- 148) North 85° 46' 04" East for a distance of 15.80 feet to a point;
- 149) South 69° 39' 34" East for a distance of 39.39 feet to a point;
- 150) North 82° 53' 27" East for a distance of 17.79 feet to a point;
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- 155) North 83° 16' 52" East for a distance of 33.78 feet to a point;
- 156) North 61° 52' 26" East for a distance of 33.25 feet to a point;
- 157) North 61° 46' 10" East for a distance of 15.21 feet to a point;

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- 166) North 37° 16' 26" East for a distance of 42.26 feet to a point;
- 167) North 38° 03' 19" East for a distance of 52.61 feet to a point;
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- 169) North 25° 29' 55" East for a distance of 19.52 feet to a point;
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- 171) North 01° 03' 22" East for a distance of 25.21 feet to a point;
- 172) South 31° 21' 22" East for a distance of 377.75 feet to a point;
- 173) South 31° 22' 25" East for a distance of 179.93 feet to a point;
- 174) South 32° 57' 46" East for a distance of 684.46 feet to a point;
- 175) South 30° 31' 43" East for a distance of 1,491.80 feet to a point;
- 176) South 59° 11' 15" West for a distance of 1,037.55 feet to the **POINT OF BEGINNING**, and containing 74.240 acres of land, more or less.