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APPLICATION OF AQUA WATER	§	BEFORE THE
SUPPLY CORPORATION AND	§	
POLONIA WATER SUPPLY	§	PUBLIC UTILITY COMMISSION
CORPORATION FOR SALE,	§	
TRANSFER, OR MERGER OF	§	OF TEXAS
FACILITIES AND CERTIFICATE	§	
RIGHTS IN CALDWELL AND	§	
BASTROP COUNTIES	§	

**AQUA WATER SUPPLY CORPORATION AND POLONIA WATER
SUPPLY CORPORATION’S RESPONSE TO COMMISSION STAFF’S
RECOMMENDATION**

COMES NOW, Aqua Water Supply Corporation (“Aqua WSC”) and Polonia Water Supply Corporation (“Polonia WSC”) (collectively, “Applicants”) in the above-referenced matter, and hereby file this Response to the Public Utility Commission of Texas Staff’s (“Commission Staff”) Recommendation on the Approval of Sale. In support thereof the Applicants show the following:

I. BACKGROUND

On June 24, 2021, the Applicants filed an application (the “Application”) for approval of the sale and transfer of certificate of convenience and necessity (“CCN”) rights in Caldwell County and Bastrop County. Aqua WSC seeks approval to acquire facilities and to transfer all of Polonia WSC’s certificated water service area in Polonia WSC’s CCN Number 10420 to Aqua WSC’s CCN Number 10294, and the cancelation of Polonia WSC’s water CCN number.

On October 1, 2021, the Honorable Administrative Law Judge issued Order No. 4, establishing a deadline of November 12, 2021 for Commission Staff to request a hearing or file a recommendation on the approval of the sale and on the CCN amendment. Order No. 4 further

established a deadline of November 24, 2021 for the Applicants to file a response to Commission Staff's recommendation on approval of the sale. Therefore, this pleading is timely filed.

II. STAFF'S RECOMMENDATION

Applicants have reviewed Commission Staff's Recommendation on Approval of Sale filed on November 12, 2021, including the memorandum dated November 12, 2021 from Jolie Mathis, Utility Engineering Specialist, Infrastructure Division, and the memorandum dated November 12, 2021 from Fred Bednarski III, Financial Analyst, Rate Regulation Division. The findings are accurate and are supported by the Application and supplements filed by the Applicants on July 13, 2021 and July 21, 2021. In Commission Staff's recommendation dated November 12, 2021, Commission Staff recommended the proposed transaction be allowed to proceed and that the proposed transaction be found to satisfy relevant criteria, including the factors identified by Texas Water Code Chapter 13 and 16 Texas Administrative Code ("TAC"), Chapter 24. Applicants agree with Commission Staff's recommendation and are in support thereof.

III. CONCLUSION AND PRAYER

Applicants respectfully request that the Commission approve the proposed transaction to proceed, and enter an order consistent with Commission Staff's findings and recommendation.

Respectfully submitted,

/s/ Ty H. Embrey

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**ATTORNEY FOR AQUA WATER SUPPLY
CORPORATION**

CERTIFICATE OF SERVICE

I certify that, unless otherwise ordered by the presiding officer, notice of the filing of this document was provided to all parties of record via electronic mail on November 18, 2021, in accordance with the Order Suspending Rules, issued in Project No. 50664.

/s/ Ty H. Embrey

Ty H. Embrey