



Filing Receipt

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Control Number - 52502
ItemNumber - 93

DOCKET NO. 52502

APPLICATION OF TEXAS WATER	§	PUBLIC UTILITY COMMISSION
SYSTEMS, INC. AND UNDINE TEXAS,	§	
LLC FOR SALE, TRANSFER, OR	§	OF TEXAS
MERGER OF FACILITIES AND	§	
CERTIFICATE RIGHTS IN GREGG,	§	
HENDERSON, SMITH, AND UPSHUR	§	
COUNTIES	§	

UNDINE TEXAS, LLC RESPONSE TO ORDER NO. 19

COMES NOW, Applicant, Undine Texas, LLC ("Undine") and files this Response to Order No. 19. Order No. 19 establishes a deadline of March 7, 2023 to provide the information contained herein. Accordingly, this response is timely filed.

Attached as Exhibit A is the notice to affected parties, an affidavit of delivery and notice, and the maps associated with Undine's application.

Attached as Exhibit B (submitted confidentially) is the list of recipients.

Respectfully submitted,

Gregg Law PC



Peter T. Gregg
State Bar No. 00784174
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Austin, Texas 78701
Phone: 512-522-0702
Fax: 512-727-6070
pgregg@gregglawpc.com

Attorneys for Undine Texas, LLC

DOCKET NO. 52502

CERTIFICATE OF SERVICE

I certify pursuant to the above signature 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 February 22, 2023, in accordance with the Order Suspending Rules, issued in Project No. 50664.

EXHIBIT A

PUBLIC UTILITY COMMISSION OF TEXAS



AFFIDAVIT OF NOTICE TO CURRENT CUSTOMERS, LANDOWNERS, NEIGHBORING UTILITIES, AND AFFECTED PARTIES DOCKET NO. 52502

STATE OF TEXAS
COUNTY OF Harris

Undine Texas, LLC has provided individual
notice to the following entities and customers:

Current Customers, Landowners,
Neighboring Utilities, and Affected
Parties

DATE OF NOTICE
February 15, 2023

OATH

I, Carey Thomas, being duly sworn, file this form as
Senior Vice President (indicate relationship to applicant, that is,
owner, member of partnership, title of officer of corporation, or other authorized representative of
applicant); that in such capacity, I am qualified and authorized to file and verify such form, am
personally familiar with the notices given with this application, and have complied with all notice
requirements in the application and application acceptance letter; and that all such statements made
and matters set for therein are true and correct.

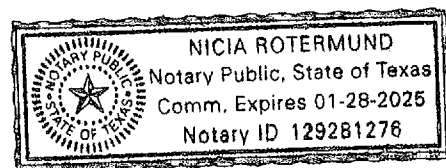
Carey Thomas
Applicant's Authorized Representative

If the applicant 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 to before me this 16th day of February, 2023
to certify which witness my hand and seal of office.

Nicia Rotermund
Notary Public in and for the State of Texas

Nicia Rotermund
Print or Type Name of Notary Public



Commission Expires January 28, 2025

Notice to Current Customers, Landowners, Neighboring Systems, and Cities

UNDINE TEXAS, LLC, CERTIFICATE OF CONVENIENCE AND NECESSITY (CCN) NO. 13260, NOTICE OF INTENT TO AMEND ITS CCN, TO PURCHASE WATER FACILITIES AND TO TRANSFER WATER SERVICE AREA UNDER CCN NO. 12473 FROM TEXAS WATER SYSTEMS, INC., AND FOR DUAL CERTIFICATION WITH PORTIONS OF BOTH PRITCHETT WATER SUPPLY CORPORATION, CCN NO. 10478, AND CRYSTAL SYSTEMS TEXAS, INC., CCN NO. 10804, IN GREGG, HENDERSON, SMITH, AND UPSHUR COUNTIES, TEXAS

To: **Current Customers, Landowners, Neighboring Systems, and Cities**

Date Notice Mailed: February 15, 2023

Undine Texas, LLC	17681 Telge Road	Cypress, TX	77429
(Purchaser's Name)	(Address)	(City), (State)	(Zip Code)

has submitted an application with the Public Utility Commission of Texas (Commission) to amend uncertificated service area to CCN No. 13260, for dual certification with portions of both Pritchett Water Supply Corporation, CCN No. 10478, and Crystal Systems Texas, Inc., CCN No. 10804, and to purchase all of the water facilities and to transfer water certificated service area under CCN No. 12473, in Gregg, Henderson, Smith, and Upshur Counties, TX from:

Texas Water Systems, Inc.	7891 Highway 271	Tyler, TX	75708
(Seller's Name)	(Address)	(City), (State)	(Zip Code)

The requested area overlaps the district boundaries of the Upper Sabine Valley SWMD. If the Upper Sabine Valley SWMD does not request a public hearing, the Commission shall determine that the district is consenting to the Undine Texas, LLC's request to provide retail water utility service in the requested area.

The sale is scheduled to take place if approved by the Commission (Texas Water Code § 13.301). The transaction and the transfer of the CCN includes the following subdivisions:

Camp Joy

The requested area subject to this transaction is located within approximately 2 miles north-northeast of downtown Ore City, Texas, and is generally bounded on the north by a line approx. half mile south of Upshur County Landing Road; on the east by Lake O' the Pines; on the south by Upshur/Marion County Line; and on the west by North Front Street in Upshur County. The requested area includes approximately 406 acres and serves 119 customer connections.

Cape Tranquility

The requested area subject to this transaction is located within approximately 2 miles north of downtown Coffee City, Texas, and is generally bounded on the north by Jamison Drive; on the east and south by Lake Palestine; and on the west by approximately 200 feet west of County Road 4202 in Henderson County. The requested area includes approximately 81 acres and serves 70 customer connections.

Country Club Estates

The requested area subject to this transaction is located within approximately 2 miles south-southwest of downtown Gilmer, Texas, and is generally bounded on the north by State Highway 155; on the east by U.S. Highway 271 South; on the south by Sugar Creek; and on the west by Farm to Market 2685 in Upshur County. The requested area includes approximately 23 acres and serves 34 customer connections.

Friendship

The requested area subject to this transaction is located within approximately 1.3 miles west of downtown Gilmer, Texas, and is generally bounded on the north by Lake Gilmer and Kelsey Creek; on the east by Brooks Creek and North Bradford Street; on the south by State Highway 154; and on the west by Farm to Market 852 and Kelsey Creek in Upshur County. The requested area includes approximately 1,091 acres and serves 92 customer connections.

Garden Acres

The requested area subject to this transaction is located within approximately 4.5 miles west of downtown Longview, Texas, and is generally bounded on the north by Mistletoe Street; on the east by Swinging Bridge Road; on the south by Sabine River; and on the west by Hawkins Creek in Gregg County. The requested area includes approximately 256 acres and serves 79 customer connections.

Harmony and Rosewood

The requested area subject to this transaction is located within approximately 6.2 miles west of downtown Gilmer, Texas, and is generally bounded on the north by Farm to Market 852; on the east by Farm to Market 1795 and State Highway 154; on the south by Cedar Road; and on the west by Raintree Lakes and Kelsey Creek in Upshur County. The requested area includes approximately 1,807 acres and serves 199 customer connections.

Mount Sylvan

The requested area subject to this transaction is located within approximately 4.6 miles southwest of downtown Lindale, Texas, and is generally bounded on the north by Interstate Highway 20; on the east by the intersection of State Highway 110 and County Road 412; on the south by Neches

Notice Form Updated: October 22, 2021

River & County Road 49; and on the west by Mill Break Creek & Neches River in Smith County. The requested area includes approximately 4,880 acres (includes 12 acres to be decertified) and serves 312 customer connections.

Stallion Lake and Garden Valley Resort

The requested area subject to this transaction is located within approximately 3.5 miles east-southeast of downtown Van, Texas, and is generally bounded on the north by the intersection of County Road 424 and State Highway 110; and east by State Highway 110; on the south by Neches River and Mill Break Creek; and on the west by County Road 426 in Smith County. The requested area includes approximately 2,087 acres and serves 211 customer connections.

Approximate total acreage for the requested area includes 10,619 acres [10.631 acres minus 12 acres to be decertified] with 1,116 total customer connections, comprised of:

- Transfer Areas from Texas Water Systems (CCN 12473) includes 5,669 acres;
- Decertify Areas from Texas Water Systems (CCN 12473) includes 12 acres;
- Uncertificated (add) Areas includes 4,921 acres;
- Dual Areas with Pritchett WSC (CCN 10478) includes 8 acres; and
- Dual Areas with Crystal Systems (CCN 10804) includes 21 acres.

See enclosed map showing the requested area.

The proposed transaction may change the current customers' rates and services to the current approved rates and services of Undine Texas, LLC (in tariff as Rate Year 3, effective August 1, 2022), which are higher than the current rate for a 5/8" meter for Texas Water Systems, Inc. To view a copy of the current approved tariff, go to: <https://undinelc.com/wp-content/uploads/Undine-Texas-LLC-Water-Tariff.pdf>

OR email info@undinelc.com or call (713) 574-5953 to request a copy.

BILLING COMPARISON for a 5/8" meter

Water – all subdivisions except Camp Joy

Existing	2,000 gallons: \$	<u>48.00</u>	/mo	New Rate	2,000 gallons: \$	<u>55.75</u>	/mo
Existing	5,000 gallons: \$	<u>57.00</u>	/mo	New Rate	5,000 gallons: \$	<u>62.98</u>	/mo
Existing	10,000 gallons: \$	<u>72.00</u>	/mo	New Rate	10,000 gallons: \$	<u>78.71</u>	/mo

Water – Camp Joy only

Existing	2,000 gallons: \$	<u>19.00</u>	/mo	New Rate	2,000 gallons: \$	<u>55.75</u>	/mo
Existing	5,000 gallons: \$	<u>25.00</u>	/mo	New Rate	5,000 gallons: \$	<u>62.98</u>	/mo
Existing	10,000 gallons: \$	<u>38.00</u>	/mo	New Rate	10,000 gallons: \$	<u>78.71</u>	/mo

Persons who wish to intervene in the proceeding or comment upon action sought should contact the Public Utility Commission, P.O. Box 13326, Austin, Texas 78711-3326, or call the Public Utility Commission at (512) 936-7120 or (888) 782-8477. Hearing- and speech-impaired individuals with text telephones (TTY) may contact the commission at (512) 936-7136. The deadline for intervention in the proceeding is (30 days from the mailing or publication of notice, whichever occurs later, unless otherwise provided by the presiding officer). You must send a letter requesting intervention to the commission which is received by that date. The letter must include the person's name, address, email address and fax number if applicable.

If a valid public hearing is requested, the Commission will forward the application to the State Office of Administrative Hearings (SOAH) for a hearing. If no settlement is reached and an evidentiary hearing is held, SOAH will submit a recommendation to the Commission for final decision. An evidentiary hearing is a legal proceeding similar to a civil trial in state district court.

A landowner with a tract of land at least 25 acres or more, that is partially or wholly located within the requested area, may file a written request with the Commission to be excluded from the requested area ("opt out") within (30) days from the date that notice was provided by the Utility. All opt out requests must include a large-scale map, a metes and bounds description of the landowner's tract of land, landowner's name, address, email address and fax number, if applicable.

Persons who wish to request this option should file the required documents with the:

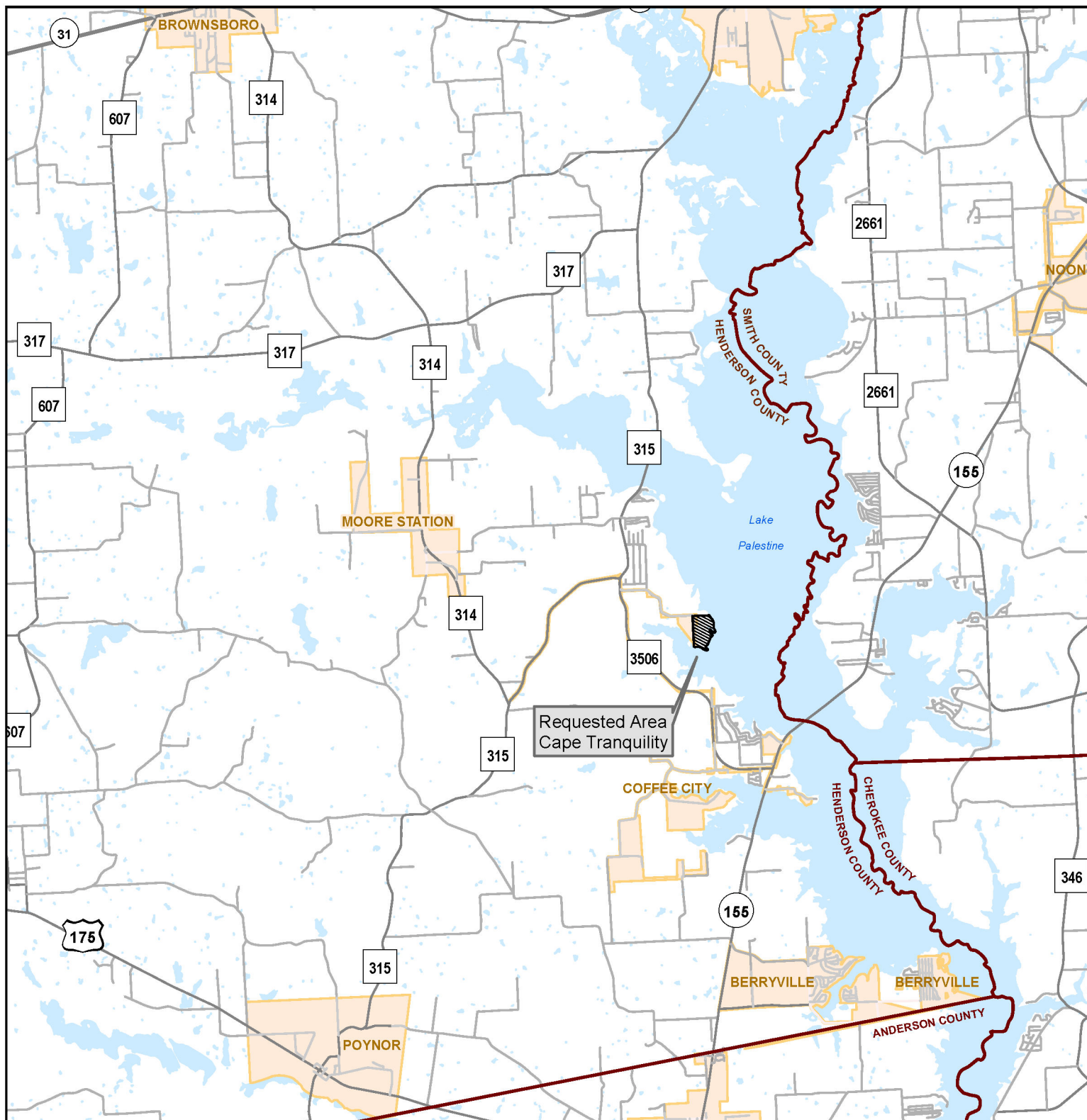
Public Utility Commission of Texas
Central Records
1701 N. Congress, P. O. Box 13326
Austin, TX 78711-3326

In addition, the landowner must also send a copy of the opt out request to the Utility. Staff may request additional information regarding your request.

Si desea información en español, puede llamar al 1-888-782-8477.

Utility Representative: Carey Thomas

Utility: Undine Texas, LLC



General Location in Henderson County

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

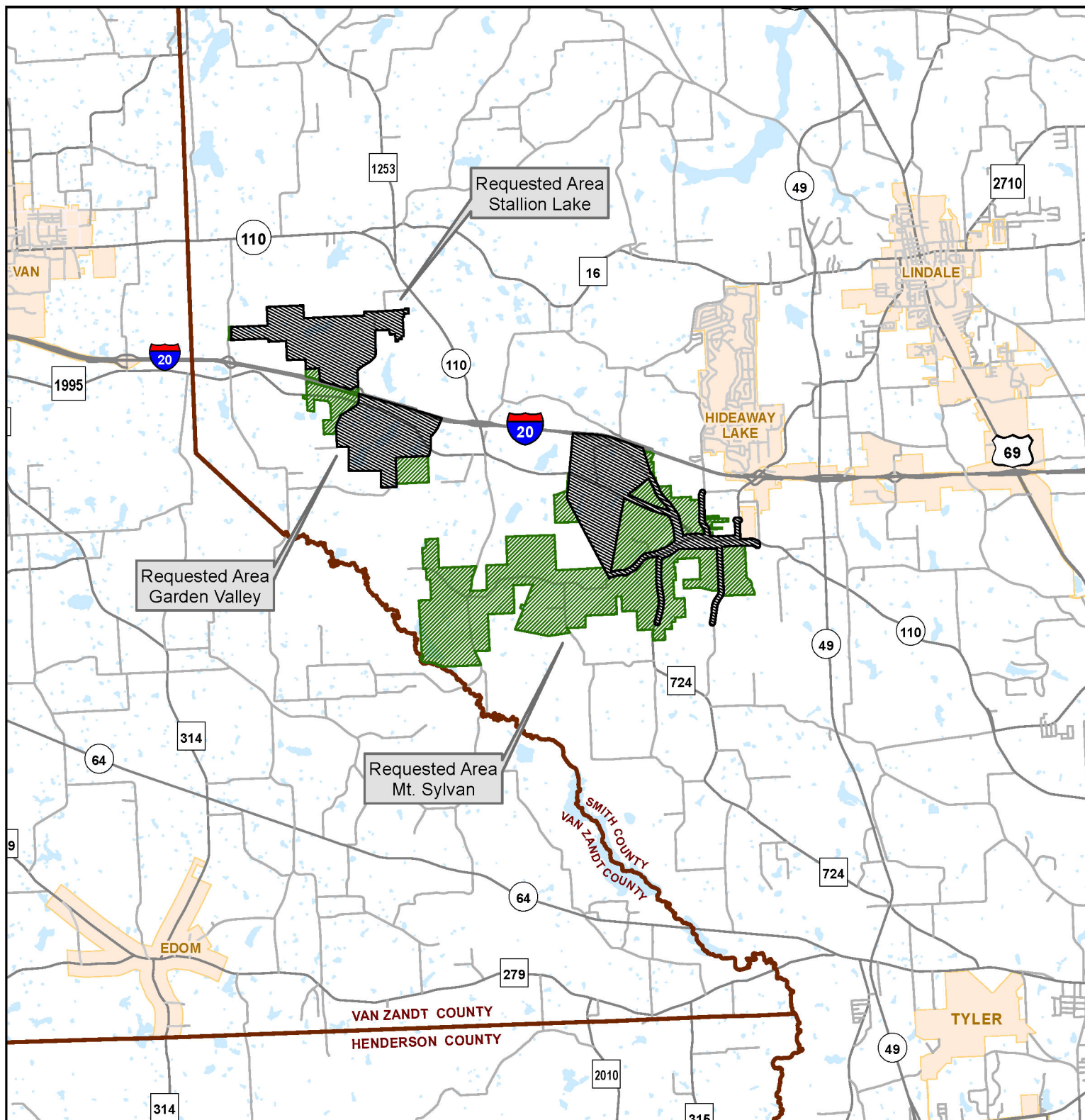
Requested Water Service Area to Transfer

 CCN 12473 - Texas Water Systems, Inc.



0 1 2
 Miles



Map by: S. Burt, ASBGI
 Date: June 28, 2019
 Base: TxDOT 2015 Roadways
 Project: General Location Henderson.mxd

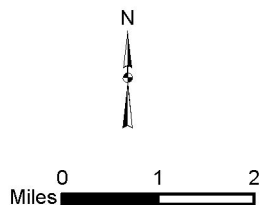


General Location in Smith County - REVISED

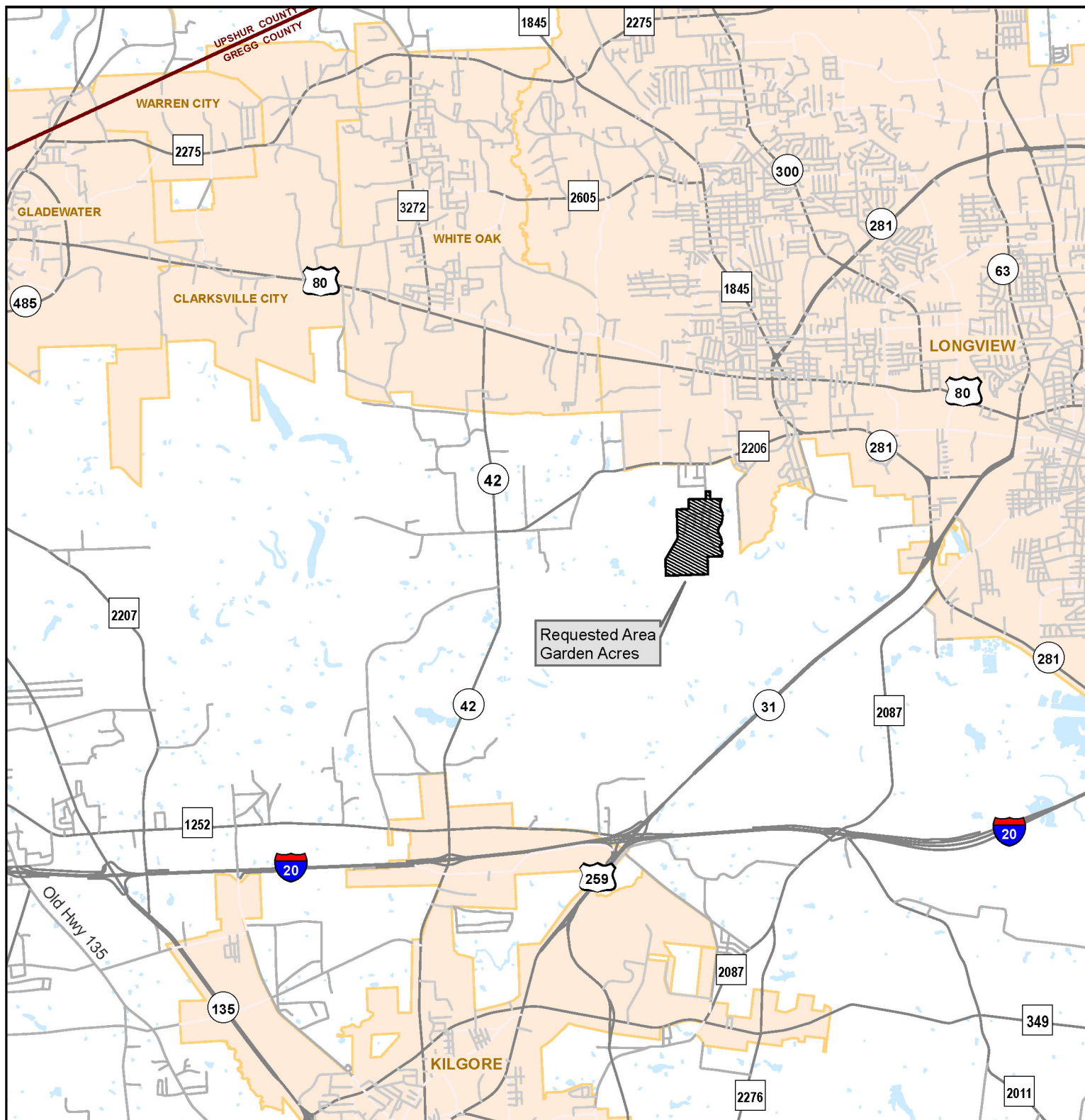
Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

Requested Water Service Area to Transfer and Amend

-  CCN 12473 - Texas Water Systems, Inc.
-  Water Amendment Areas



Map by: S. Burt, ASBGI
 Date: Dec. 6, 2021
 Base: TxDOT 2015 Roadways, TxDOT Cities 2021
 TxDOT County Boundary Line 2021
 Project: General Location Smith.mxd



General Location in Gregg County

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

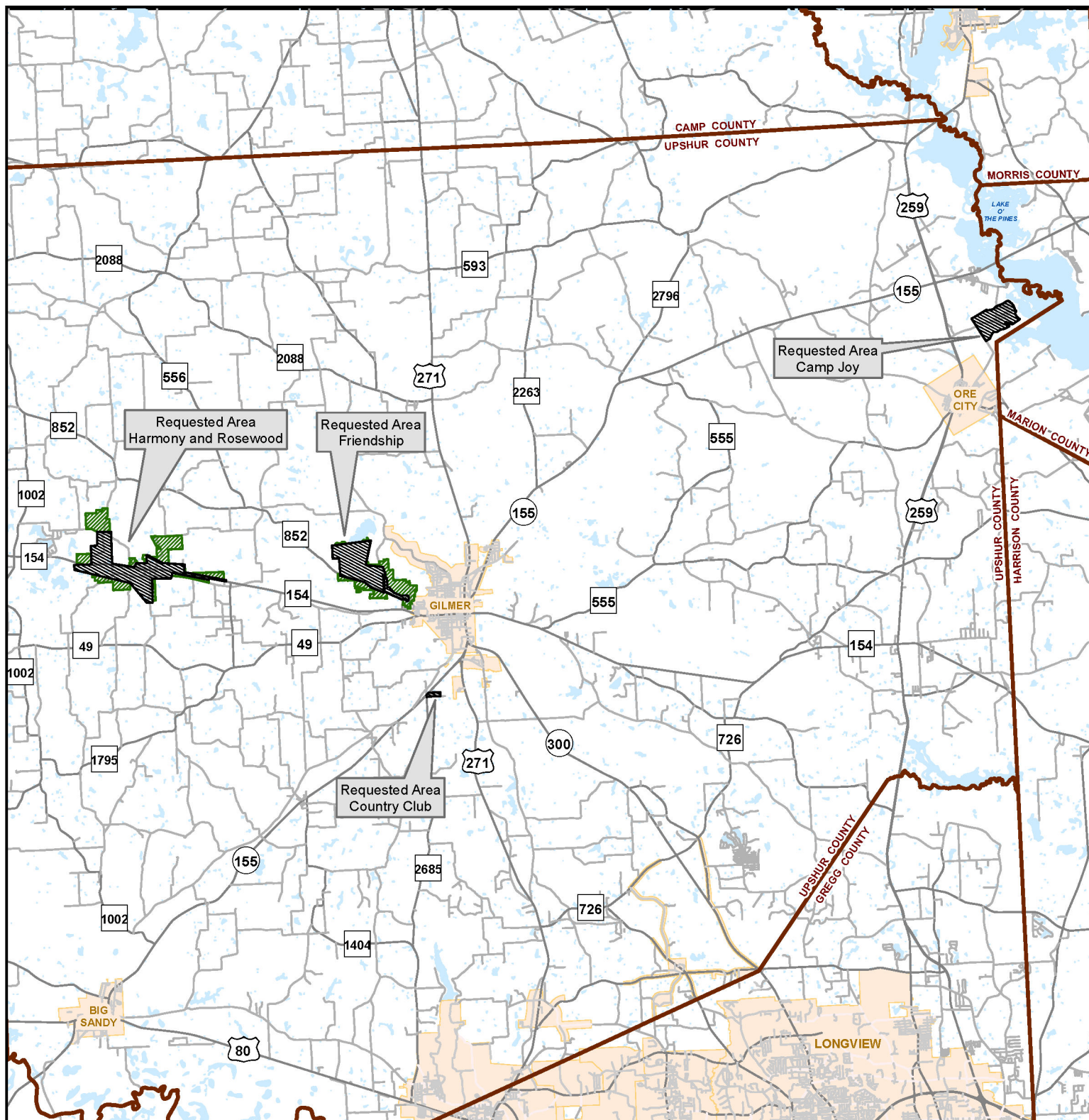


Requested Water Service Area to Transfer

 CCN 12473 - Texas Water Systems, Inc.

0 0.75 1.5
 Miles

Map by: S. Burt, ASBGI
 Date: June 28, 2019
 Base: TxDOT 2015 Roadways
 Project: General Location Gregg.mxd





General Location in Upshur County - REVISED

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

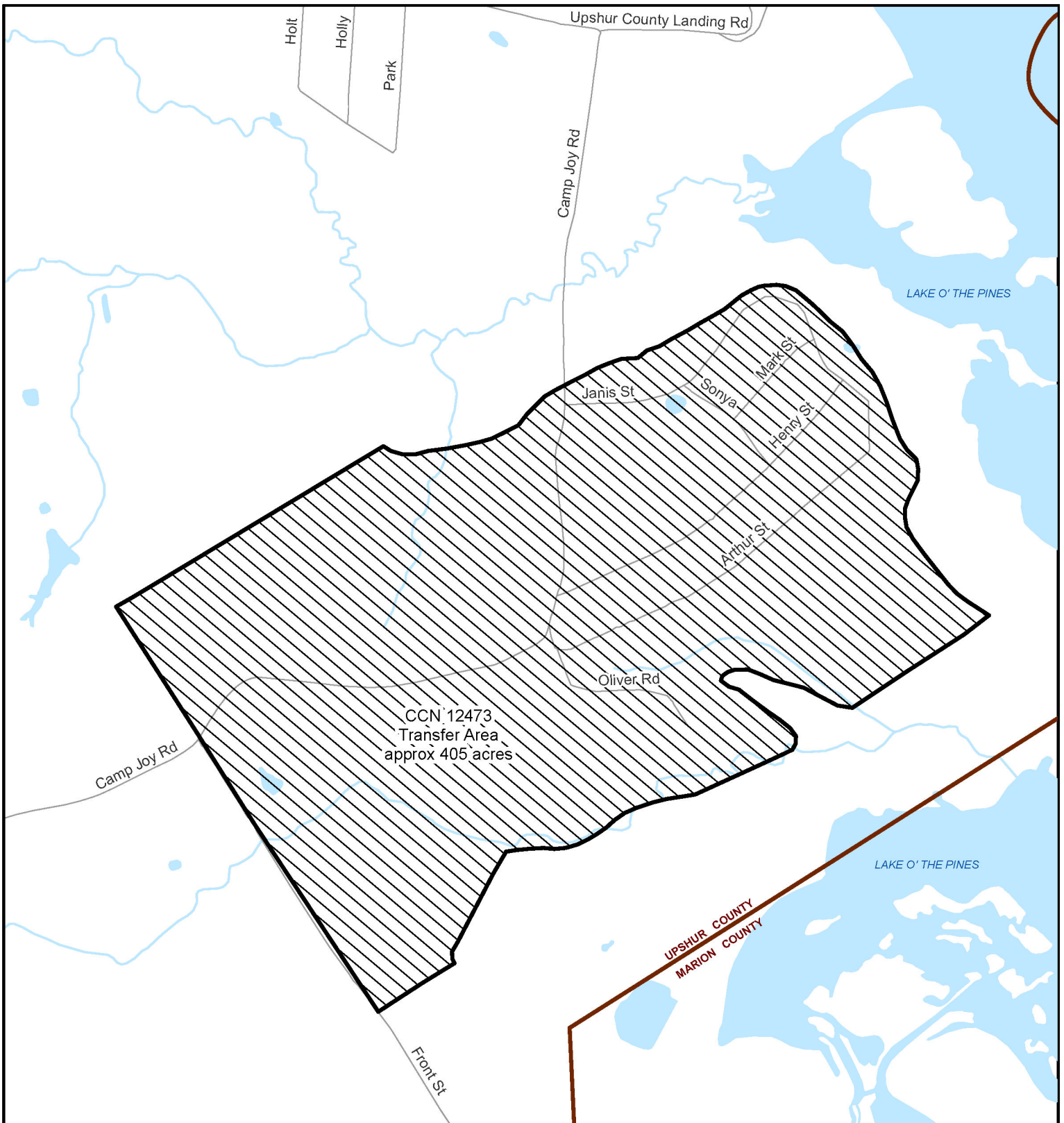


0 3.5
 Miles

Requested Water Service Areas to Transfer and Amend

-  CCN 12473 - Texas Water Systems, Inc.
-  Water Amendment Areas

Map by: S. Burt, ASBGI
 Date: Dec. 2, 2021
 Base: TxDOT 2015 Roadways, TxDOT Cities 2021
 Project: General Location Upshur.mxd



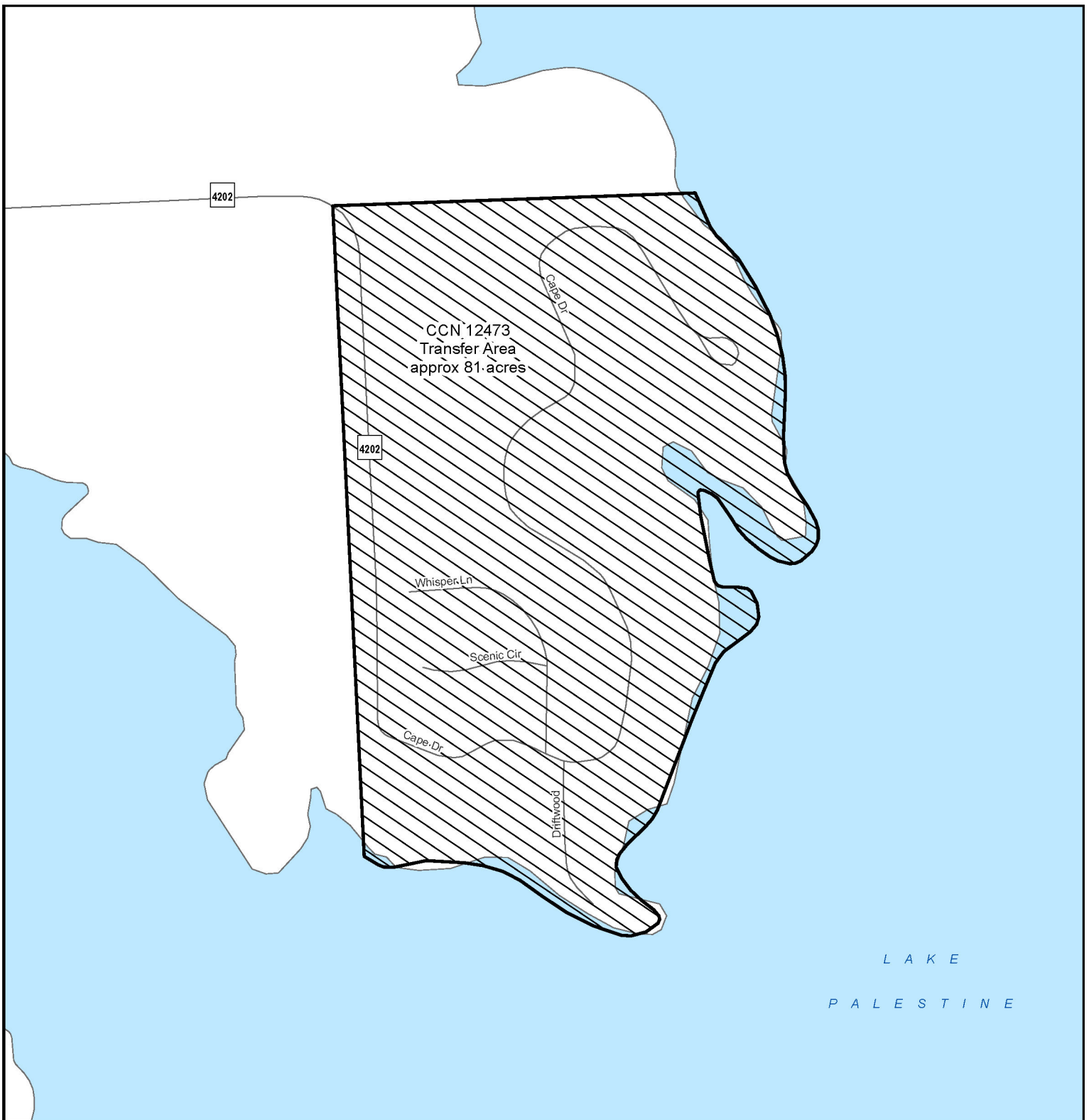
Camp Joy in Upshur County

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

Water CCN Area to Transfer

 CCN 12473 - Texas Water Systems, Inc.

Map by: S. Burt, ASBGI
 Date: Nov. 20, 2019
 Base: TxDOT 2015 Roadways
 Project: CampJoy_UpshurCounty.mxd



Cape Tranquility in Henderson County

Undine Texas, LLC
Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
and to Amend Portions of CCN 12473 to be Transferred
in Gregg, Henderson, Smith and Upshur Counties

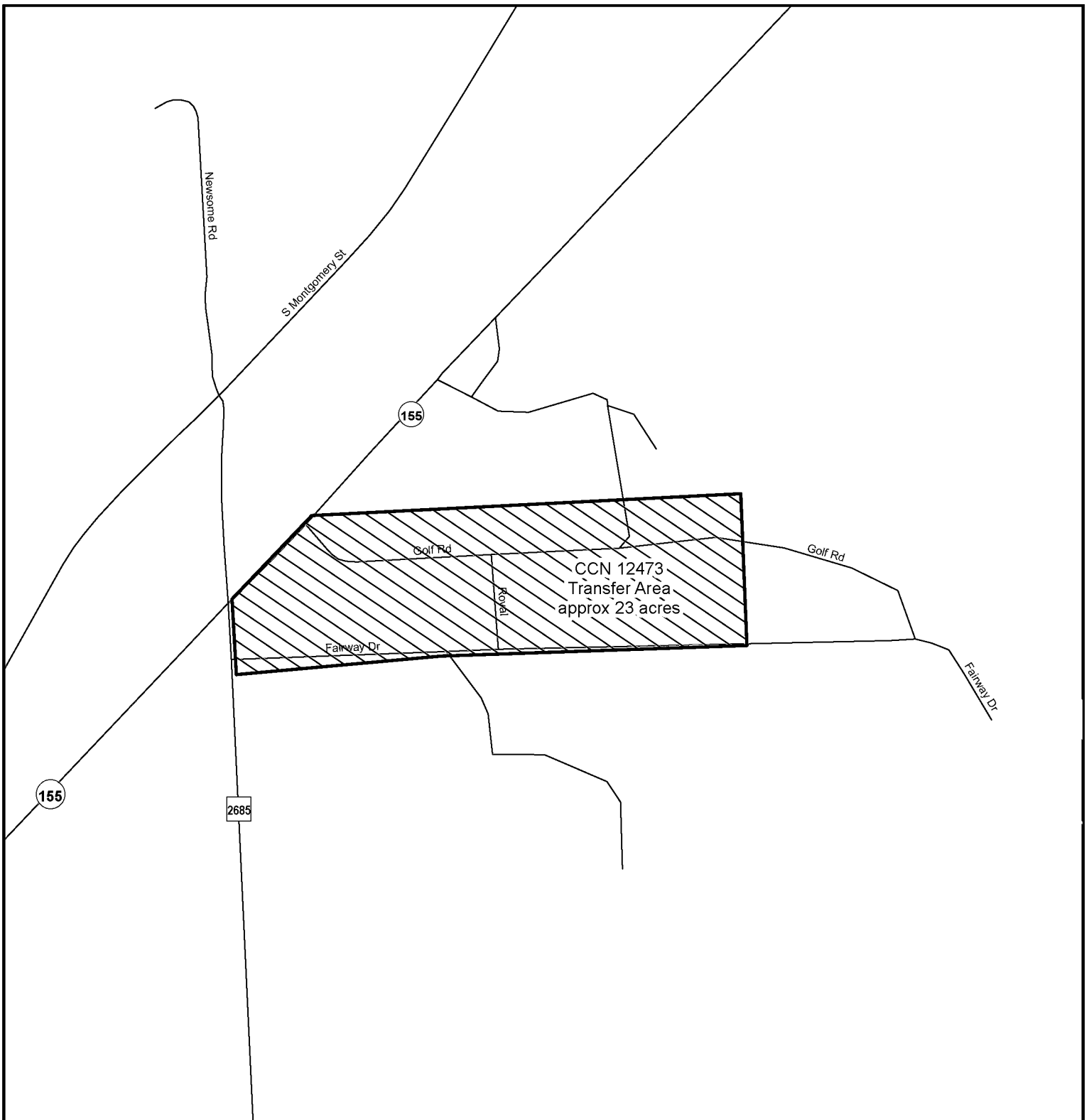


Water CCN Area to Transfer

 CCN 12473 - Texas Water Systems, Inc.

0 250 500
Feet

Map by: S. Burt, ASBGI
Date: Feb. 4, 2019
Base: StratMapTransv2
Project: CapeTranquility_HendersonCounty.mxd



Country Club in Upshur County

Undine Texas, LLC
Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
and to Amend Portions of CCN 12473 to be Transferred
in Gregg, Henderson, Smith and Upshur Counties



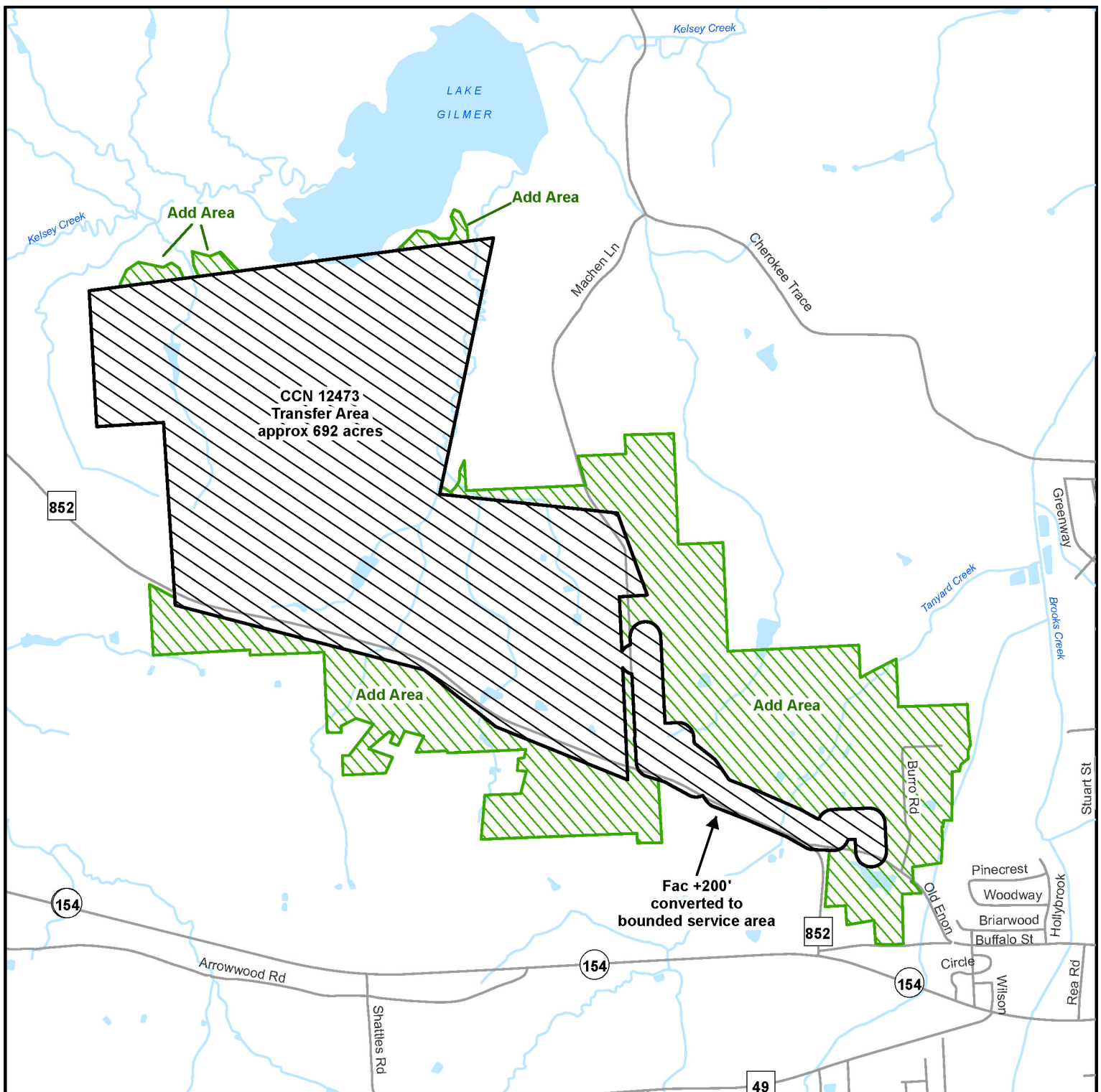
Water CCN Area to Transfer



CCN 12473 - Texas Water Systems, Inc.

0 250 500
Feet

Map by: S. Burt, ASBGI
Date: July 8, 2019
Base: StratMapTransv2
Project: CountryClub_UpshurCounty.mxd





Friendship in Upshur County - REVISED

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties

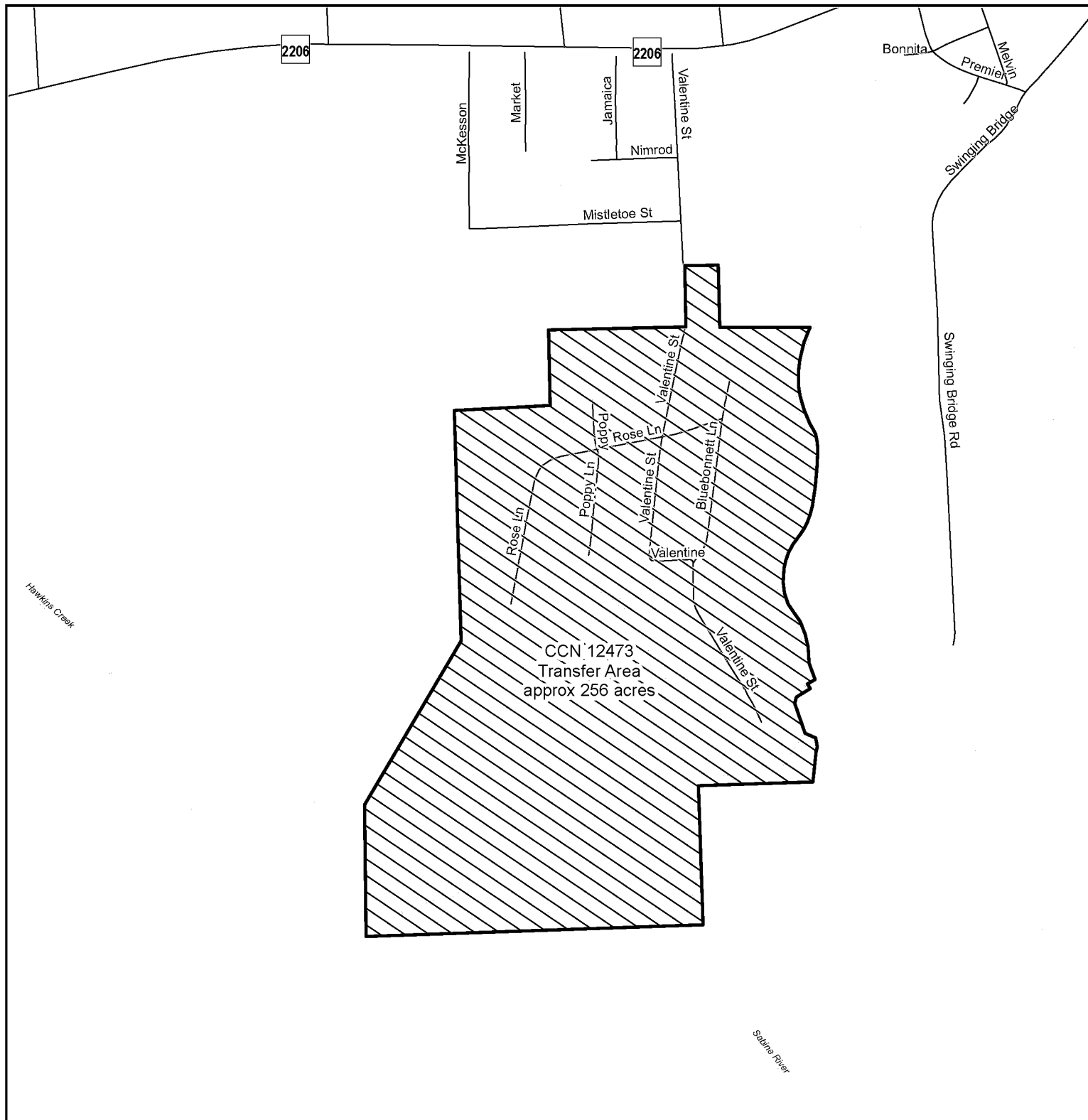


0 900 1,800
 Feet

Water CCN Area to Transfer and Amend

-  CCN 12473 - Texas Water Systems, Inc.
-  Water Amendment Areas - approx 396 acres

Map by: S. Burt, ASBGI
 Date: Dec. 2, 2021
 Base: TxDOT Roadways
 Project: Friendship_UpshurCounty.mxd



Garden Acres in Gregg County

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties



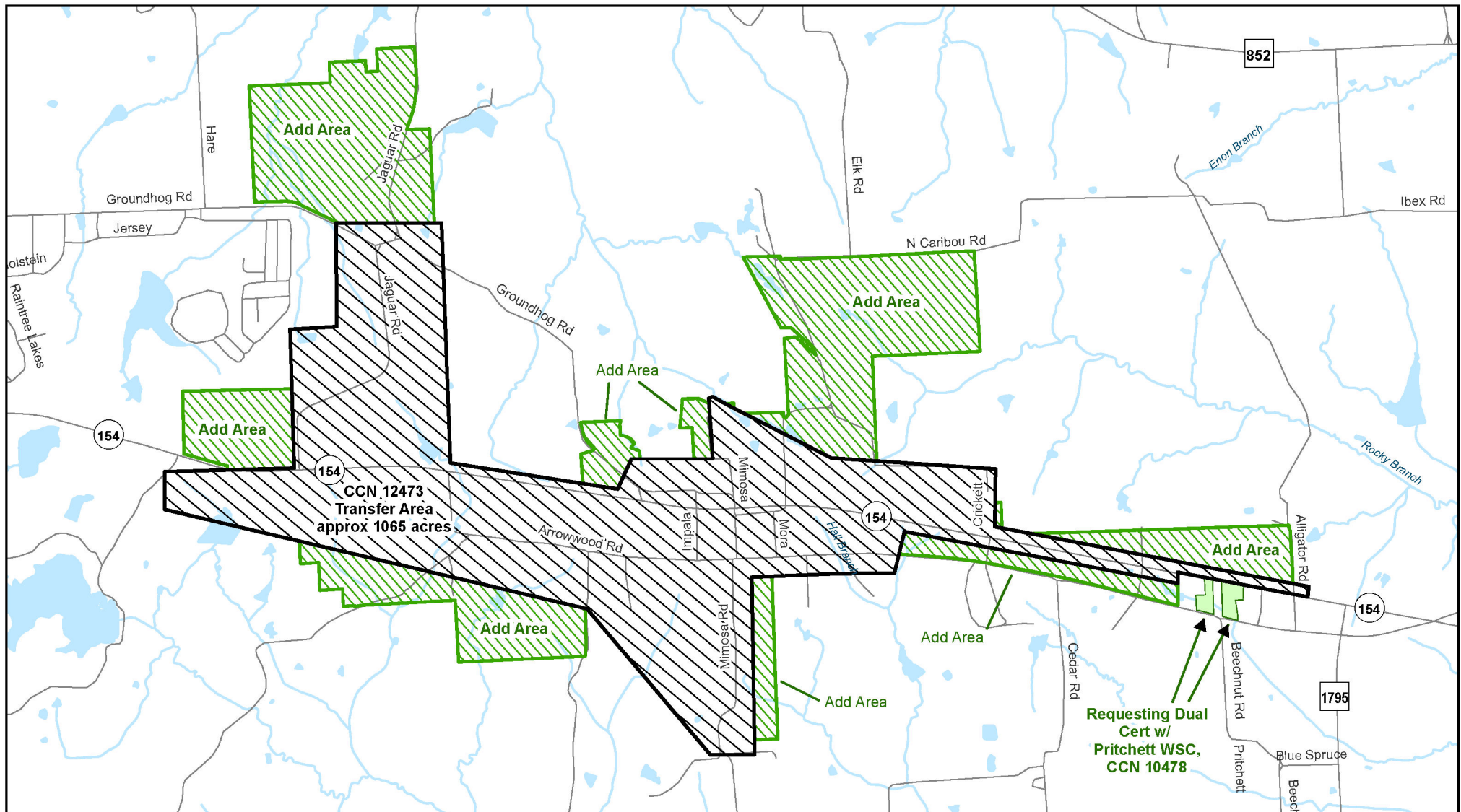
Water CCN Area to Transfer



CCN 12473 - Texas Water Systems, Inc.

0 490 980
 Feet

Map by: S. Burt, ASBGI
 Date: July 8, 2019
 Base: TxDOT 2015 Roadways
 Project: GardenAcres_GreggCounty.mxd






Harmony and Rosewood in Upshur County - REVISED

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
 in Gregg, Henderson, Smith and Upshur Counties



0 1,250 2,500
 Feet

Water CCN Areas to Transfer and Amend

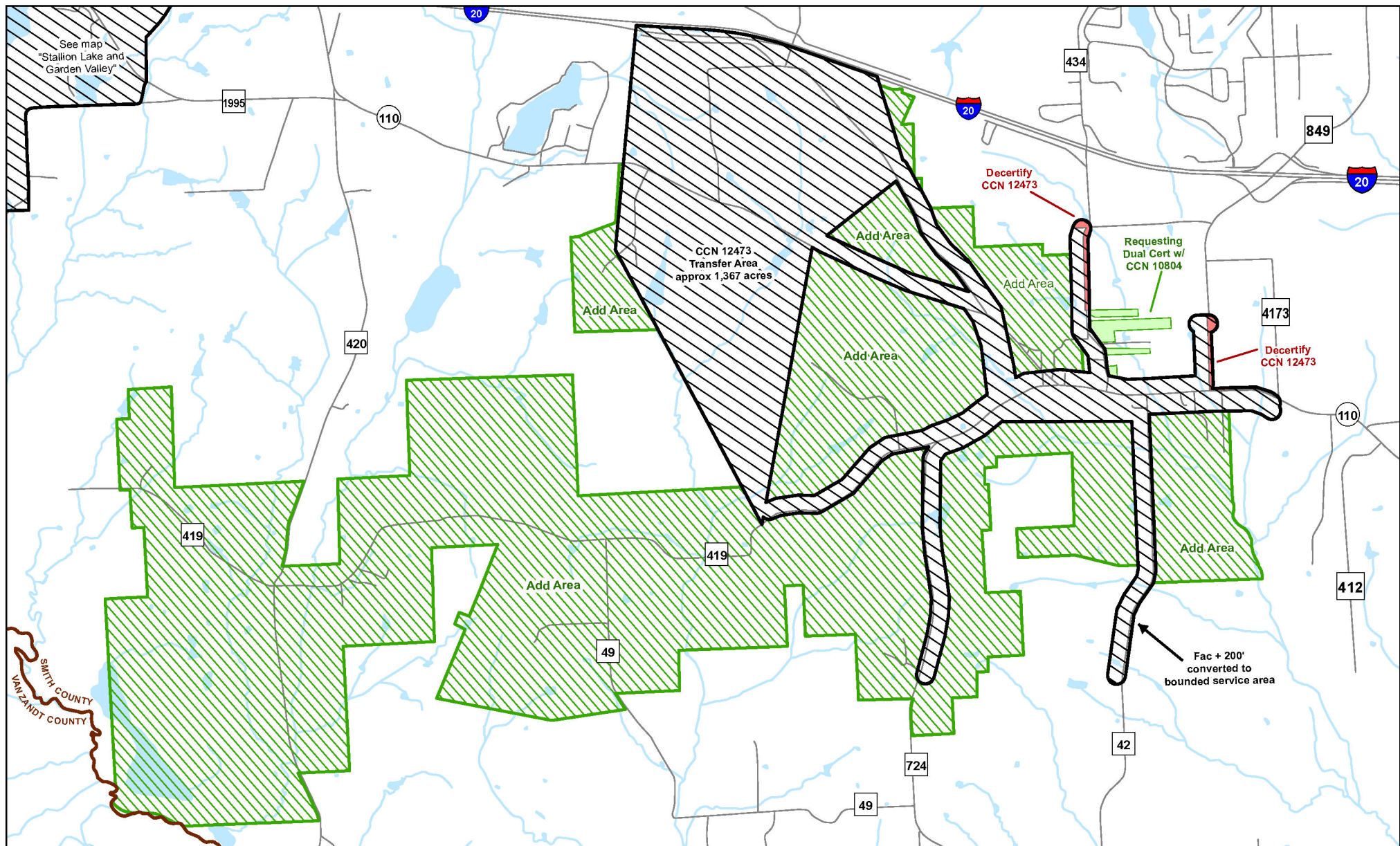
-  CCN 12473 - Texas Water Systems, Inc.
-  Water Amendment Areas (Uncertificated)- approx 731 acres
-  Requesting Dual Certification w/ Pritchett WSC, CCN 10478 - approx 8 acres

Map by: S. Burt, ASBGI

Date: July 8, 2019

Base: StratMapTransv2

Project: Harmony_Rosewood_UpshurCounty_REVISED.mxd



Mt. Sylvan in Smith County - REVISED



0 1,500 3,000
Feet

Undine Texas, LLC



Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
and to Amend Portions of CCN 12473 to be Transferred
in Gregg, Henderson, Smith and Upshur Counties



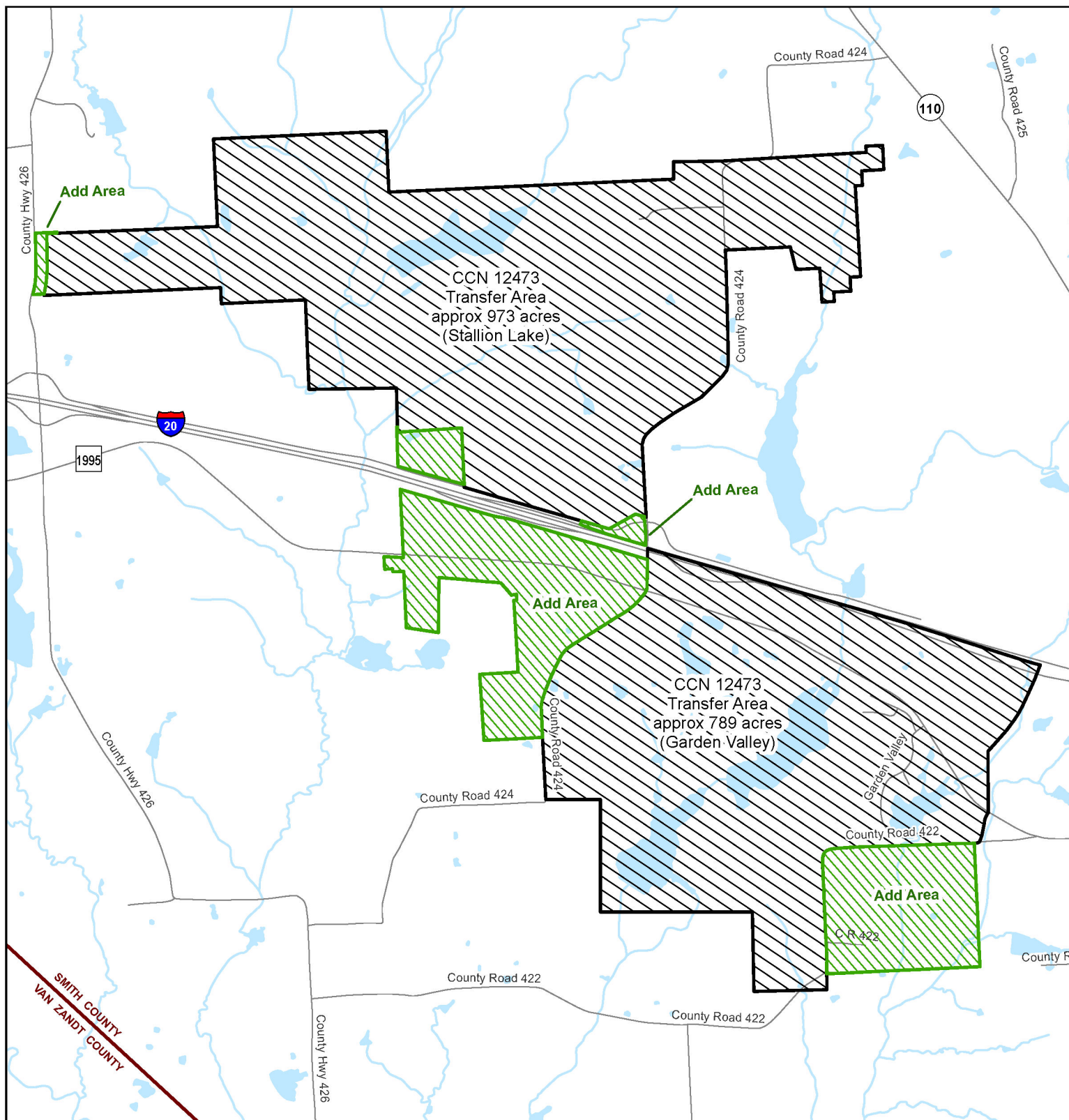
Water CCN Area to Amend

-  Water Amendment Areas (Uncertificated) - approx 3,476 acres
-  Requesting Dual Certification w/ Crystal Systems, CCN 10804 - approx 21 acres

Water CCN Area to Transfer

-  CCN 12473 - Texas Water Systems, Inc.
-  Decertify Texas Water Systems, CCN 12473 - approx 12 acres

Map by: S. Burt, ASBGI
Date: Dec. 5, 2021
Base: StratMapTransv2, TxDOT County 2021
Project: Mt Sylvan_SmithCounty.mxd



Stallion Lake and Garden Valley in Smith County

Undine Texas, LLC
 Application to Transfer a Portion of Texas Water Systems Inc., CCN No. 12473 to Undine Texas, LLC, CCN No. 13260
 and to Amend Portions of CCN 12473 to be Transferred
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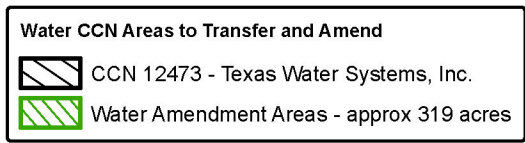
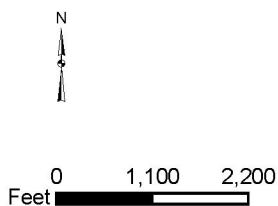


EXHIBIT B
(SUBMITTED CONFIDENTIALLY)