



## Filing Receipt

**Received - 2021-11-29 11:23:59 AM**  
**Control Number - 52628**  
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**DOCKET NO. 52628**

<b>APPLICATION OF TRITON TEXAS</b>	<b>§</b>	<b>BEFORE THE PUBLIC UTILITY</b>
<b>HOLDINGS LLC FOR APPROVAL OF</b>	<b>§</b>	
<b>CHANGES IN OWNERSHIP UNDER</b>	<b>§</b>	<b>COMMISSION OF TEXAS</b>
<b>TEXAS WATER CODE § 13.302</b>	<b>§</b>	

**SUPPLEMENTAL INFORMATION FOR APPLICANTS' AMENDED  
APPLICATION FOR APPROVAL OF CHANGES IN OWNERSHIP**

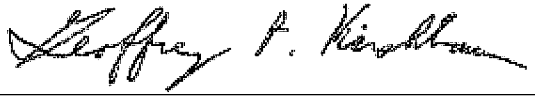
Triton Texas Holdings LLC (“*TTH*”), a Texas limited liability company, respectfully files supplemental information for its amended application (this “*Application*”) filed on October 20, 2021. Based upon discussions with Commission Staff, TTH is supplementing its Application with a Debt Service Coverage Analysis (**Exhibit A**), a Debt Schedule (**Exhibit B**) for Horseshoe Bend Water Company, LLC and Lone Star Water Company, TTH’s bank statement from October 2021 (**Exhibit C**), a letter from Chase Business Banking (**Exhibit D**), and a Certificate of Assurance from TTH.

**CONCLUSION**

Based on the foregoing, Triton Texas Holdings LLC respectfully requests the Commission approve the requested amendments to the Application described in their October 20, 2021 filing and as further requested herein. Further, TTH requests the Commission approve the proposed amended transaction described herein and authorize TTH to purchase the Horseshoe Bend Equity and Lone Star Equity, *i.e.*, the Interests, currently owned by Triton Utilities, Inc. as proposed.

**Respectfully submitted,**

**TERRILL & WALDROP**

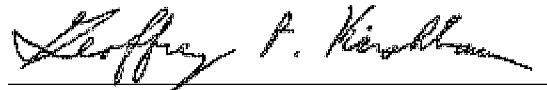
By: 

Geoffrey P. Kirshbaum  
State Bar No. 24029665  
810 West 10<sup>th</sup> Street  
Austin, Texas 78701  
Tel: (512) 474-9100  
Fax: (512) 474-9888  
gkirshbaum@terriwwaldrop.com

**ATTORNEYS FOR TRITON TEXAS HOLDINGS, LLC,  
THE KAUFFMAN FAMILY LIVING TRUST, DATED  
APRIL 9, 2015, DISCIPLE ASSET HOLDINGS, LP,  
AND MALAKOFF FAMILY HOLDINGS, LP**

**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 22, 2021, in accordance with the Orders Suspending Rules issued in Project No. 50664.



Geoffrey P. Kirshbaum

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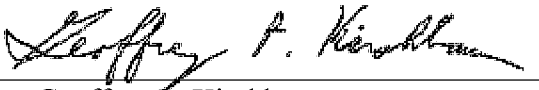
**STATEMENT OF CONFIDENTIALITY**

Triton Texas Holdings LLC (TTH) has designated as Protected Material certain documents in its Supplement to the Amended Application for approval of changes in ownership under Texas Water Code § 13.302 and 16 Texas Administrative Code § 24.243 for a change in ownership of Horseshoe Bend Water Company LLC and Lone Star Water Company. TTH considers the information identified below to be competitively-sensitive commercial or financial information that is confidential and exempted from disclosure under the Public Information Act §§ 552.101 and 552.110.

**INDEX OF CONFIDENTIAL DOCUMENTS**

1. Exhibit A
  - a) Designation of Information: Protected Material
  - b) Description of Documents: Horseshoe Bend Water Company LLC and Lone Star Water Company's Debt Service Coverage Analysis
  - c) Applicable Exemptions: Public Information Act of Texas §§ 552.101 and 552.110
  - d) Explanation of Designation: The Debt Service Coverage contains competitively-sensitive business operations information, commercial information, or financial information.
  - e) Certification of Counsel: The undersigned counsel has reviewed the information sufficiently to state in good faith that the information is exempt from discovery under the Public Information Act of Texas and is entitled to its classification specified above.

Respectfully submitted,

By: 

Geoffrey P. Kirshbaum

State Bar No. 24029665

TERRILL & WALDROP

810 West 10<sup>th</sup> Street

Austin, Texas 78701

Tel (512) 474-9100

Fax (512) 474-9888

gkirshbaum@terrellwaldrop.com

**ATTORNEYS FOR TRITON TEXAS HOLDINGS, LLC**

# CONFIDENTIAL

DOCKET NO. 52628

APPLICATION OF TRITON TEXAS	§	BEFORE THE PUBLIC UTILITY
HOLDINGS LLC, THE KAUFFMAN	§	
FAMILY LIVING TRUST, DATED	§	COMMISSION OF TEXAS
APRIL 9, 2015, DISCIPLE ASSET	§	
HOLDINGS, LP, AND MALAKOFF	§	
FAMILY HOLDINGS, LP, FOR	§	
APPROVAL OF CHANGES IN	§	
OWNERSHIP UNDER TEXAS WATER	§	
CODE § 13.302	§	

Submitting Party: Triton Texas Holdings LLC

Confidential Document – Attachment A to Supplemental Information for Applicants’ Amended Application for Approval of Changes in Ownership under Texas Water Code § 13.302

Brief Description of Documents:

1. Debt Service Coverage Analysis

Page Range: Triton 0021 – Triton 0023

Envelope 1 of 1

Submitted to the Commission on November 22, 2021.

## Debt Schedule

	<u>Horseshoe Bend</u> <u>Water Company,</u> <u>LLC</u>	<u>Lone Star Water</u> <u>Company</u>
Date Loan Was Acquired *	10/30/20	10/02/19
Name of Bank	CoBank	CoBank
Principal Balance (10/29/21)	\$ 313,934.66	\$ 725,835.50
Term of Loan	15 years	15 years
Maturity Date	07/20/36	11/20/34
Interest Rate	3.65% / 2.34%	4.55%
Monthly Principal Payment	\$ 1,353.13	\$ 3,323.62
Monthly Interest Payment	\$ 907.60	\$ 2,852.04
Monthly Total Payment	\$ 2,260.73	\$ 6,175.66

\* Represents date of credit agreement

EXHIBIT

**B**



JPMorgan Chase Bank, N.A.  
P O Box 182051  
Columbus, OH 43218 - 2051

October 01, 2021 through October 29, 2021

Account Number: [REDACTED]

00013676 DRE 601 212 30721 NNNNNNNNNNN 1 000000000 D4 0000

TRITON TEXAS HOLDINGS LLC  
[REDACTED]

#### CUSTOMER SERVICE INFORMATION

Web site: [www.Chase.com](http://www.Chase.com)  
Service Center: 1-877-425-8100  
Deaf and Hard of Hearing: 1-800-242-7383  
Para Espanol: 1-888-622-4273  
International Calls: 1-713-262-1679



#### CHECKING SUMMARY

Chase Platinum Business Checking

	INSTANCES	AMOUNT
Beginning Balance		\$100,000.00
Ending Balance	0	\$100,000.00

Your Chase Platinum Business Checking account provides:

- No transaction fees for unlimited electronic deposits (including ACH, ATM, wire, Chase Quick Deposit)
- 500 debits and non-electronic deposits (those made via check or cash in branches) per statement cycle
- \$25,000 in cash deposits per statement cycle
- Unlimited return deposited items with no fee

There are additional fee waivers and benefits associated with your account – please refer to your Deposit Account Agreement for more information.

#### SERVICE CHARGE SUMMARY

Monthly Service Fee	\$0.00
Other Service Charges	\$0.00
<b>Total Service Charges</b>	<b>\$0.00</b>

#### SERVICE CHARGE DETAIL

DESCRIPTION	VOLUME	ALLOWED	CHARGED	PRICE/ UNIT	TOTAL
Monthly Service Fee					
Monthly Service Fee Waived	0			\$95.00	\$0.00
<b>Subtotal Other Service Charges</b>					<b>\$0.00</b>

EXHIBIT

C





October 01, 2021 through October 29, 2021

Account Number: [REDACTED]

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**IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC FUNDS TRANSFERS:** Call us at 1-866-564-2262 or write us at the address on the front of this statement (non-personal accounts contact Customer Service) immediately if you think your statement or receipt is incorrect or if you need more information about a transfer listed on the statement or receipt.

For personal accounts only: We must hear from you no later than 60 days after we sent you the FIRST statement on which the problem or error appeared. Be prepared to give us the following information:

- Your name and account number
- The dollar amount of the suspected error

• A description of the error or transfer you are unsure of, why you believe it is an error, or why you need more information.  
We will investigate your complaint and will correct any error promptly. If we take more than 10 business days (or 20 business days for new accounts) to do this, we will credit your account for the amount you think is in error so that you will have use of the money during the time it takes us to complete our investigation.

**IN CASE OF ERRORS OR QUESTIONS ABOUT NON-ELECTRONIC TRANSACTIONS:** Contact the bank immediately if your statement is incorrect or if you need more information about any non-electronic transactions (checks or deposits) on this statement. If any such error appears, you must notify the bank in writing no later than 30 days after the statement was made available to you. For more complete details, see the Account Rules and Regulations or other applicable account agreement that governs your account. Deposit products and services are offered by JPMorgan Chase Bank, N.A. Member FDIC



JPMorgan Chase Bank, N.A. Member FDIC

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**Business Banking**

2071 N Pebble Creek Pkwy  
Goodyear AZ, 85395  
**Tel (602) 448-9748**  
**Fax (866) 390-8077**

**11.19.2021**

**To Whom It May Concern:**

**This is a letter confirming the banking relationship for Triton Texas Holdings with Chase Bank. They have a Platinum Checking account with Chase and the year-to date average balance is \$100,000.00. The last 4 digits of the checking account are 2968.**

**Please feel free to contact me if you need any additional information.**

*Best Regards,*

*Theresa Dawson*  
Business Relationship Manager  
(p) 602.448.9748 (f) 1.866.390.8077  
[theresa.e.dawson@chase.com](mailto:theresa.e.dawson@chase.com)



**EXHIBIT**

**D**

**Triton Texas Holdings LLC**  
**5910 N. Central Expressway, Suite 1580**  
**Dallas, TX 75206**

VIA: Electronic mail

November 19, 2021

Public Utility Commission of Texas  
PO Box 13326  
Austin, TX 78711-3326

Attention:     Forrest Smith ([Forrest.Smith@puc.texas.gov](mailto:Forrest.Smith@puc.texas.gov))  
                  Rustin Tawater ([Rustin.Tawater@puc.texas.gov](mailto:Rustin.Tawater@puc.texas.gov))

Re:             Certificate of Assurance for Lone Star Water Company and Horseshoe Bend Water  
                  Company LLC

To Whom It May Concern:

This letter confirms the agreement and guarantee of Triton Texas Holdings LLC to cover any operations and/or maintenance shortages (if any) of Lone Star Water Company and/or Horseshoe Bend Water Company LLC by contributing additional cash into Lone Star Water Company and/or Horseshoe Bend Water Company LLC over the first five years of operations of each company.

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document, to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

Regards,

*Paul Kauffman*

Paul Kauffman, President  
Triton Texas Holdings LLC

State of California  
County of San Diego)

On Nov. 19<sup>th</sup> 2021 before me, Ash Nickle, Notary Public (insert name and title of the officer)

personally appeared Paul Kauffman, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *[Signature]* (Seal)



EXHIBIT

E