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DOCKET NO. 52852

APPLICATION OF TERRA	§	
SOUTHWEST, INC. AND UNDINE	§	PUBLIC UTILITY COMMISSION
DEVELOPMENT, LLC FOR SALE,	§	
TRANSFER, OR MERGER OF	§	OF TEXAS
FACILITIES AND CERTIFICATE	§	
RIGHTS IN DENTON COUNTY	§	

CENTRAL STATES WATER RESOURCES, INC.’S MOTION TO INTERVENE

Central States Water Resources, Inc. (“Central States”) files this Motion to Intervene, pursuant to 16 Tex. Admin. Code §§ 22.103 and 22.104, and respectfully shows as follows:

Central States is a Missouri corporation and an affiliate of CSWR, LLC, an established Missouri-based investor-owned water and wastewater utility that provides safe and reliable water and wastewater services in under-served communities throughout Texas. Central States is also an upstream affiliate of CSWR-Texas Utility Operating Company, LLC (“CSWR Texas”), which operates its water and wastewater systems and operations in Texas under CCN numbers 13290 and 21120.

On June 15, 2020, Central States entered into a binding purchase agreement to acquire Terra Southwest, Inc. (“Terra Southwest”). A copy of this agreement is attached as Exhibit A (Highly Sensitive) to this motion. On April 8, 2021, CSWR Texas submitted a notice of intent to determine fair market value. On November 16, 2021, Terra Southwest and Undine Development, LLC (“Undine”) filed this proceeding in which it seeks to acquire Terra Southwest. The filing appears to include a letter of intent to purchase Terra Southwest but does not appear to include a signed purchase agreement between Terra Southwest and Undine. Accordingly, Undine is not acquiring Terra Southwest and Terra Southwest is not being purchased by Undine. Furthermore, Central States’ agreement with Terra Southwest is directly impacted by Undine’s request for authority to acquire Terra Southwest, and questions as to Central States’ and Undine’s agreements

must be addressed in order for the Commission to approve Undine's application. Notably, CSWR Texas sought to intervene in a proceeding involving the same agreement between Undine and Terra Southwest in Docket No. 51632 and was granted intervention. Accordingly, Central States has a justiciable interest in this proceeding.

For these reasons, Central States requests that the presiding officer grant its motion to intervene and all further relief to which it may be justly entitled.

Respectfully submitted,

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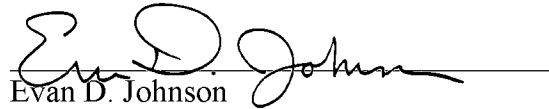


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**ATTORNEYS FOR CENTRAL STATES
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TEXAS UTILITY OPERATING COMPANY,
LLC**

CERTIFICATE OF SERVICE

I hereby certify that on this 23rd day of November 2021, 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.


Evan D. Johnson

**Exhibit A is Highly Sensitive and
will be provided pursuant to the
Protective Order**