



## Filing Receipt

**Received - 2023-01-19 03:57:19 PM**

**Control Number - 52981**

**ItemNumber - 5**



THE LAW OFFICE OF  
**JAMES W. WILSON**

James W. Wilson, Attorney  
[jwilson@jww-law.com](mailto:jwilson@jww-law.com)

Angela Kuykendall, Paralegal  
[akuykendall@jww-law.com](mailto:akuykendall@jww-law.com)

January 19, 2023

via PUC Interchange Filer

Public Utility Commission of Texas  
Attn: Central Records, Filing Clerk  
1701 N. Congress Avenue  
P.O. Box 13326  
Austin, Texas 78711-3326

Re: **Project No. 52981**  
**Ables Springs Special Utility District conversion project to change name on CCN No. 10819**

---

Dear Ms. Montes,

On behalf of Ables Springs Special Utility District (the "District") and as a follow up to our communication of today, please find enclosed as evidence of the Ables Springs Water Supply Corporation's (the "Corporation") transfer of assets, property, obligations, liabilities and operations in connection with the termination of the Corporation and conversion to a Special Utility District, please see the Corporation's Resolution No. 2020-10, attached hereto **Attachment 1**.

If you have any questions or need additional information, please do not hesitate to contact us.

Very truly yours,

Angela Kuykendall, Paralegal to  
James W. Wilson,  
Attorney for the District

Enclosures

c: Tracy Montes, Director, Mapping Section, Infrastructure Division (*via email*)  
client (*via email*)

## **ATTACHMENT A**

**RESOLUTION NO. 2020-10**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF ABLES SPRINGS WATER SUPPLY ADOPTING A PLAN FOR THE DISTRIBUTION AND ASSIGNMENT OF CORPORATION ASSETS, PROPERTY, OBLIGATIONS, LIABILITIES AND OPERATIONS IN CONNECTION WITH THE TERMINATION OF ABLES SPRINGS WATER SUPPLY CORPORATION; AND PROVIDING FOR AN EFFECTIVE DATE.**

WHEREAS, the Ables Springs Water Supply Corporation (the "Corporation") is a nonprofit member-owned water supply corporation operating under Chapter 67 of the Texas Water Code and providing retail water utility service to the public under Certificate of Convenience and Necessity (CCN) No. 10819 issued by the Texas Commission on Environmental Quality ("TCEQ") or one of its predecessor agencies; and

WHEREAS, the Corporation filed a petition with the TCEQ requesting approval to convert the Corporation into the Ables Springs Special Utility District (the "District") under Section 59, Article XVI, of the Texas Constitution, and Chapter 65 of the Texas Water Code; and

WHEREAS, on August 17, 2015, the TCEQ issued AN ORDER GRANTING A REQUEST FOR CONVERSION TO AND CREATION OF ABLES SPRINGS SPECIAL UTILITY DISTRICT OF HUNT, KAUFMAN AND VAN ZANDT COUNTIES AND APPOINTING TEMPORARY DIRECTORS (the "Order"), and the conversion was subsequently confirmed by eligible voters of the District in an election held on November 3, 2015; and

WHEREAS, the District has agreed to accept the conveyance of all assets, property, obligations and liabilities of the Corporation, after which the Corporation will be terminated.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ABLES SPRINGS WATER SUPPLY CORPORATION THAT the following plan for the transfer and distribution of Corporation assets, property, obligations and liabilities to the District in connection with the Corporation's termination is adopted pursuant to the obligation and agreement of the District to accept and assume responsibility for all assets, property, obligations, liabilities and operations of the Corporation commencing at 12:01 a.m. on December 16, 2015:

1. Peter Esposito, as President of the Corporation, is authorized to transfer all real property interests of the Corporation, including any and all land, easements and leasehold interests, to the District by deed or assignment filed in the real property records of Hunt County, Kaufman County, and Van Zandt County, Texas.

2. Peter Esposito, as President of the Corporation, is authorized to transfer all of the Corporation's tangible personal property to the District including, without limitation, any and all furniture, fixtures, equipment, inventory and supplies.

3. Peter Esposito, as President of the Corporation, is authorized to transfer or assign all of the intangible assets of the Corporation to the District including, without limitation, any and all contractual rights and obligations of the Corporation, trademarks, service marks and trade names, licenses and permits, and official records.

4. Peter Esposito, as President of the Corporation, or Tammy Jordan, as Secretary of the Corporation, are authorized to transfer all funds of the Corporation on deposit with any financial institution or agency to similar accounts of the District.

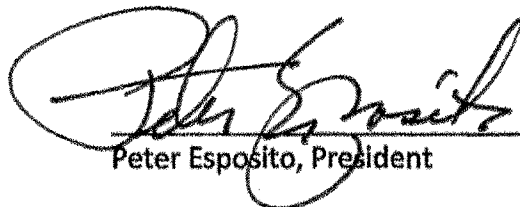
5. Peter Esposito, as President of the Corporation, is authorized to appoint legal counsel to prepare, execute and file appropriate instruments with the Public Utility Commission of Texas to transfer CCN No. 10841 from the Corporation to the District.

6. The effective time and date of the above-referenced transfers will be 12:01 a.m. on December 16, 2015.

7. All prior transfers of Corporation assets to the District are hereby approved and ratified to be effective as of 12:01 a.m. on December 16, 2015.

8. Peter Esposito, as President of the Corporation, or James W. Wilson, as General Counsel of the Corporation, is authorized to file a Certificate of Termination of a Domestic Entity with the Secretary of State of the State of Texas after completing the transfer of all assets, property, obligations, liabilities and operations of the Corporation to the District and filing of the Corporation's final 990 federal tax return.

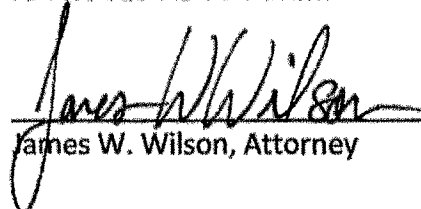
PASSED and ADOPTED on the 17<sup>th</sup> day of June, 2020, by the Board of Directors of Ables Springs Water Supply Corporation.

  
Peter Esposito, President

ATTEST:

  
Tammy Jordan, Secretary

APPROVED AS TO FORM:

  
James W. Wilson, Attorney

