



Filing Receipt

Filing Date - 2023-10-24 04:44:04 PM

Control Number - 53718

Item Number - 72

DOCKET NO. 53718

**APPLICATION OF RANCH COUNTRY §
OF TEXAS, INC. AND CSWR-TEXAS §
UTILITY OPERATING COMPANY, § PUBLIC UTILITY COMMISSION
LLC FOR SALE, TRANSFER, OR §
MERGER OF FACILITIES AND § OF TEXAS
CERTIFICATE RIGHTS IN AUSTIN §
COUNTY §**

**CSWR-TEXAS UTILITY OPERATING COMPANY, LLC'S
NOTICE OF COMPLETED TRANSACTION**

CSWR-Texas Utility Operating Company, LLC (“CSWR-Texas”) hereby files this Notice of Completed Transaction and states the following:

I. SUBMITTAL OF CLOSING DOCUMENTS

1. Order No. 15, issued on October 18, 2023, approved the sale and transfer transaction in the above-referenced matter and required the applicants to submit, within 180 days and not later than 30 days after the consummation of the transaction, proof to the Public Utility Commission of Texas (“Commission”) that the transaction has been consummated and that the customer deposits have been addressed.¹
2. Attached hereto as Exhibit A is the fully executed Bill of Sale and Assignment. The effective date of the transaction was January 14, 2021.
3. There are no outstanding customer deposits associated with this water system.
4. CSWR-Texas has therefore submitted all documents or information required by Order No. 15.

¹ As elaborated in CSWR-Texas’s Response to Order No. 8, the transaction closed on January 14, 2021. For this reason, and to the extent necessary, CSWR-Texas requests a good cause exception to the requirement that closing documentation must be filed within 30 days of the date of the effective date of the agreement.

II. PRAYER FOR RELIEF

For the reasons stated above, and in accordance with Order No. 15, CSWR-Texas respectfully requests that Commission Staff file a recommendation to approve the sufficiency of the documents and propose a procedural schedule for continued processing of this docket. CSWR-Texas also requests, to the extent necessary, a good cause exception from the requirement under 16 TAC § 24.239(*l*) that proof of the transaction be filed within 30 days of the effective date of the transaction.

Respectfully submitted,

L. Russell Mitten
General Counsel
Central States Water Resources, Inc.
1630 Des Peres Rd., Suite 140
Des Peres, MO 63131
(314) 380-8595
(314) 763-4743 (Fax)




Evan D. Johnson
State Bar No. 24065498
Sidne E. Finke
State Bar No. 24131870
Coffin Renner LLP
1011 W. 31st Street
Austin, Texas 78705
(512) 879-0900
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**ATTORNEYS FOR CSWR-TEXAS UTILITY
OPERATING COMPANY, LLC**

CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of October 2023, notice of the filing of this document was provided to all parties of record via electronic mail in accordance with the Second Order Suspending Rules, issued in Project No. 50664.



Sidne E. Finke

AFTER RECORDING, RETURN TO:

KEVIN M. FLAHIVE
ARMBRUST & BROWN, PLLC
100 CONGRESS AVE., STE 1300
AUSTIN, TX 78701-2744

BILL OF SALE AND ASSIGNMENT

THE STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS: THAT
COUNTY OF AUSTIN §

This Bill of Sale and Assignment ("Assignment") is executed to be effective as of the 14th day of January, 2021 (the "Effective Date"), by RANCH COUNTRY OF TEXAS WATER SYSTEMS, INC., a Texas corporation ("Assignor"), in favor of CSWR-TEXAS UTILITY OPERATING COMPANY, LLC, a Texas limited liability company ("Assignee").

RECITALS

WHEREAS, Assignor, as "Seller," and Assignee or Assignee's affiliate, as "Buyer," are parties to that certain "Agreement for Sale of Utility System" dated May 30, 2019 (as amended and assigned, the "Purchase Agreement") pursuant to which Assignor agreed to sell, and Assignee agreed to purchase, all of Assignor's assets, personal property, and real property connected with certain water facilities developed and operated by Assignor (the "System") to serve customers within the area described on **Exhibit A** attached hereto and incorporated herein by reference (the "Service Area");

WHEREAS, concurrently herewith, Assignor has, pursuant to the terms of the Purchase Agreement, sold and conveyed to Assignee certain real property that pertains to the ownership, operation, and/or maintenance of the System, which is described on **Exhibit B** attached to this Assignment and incorporated herein by reference, together with all improvements thereon, all fixtures attached thereto, and all rights appurtenant thereto (the "Real Property"); and

WHEREAS, Assignor has also agreed, pursuant to the terms of the Purchase Agreement, to convey to Assignee all of Assignor's right, title, and interest in and to all assets and personal property owned by Assignor which pertain to or are used in connection with the ownership, operation, and/or maintenance of the System and the Real Property, including, without limitation, the assets and personal property described on **Exhibit C** attached hereto and incorporated herein by reference (collectively, the "Additional Assets").

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing recitals and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor and Assignee hereby agree as follows:

1. **Assignment.** Assignor hereby sells, assigns, conveys, transfers, delivers, and sets over unto Assignee, free and clear of any and all liens and encumbrances, all of Assignor's right, title, and interests in and to the Additional Assets, to have and to hold, with all of the rights and appurtenances thereto belonging, unto Assignee, its successors and assigns, to itself and for its own use and behalf forever. Assignor hereby warrants and represents to and assures Assignee that Assignor has not previously sold, assigned, conveyed, transferred, delivered, or set over any of the Additional Assets to any third party and

that Assignor, or its predecessor(s) in interest, have owned, operated, and maintained the System in a continuous, uninterrupted, open, notorious, and adverse manner for a time period in excess of ten (10) years prior to the Effective Date.

2. Governing Law and Venue. This Assignment shall be construed under and enforced in accordance with the laws of the State of Texas. Venue for any suit under the terms of this Assignment shall be in Austin County, Texas.

3. Further Assurances. Assignor agrees to do, execute, deliver, or cause to be done, executed, and delivered to Assignee, upon demand, such further acts, documents, instruments, assignments, powers of attorney, assurances, or conveyances and shall take such further actions as are necessary to effectuate this Assignment.

4. Attorneys' Fees and Costs. If any action or proceeding is commenced by either party to enforce their rights under this Assignment, the prevailing party in such action or proceeding shall be entitled to recover all reasonable costs and expenses, including, without limitation, reasonable attorneys' fees and court costs, in addition to any other relief awarded by the court.

5. Successors and Assigns. This Assignment shall inure to the benefit of and be binding upon, the successors, executors, administrators, legal representatives and assigns of the parties hereto.

6. Counterparts. To facilitate execution: (a) this instrument may be executed in any number of counterparts as may be convenient or necessary; (b) it shall not be necessary that the signatures of all Parties be contained in any one counterpart; (c) the signature pages taken from separate individually executed counterparts of this instrument may be combined to form multiple fully executed counterparts; and (d) a facsimile signature or a signature sent by electronic mail shall be deemed to be an original signature for all purposes. All executed counterparts of this instrument shall be deemed to be originals, but all such counterparts, when taken together, shall constitute one and the same agreement.

7. Authority to Execute. Each person whose signature appears hereon represents, warrants and guarantees that he or she has been duly authorized and has full authority to execute this Assignment on behalf of the party on whose behalf this Assignment is executed.

8. Subject to Purchase Agreement. This Assignment is in accordance with and is subject to all of the representations, warranties, covenants, exclusions and indemnities set forth in the Purchase Agreement, all of which are incorporated herein by reference. In the event of a conflict between the provisions of this Assignment and the provisions of the Purchase Agreement, the provisions of the Purchase Agreement shall govern. This Assignment does not merge, supersede, enlarge or satisfy any representation, warranty, covenant, agreement or other duty or obligation of Assignor arising under the Purchase Agreement or the closing of the transactions contemplated therein, other than the obligation to execute and deliver to Assignee this Assignment at Closing (as defined in the Purchase Agreement).

ASSIGNEE:

CSWR-TEXAS UTILITY OPERATING COMPANY,
LLC, a Texas limited liability company

By: CENTRAL STATES WATER RESOURCES, INC., a
Missouri corporation, its manager

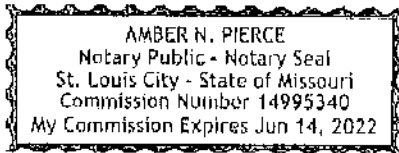
By: _____
Josiah M. Cox, President

THE STATE OF MISSOURI §

COUNTY OF ST. LOUIS §

This instrument was acknowledged before me this 13th day of January, 2021, by JOSIAH M. COX, President of Central States Water Resources, Inc., a Missouri corporation, manager of CSWR-Texas Utility Operating Company, LLC, a Texas limited liability company, on behalf of said corporation and limited liability company.

(SEAL)

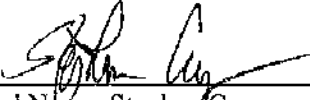


Amber N. Pierce
Notary Public Signature

IN WITNESS WHEREOF, the parties have executed this Assignment to be effective as of the Effective Date.

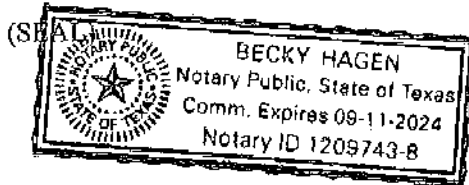
ASSIGNOR:

RANCH COUNTRY OF TEXAS WATER SYSTEMS, INC., a Texas corporation

By: 
Printed Name: Stephen Cryan
Title: Vice President

THE STATE OF TEXAS §
COUNTY OF Austin §

This instrument was acknowledged before me this 14 day of April, 2021, by STEPHEN CRYAN, Vice President of RANCH COUNTRY OF TEXAS WATER SYSTEMS, INC., a Texas corporation, on behalf of said corporation.




Notary Public Signature

EXHIBIT A



December 17, 2020

Ranch Country (Hill Side Estates)

The area served is approximately 5.0 miles northwest of the City of Sealy, Texas located in the Houston and Texas Central Railway Company Survey (A-207), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the North corner of Lot 5 & Lot 6 of the Hill Side Estates Subdivision, a subdivision in Austin County, Texas (per plat recorded in Volume 1, Pages 221-222 of the Austin County Plat Records);

THENCE, the following eight (8) courses:

- 1) South 47° 34' 22" East for a distance of 1,206.74 feet to a point;
- 2) South 42° 17' 47" West for a distance of 199.99 feet to a point;
- 3) South 47° 34' 22" East for a distance of 289.17 feet to a point;
- 4) South 44° 07' 18" West for a distance of 736.32 feet to a point;
- 5) North 47° 34' 27" West for a distance of 266.62 feet to a point;
- 6) South 42° 17' 18" West for a distance of 177.30 feet to a point;
- 7) North 47° 40' 49" West for a distance of 1,205.70 feet to a point;
- 8) North 42° 17' 17" East for a distance of 1,115.56 feet to the **POINT OF BEGINNING**, and containing 35.533 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.



December 17, 2020

Ranch Country (Lakeside Estates)

The area served is approximately 4.4 miles northwest of the City of Sealy, Texas located in the Houston and Texas Central Railway Company Survey (A-207), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the North corner of Lot 1 of the Lakeside Estates Subdivision, Section Two, a subdivision in Austin County, Texas (per plat recorded in Volume 1, Page 220 of the Austin County Plat Records);

THENCE, the following four (4) courses:

- 1) South 47° 13' 22" East for a distance of 2,050.84 feet to a point;
- 2) South 42° 13' 06" West for a distance of 806.02 feet to a point;
- 3) North 47° 13' 22" West for a distance of 2,062.43 feet to a point;
- 4) North 43° 02' 31" East for a distance of 805.99 feet to the **POINT OF BEGINNING**, and containing 38.053 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.



December 17, 2020

Ranch Country (Meadow View Estates)

The area served is approximately 4.1 miles southwest of the City of Sealy, Texas located in the Houston and Texas Central Railway Company Survey (A-205) and the Charles F. Machemehl Survey (A-398), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the South corner of Lot 12, Block 1 of the Meadow View Estates Subdivision, a subdivision in Austin County, Texas (per plat recorded in Volume 1, Page 249 of the Austin County Plat Records);

THENCE, the following five (5) courses:

- 1) North 47° 28' 28" West for a distance of 2,993.96 feet to a point;
- 2) North 42° 41' 50" East for a distance of 3,234.43 feet to a point;
- 3) South 47° 30' 48" East for a distance of 2,648.34 feet to a point;
- 4) South 76° 30' 14" West for a distance of 1,764.93 feet to a point;
- 5) South 05° 48' 16" West for a distance of 2,211.53 feet to the **POINT OF BEGINNING**, and containing 167.254 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.



December 18, 2020

Ranch Country (Settler's Crossing)

The area served is approximately 4.3 miles northwest of the City of Sealy, Texas located in the M.M. Kenney Survey (A-370), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the North corner of Lot 1, of the Settler's Crossing Subdivision, Section 1, a subdivision in Austin County, Texas (per plat recorded in Volume 2, Pages 42-45 of the Austin County Plat Records);

THENCE, the following five (5) courses;

- 1) South 47° 40' 25" East for a distance of 2,646.57 feet to a point;
- 2) South 42° 22' 50" West for a distance of 1,159.02 feet to a point;
- 3) South 84° 11' 56" West for a distance of 1,979.59 feet to a point;
- 4) North 47° 13' 47" West for a distance of 1,324.18 feet to a point;
- 5) North 42° 19' 35" East for a distance of 2,622.82 feet to the **POINT OF BEGINNING**, and containing 137.413 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.



December 21, 2020

Ranch Country (Settler's Estates)

The area served is approximately 3.4 miles West of the City of Sealy, Texas located in the Houston and Texas Central Railway Company Survey (A-206), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the northwest corner of Lot 1, Block 1 of the Settler's Estates Subdivision, a subdivision in Austin County, Texas (per plat recorded in Volume 1, Pages 355-362 of the Austin County Plat Records);

THENCE, the following twelve (12) courses:

- 1) North 88° 45' 05" East for a distance of 278.09 feet to a point;
- 2) South 81° 26' 14" East for a distance of 120.51 feet to a point;
- 3) South 26° 32' 05" East for a distance of 283.85 feet to a point;
- 4) South 05° 27' 03" East for a distance of 2,746.96 feet to a point;
- 5) South 42° 23' 43" West for a distance of 1,006.07 feet to a point;
- 6) South 42° 20' 41" West for a distance of 540.17 feet to a point;
- 7) North 48° 02' 26" West for a distance of 326.81 feet to a point;
- 8) North 47° 47' 49" West for a distance of 901.18 feet to a point;
- 9) North 47° 50' 10" West for a distance of 199.97 feet to a point;
- 10) North 48° 13' 14" West for a distance of 575.06 feet to a point;
- 11) North 47° 56' 47" West for a distance of 601.53 feet to a point;
- 12) North 42° 25' 09" East for a distance of 3,248.89 feet to the **POINT OF BEGINNING**, and containing 160.122 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor preform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.



December 21, 2020

Ranch Country (Settler's Meadow)

The area served is approximately 3.5 miles southwest of the City of Sealy, Texas located in the M.M. Kenney Survey (A-371), in Austin County, Texas and being more particularly described as follows:

BEGINNING at a point at the West corner of Lot 1, Block 1 of the Settler's Meadow Subdivision, a subdivision in Austin County, Texas (per plat recorded in Volume 1, Page 331 of the Austin County Plat Records);

THENCE, the following six (6) courses:

- 1) North 42° 59' 32" East for a distance of 786.85 feet to a point;
- 2) North 47° 57' 31" West for a distance of 19.93 feet to a point;
- 3) North 42° 59' 32" East for a distance of 1,017.38 feet to a point;
- 4) South 47° 59' 10" East for a distance of 2,975.50 feet to a point;
- 5) South 42° 24' 01" West for a distance of 1,801.92 feet to a point;
- 6) North 48° 01' 35" West for a distance of 2,974.22 feet to the **POINT OF BEGINNING**, and containing 123.181 acres of land, more or less.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor preform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.

EXHIBIT "B"**HILL SIDE ESTATES WATER WELL EASEMENT
0.021 OF AN ACRE
METES AND BOUNDS DESCRIPTION**

Being a 0.021 of an acre tract of land situated approximately 5.0 miles northwest of the City of Sealy, in the Houston & Texas Central Railway Company Survey (Abstract No. 207) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 4 of the Hill Side Estates Subdivision, plat recorded in Volume 1, Pages 221-222 of the Austin County Plat Records, and said Lot 4 being conveyed in a Warranty Deed with Vendor's Lien from Kelly Picasso to Maria Del Rosario Gutierrez and Tomas Gutierrez Cabrera, dated February 5, 2016, recorded in Instrument #160620 of the Austin County Official Records. All lot references herein are to said Hill Side Estates Subdivision unless otherwise noted. Metes and bounds description of said 0.021 of an acre easement is as follows:

BEGINNING at a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in the northwesterly right-of-way line of Odom Drive (60-foot wide right-of-way), for the southwest corner of Lot 5, same being the East corner of said Lot 4 and of the herein described tract;

THENCE South 42° 17' 18" West, with the said northwesterly right-of-way line, with the southeast line of said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the South corner of the herein described tract, from which a 1/2" iron rod found for the East corner of Lot 3, same being the South corner of said Lot 4 bears South 42° 17' 18" West, a distance of 113.20 feet;

THENCE North 45° 56' 53" West, across said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the West corner of the herein described tract;

THENCE North 42° 17' 18" East, continuing across said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in the southwest line of said Lot 5, same being in the northeast line of said Lot 4, for the North corner of the herein described tract, from which a 1/2" iron rod found for the West corner of said Lot 5, same being the North corner of said Lot 4 bears North 45° 56' 53" West, a distance of 265.23 feet;

THENCE South 45° 56' 53" East, with the common line between said Lot 5 and said Lot 4, for a distance of 30.00 feet to the **POINT OF BEGINNING**, and containing 0.021 of an acre (900 square feet) of land, more or less.

All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey.

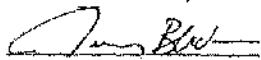

Jererry L Bludau
Registered Professional Land Surveyor
License No. 6390
Maverick Engineering, Inc., Firm # 100491-02
State of Texas
Surveyed January 3, 2020



EXHIBIT "B"**LAKESIDE ESTATES WATER WELL EASEMENT
0.009 OF AN ACRE
METES AND BOUNDS DESCRIPTION**

Being a 0.009 of an acre tract of land situated approximately 4.4 miles northwest of the City of Sealy, in the Houston & Texas Central Railway Company Survey (Abstract No. 207) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 22 of the Lakeside Estates Subdivision, Section Two, plat recorded in Volume 1, Page 220 of the Austin County Plat Records, and said Lot 22 being conveyed in a Special Warranty Deed with Vendor's Lien from Interbay Funding, LLC to Jose M. Chavez, dated November 26, 2002, recorded in Instrument #027138 of the Austin County Official Records. All lot references herein are to said Lakeside Estates Subdivision, Section Two unless otherwise noted. Metes and bounds description of said 0.009 of an acre easement is as follows:

BEGINNING at a 1/2" iron rod found in the southwesterly right-of-way line of Grace Lane (60-foot wide right-of-way), for the North corner of Lot 21, same being the East corner of said Lot 22 and of the herein described tract;

THENCE South 43° 02' 31" West, with the common line between said Lot 21 and said Lot 22, for a distance of 20.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the South corner of the herein described tract;

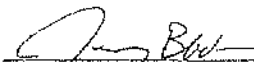
THENCE North 47° 13' 22" West, across said Lot 22, for a distance of 20.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the West corner of the herein described tract;

THENCE North 43° 02' 31" East, continuing across said Lot 22, for a distance of 20.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in said southwesterly right-of-way line of Grace Lane, same being the northeast line of said Lot 22, for the North corner of the herein described tract, from which a 1/2" iron rod found for the East corner of Lot 23, same being the North corner of said Lot 22 bears North 47° 13' 22" West, a distance of 137.29 feet;

THENCE South 47° 13' 22" East, with the said southwesterly right-of-way line of Grace Lane, with the northeast line of said Lot 22, for a distance of 20.00 feet to the **POINT OF BEGINNING**, and containing 0.009 of an acre (400 square feet) of land, more or less.

All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey.



Jeremy L. Bludau
Registered Professional Land Surveyor
License No. 6390
Maverick Engineering, Inc., Firm # 100491-02
State of Texas
Surveyed January 3, 2020

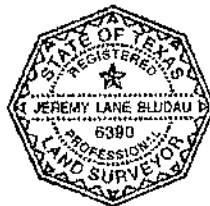


EXHIBIT B
Meadowview Estates Angel Cove Easement

Legal description of land:

0.014 acre tract of land for the purposes of a Permanent Easement and being out of and a part of Lot 1, Block 2, Meadow View Estates a subdivision of a called 134.6506 acres of land located in the H & TCRR Company Survey, Section 161, Abstract 205, in Austin County, Texas, according to the map and plat filed for record in the Office of the County Clerk of Austin County, Texas in Volume 1, Pages 249-252, of the Plat Records and Re-plat filed for record in the Office of the County Clerk of Austin County, Texas in Volume 1, Pages 285-286 of the Plat Records and being further described in deed dated December 9, 2020, recorded in File No. 205799 of the Official Records of Austin County, Texas.

EXHIBIT B

MEADOW VIEW ESTATES WATER WELL EASEMENT
0.037 OF AN ACRE
METES AND BOUNDS DESCRIPTION

Being a 0.037 of an acre tract of land situated approximately 4.25 miles southwest of the City of Sealy, in the Houston & Texas Central Railway Company Survey (Abstract No. 205) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 2, Block 1 of the Meadow View Estates Subdivision, plat recorded in Volume 1, Page 249 of the Austin County Plat Records, and said Lot 2 being conveyed in a Warranty Deed from Andres A. Hernandez, et ux to Ruben Ortiz, et ux, dated October 30, 2009, recorded in Instrument #094999 of the Austin County Official Records. All lot references herein are to said Block 1 of Meadow View Estates Subdivision, unless otherwise noted. Metes and bounds description of said 0.037 of an acre easement is as follows:

BEGINNING at a 1/2" iron rod found in the southwesterly right-of-way line of Lauren Lane (80-foot wide right-of-way), for the North corner of Lot 3, same being the East corner of said Lot 2 and of the herein described tract;

THENCE South 42° 41' 43" West, with the common line between said Lot 3 and said Lot 2, for a distance of 40.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the South corner of the herein described tract, from which a 1/2" iron rod found for the West corner of said Lot 3, same being the South corner of said Lot 2 bears South 42° 41' 43" West, a distance of 470.34 feet;

THENCE North 47° 30' 54" West, across said Lot 2, for a distance of 40.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the West corner of the herein described tract;

THENCE North 42° 41' 43" East, continuing across said Lot 2, for a distance of 40.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in said southwesterly right-of-way line of Lauren Lane, same being the in northeast line of said Lot 2, for the North corner of the herein described tract;

THENCE South 47° 30' 54" East, with the said southwesterly right-of-way line of Lauren Lane, with the northeast line of said Lot 2, for a distance of 40.00 feet to the POINT OF BEGINNING, and containing 0.037 of an acre (1,600 square feet) of land, more or less.

All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey.

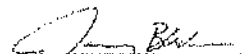

Jeremy L. Bludau
Registered Professional Land Surveyor
License No. 6390
Maverick Engineering, Inc., Firm # 100491-02
State of Texas
Surveyed January 3, 2020



EXHIBIT "B"**SETTLERS CROSSING WATER WELL EASEMENT
0.020 OF AN ACRE
METES AND BOUNDS DESCRIPTION**

Being a 0.020 of an acre tract of land situated approximately 4.3 miles northwest of the City of Sealy, in the M. Kenney Survey (Abstract No. 370) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 4, Block 1 of the Settlers Crossing, Section 3 Subdivision, plat recorded in Volume 2, Page 116 of the Austin County Plat Records, and said Lot 4 being conveyed in a Special Warranty Deed from Settlers' Crossing, Inc. to RCOT Construction Company, dated February 19, 2019, recorded in Instrument #190783 of the Austin County Official Records. All lot references herein are to said Block 1 of Settlers Crossing, Section 3 Subdivision unless otherwise noted. Metes and bounds description of said 0.020 of an acre easement is as follows:

BEGINNING at a 1/2" iron rod found in the northwesterly right-of-way line of Colony Drive (70-foot wide right-of-way), for the South corner of Lot 5, same being the East corner of said Lot 4 and of the herein described tract;

THENCE South 56° 35' 26" West, with the said northwesterly right-of-way line, with the southeast line of said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the South corner of the herein described tract, from which a 1/2" iron rod found for the North corner of Lot 3, same being the West corner of said Lot 4 bears South 56° 35' 26" West, a distance of 145.79 feet and North 47° 54' 24" West, a distance of 239.41 feet;

THENCE North 47° 54' 24" West, across said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the West corner of the herein described tract;

THENCE North 56° 35' 26" East, continuing across said Lot 4, for a distance of 30.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in the southwest line of said Lot 5, same being in the northeast line of said Lot 4, for the North corner of the herein described tract;

THENCE South 47° 54' 24" East, with the common line between said Lot 5 and said Lot 4, for a distance of 30.00 feet to the **POINT OF BEGINNING**, and containing 0.020 of an acre (871 square feet) of land, more or less.

All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey

Jeremy L. Bludau
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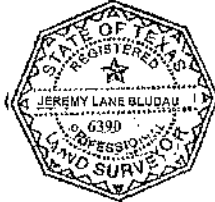


EXHIBIT "B"**SETTLER'S ESTATES WATER WELL EASEMENT
0.012 OF AN ACRE
METES AND BOUNDS DESCRIPTION**

Being a 0.012 of an acre tract of land situated approximately 3.6 miles West of the City of Sealy, in the Houston & Texas Central Railway Company Survey (Abstract No. 206) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 12, Block 1 of the Settler's Estates Subdivision, plat recorded in Volume 1, Pages 355-362 of the Austin County Plat Records, and said Lot 12 being conveyed in a General Warranty Deed with Vendor's Lien from Grayson E. Cowart, et ux to Kevin H. Cendalski, et ux, dated July 7, 2009, recorded in Instrument #093164 of the Austin County Official Records. All lot references herein are to said Block 1 of Settler's Estates Subdivision unless otherwise noted. Metes and bounds description of said 0.012 of an acre easement is as follows:

BEGINNING at a 1/2" iron rod with yellow plastic cap stamped "RPLS #2085" found in the northwesterly right-of-way line of Settler's Way Drive (70-foot wide right-of-way), for the East corner of Lot 13, same being the South corner of said Lot 12 and of the herein described tract, from which a 1/2" iron rod found for the most easterly South corner of said Lot 13 bears South 42° 25' 09" West, a distance of 148.06 feet;

THENCE North 47° 34' 51" West, with the common line between said Lot 12 and said Lot 13, for a distance of 35.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the West corner of the herein described tract;

THENCE North 42° 25' 09" East, across said Lot 12, for a distance of 15.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the North corner of the herein described tract;

THENCE South 47° 34' 51" East, continuing across said Lot 12, for a distance of 35.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in said northwesterly right-of-way line of Settler's Way Drive, same being the southeast line of said Lot 12, for the East corner of the herein described tract;

THENCE South 42° 25' 09" West, with the said northwesterly right-of-way line of Settler's Way Drive, with the southeast line of said Lot 12, for a distance of 15.00 feet to the **POINT OF BEGINNING**, and containing 0.012 of an acre (525 square feet) of land, more or less.

All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey.



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EXHIBIT "B"**SETTLER'S MEADOW WATER WELL EASEMENT
0.009 OF AN ACRE
METES AND BOUNDS DESCRIPTION**

Being a 0.009 of an acre tract of land situated approximately 3.6 miles West of the City of Sealy, in the M.M. Kenney Survey (Abstract No. 371) in Austin County, Texas, for the purpose of a Permanent Easement and being out of and a part of Lot 7 of the Settler's Meadow Subdivision, plat recorded in Volume 1, Pages 331 of the Austin County Plat Records, and said Lot 7 being conveyed in a Special Warranty Deed from Ranch Country of Texas, Inc. to Crystal K. Stricker, dated May 31, 2005, recorded in Instrument #053215 of the Austin County Official Records. All lot references herein are to said Settler's Meadow Subdivision unless otherwise noted. Metes and bounds description of said 0.009 of an acre easement is as follows:

BEGINNING at a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in the curved southwesterly right-of-way line of Settler's Court (80-foot wide right-of-way), for the East corner of Lot 6, same being the North corner of said Lot 7 and of the herein described tract;

THENCE with said curved southwesterly right-of-way line of Settler's Court, with a northeast line of said Lot 7, with a circular curve to the right, having a radius of 460.00 feet, whose long chord bears South 48° 12' 36" East, a distance of 3.16 feet, for an arc length of 3.16 feet to a 1/2" iron rod with yellow plastic cap found for the point of tangency of said circular curve;

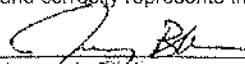
THENCE South 48° 00' 48" East, continuing with said southwesterly right-of-way line of Settler's Court, with a second northeast line of said Lot 7, for a distance of 11.84 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the East corner of the herein described tract, from which a 5/8" iron rod with yellow plastic cap found for the North corner of Lot 8, same being the East corner of said Lot 7 bears South 48° 00' 48" East, a distance of 237.08 feet;

THENCE South 43° 01' 50" West, across said Lot 7, for a distance of 25.01 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set for the South corner of the herein described tract;

THENCE North 48° 00' 48" West, continuing across said Lot 7, for a distance of 15.00 feet to a 5/8" steel rod with an orange plastic cap stamped "J. Bludau RPLS #6390" set in the southeast line of said Lot 6, same being the northwest line of said Lot 7, for the West corner of the herein described tract, from which a 5/8" iron rod with yellow plastic cap found for the South corner of said Lot 6, same being the West corner of said Lot 7 bears South 43° 01' 50" West, a distance of 828.52 feet;

THENCE North 43° 01' 50" East, with the common line between said Lot 6 and said Lot 7, for a distance of 25.00 feet to the **POINT OF BEGINNING**, and containing 0.009 of an acre (375 square feet) of land, more or less. All bearings are based on Grid North, Texas State Plane Coordinate System, NAD83(2011) Texas South Central Zone No. 4204. The unit measure for all distances is US Survey Feet and are represented as surface values and may be converted to grid by dividing by the surface adjustment factor of 1.00013.

I hereby certify that the foregoing metes and bounds description and accompanied survey plat were prepared from a survey performed on the ground under my direct supervision, and correctly represents the facts found at the time of the survey.


Jeremy L. Bludau
Registered Professional Land Surveyor
License No. 6390
Maverick Engineering, Inc., Firm# 100491-02
State of Texas
Surveyed January 3, 2020

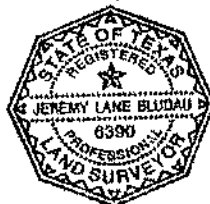


EXHIBIT C
ADDITIONAL ASSETS

All of Assignor's right, title and interest in and to any of the following assets or personal property to the extent that they pertain to or are used in connection with the ownership, operation, and/or maintenance of the System (collectively, the "Additional Assets");

a) All easements, streets, rights-of-way, or other improvements, rights, or interests of any kind or nature providing access to the System and the Service Area, including, but not limited to, any rights and interests held or reserved by Assignor in any subdivision plats within the Service Area, all of Assignor's rights as declarant or otherwise under any restrictive covenants, all rights and interests held or reserved by Assignor in the following:

- i. Special Warranty Deed recorded in Instrument Number 204306, Official Public Records of Austin County, Texas, on September 23, 2020;
- ii. Settlers' Crossing Section Three Covenants, Restrictions and Conditions recorded in Instrument Number 161889, Official Public Records of Austin County, Texas on April 28, 2016;
- iii. Plat of Settlers' Crossing Section Three recorded in Instrument Number 161886, Official Public Records of Austin County, Texas on April 27, 2016;
- iv. Sanitary Control Easement recorded in Instrument Number 093293, Official Public Records of Austin County, Texas, on July 21, 2009;
- v. Settlers' Crossing Section One Covenants, Restrictions and Conditions recorded in Instrument Number 084795, Official Public Records of Austin County, Texas on September 8, 2008, re-recorded September 23, 2008 for purpose of adding the file number;
- vi. Special Warranty Deed recorded in Instrument Number 093292, Official Public Records of Austin County, Texas, on July 21, 2009;
- vii. Plat of Settlers' Crossing Section One recorded in Instrument Number 084794, Official Public Records of Austin County, Texas on September 8, 2008;
- viii. Special Warranty Deed recorded in Instrument Number 204307, Official Public Records of Austin County, Texas, on September 23, 2020;
- ix. Plat of Settler's Estates recorded in Instrument Number 042443, Official Public Records of Austin County, Texas on April 22, 2004;
- x. A Partial Replat of Settler's Estates recorded in Instrument Number 045877, Official Public Records of Austin County, Texas on September 13, 2004;
- xi. Settlers' Estates Covenants, Restrictions and Conditions recorded in Instrument Number 042444, Official Public Records of Austin County, Texas on April 22, 2004;
- xii. Amendment of Easement and Right-of-Way recorded in Instrument Number 038245, Official Public Records of Austin County, Texas on December 16, 2003;
- xiii. Encroachment Agreement recorded in Instrument Number 038246, Official Public Records of Austin County, Texas on December 16, 2003;
- xiv. Sanitary Control Easement recorded in Instrument Number 042537, Official Public Records of Austin County, Texas, on April 27, 2004;
- xv. Warranty Deed recorded in Instrument Number 032123, Official Public Records of Austin County, Texas, on April 4, 2003;
- xvi. Special Warranty Deed recorded in Instrument Number 204305, Official Public Records of Austin County, Texas, on September 23, 2020;
- xvii. Settlers' Meadows Covenants, Restrictions and Conditions recorded in Instrument Number 036627, Official Public Records of Austin County, Texas on October 10, 2003, Correction recorded in Instrument Number 038052, Official Public Records of Austin County, Texas on February 21, 2013;

- xxviii. Plat of Settler's Meadow recorded in Volume 1, Page 331, Official Public Records of Austin County, Texas on September 24, 2003;
- xix. Settler's Meadow Replat of Lots 33 & 34 recorded in Instrument Number 040779, Official Public Records of Austin County, Texas on February 9, 2004;
- xx. Sanitary Control Easement recorded in Instrument Number 041091, Official Public Records of Austin County, Texas, on February 23, 2004;
- xxi. Special Warranty Deed of Easement recorded in Instrument Number 204303, Official Public Records of Austin County, Texas, on September 23, 2020;
- xxii. Hillside Estates Declaration of Covenants, Conditions and Restrictions recorded in Instrument Number 981157, Official Public Records of Austin County, Texas on March 2, 1998;
- xxiii. Plat of Hillside Estates recorded in Volume 1, Page 221-222, Official Public Records of Austin County, Texas on December 19, 1997;
- xxiv. Sanitary Control Easement recorded in Instrument Number 006850, Official Public Records of Austin County, Texas, on October 30, 2000;
- xxv. Special Warranty Deed of Easement recorded in Instrument Number 205787, Official Public Records of Austin County, Texas, on December 8, 2020;
- xxvi. Meadow View Estates Covenants, Restrictions and Conditions recorded in Instrument Number 993249, Official Public Records of Austin County, Texas on June 4, 1999;
- xxvii. Covenants, Conditions and Restrictions Meadow View Estates Subd. recorded in Instrument Number 033165, Official Public Records of Austin County, Texas on May 16, 2003;
- xxviii. Sanitary Control Easement recorded in Instrument Number 023332, Official Public Records of Austin County, Texas, on June 12, 2002;
- xxix. Sanitary Control Easement recorded in Instrument Number 023333, Official Public Records of Austin County, Texas, on June 12, 2002;
- xxx. Plat of Meadow View Estates recorded in Volume 1, Page 249-252, Official Public Records of Austin County, Texas on February 28, 2000;
- xxxi. Special Warranty Deed of Easement recorded in Instrument Number 205788, Official Public Records of Austin County, Texas, on December 8, 2020;
- xxxii. Special Warranty Deed of Easement recorded in Instrument Number 204304, Official Public Records of Austin County, Texas, on September 23, 2020;
- xxxiii. Lakeside Estates Section II Declaration of Covenants, Conditions and Restrictions recorded in Instrument Number 981156, Official Public Records of Austin County, Texas on March 2, 1998;
- xxxiv. Warranty Deed recorded in Instrument Number 1326845, Official Public Records of Austin County, Texas, on May 28, 2013;
- xxxv. Plat of Lakeside Estates Section Two recorded in Volume 1, Page 220, Official Public Records of Austin County, Texas on December 19, 1997;
- xxxvi. Plat of Settlers' Crossing Section Two recorded in Instrument Number 140997, Official Public Records of Austin County, Texas on March 12, 2014;
- xxxvii. or other agreements or documents of any kind or nature;

b) All buildings, furniture, facilities, machinery, equipment, valves, meters, tools, devices, mobile work equipment, lines, plants, pipes, manholes, pump stations, wells, tanks, meters, valves, furniture, fixtures, inventory, merchandise, supplies, appurtenances, and other tangible items of personal property;

c) Any rights, approvals, licenses, permits, and/or applications of any kind or nature, including, without limitation, the right to own, operate, and maintain the System and provide service to the Service Area, the right to collect assessments and/or fees, any approvals or permits issued by or which are

on file with any governmental agencies, departments or authorities, such as water, wastewater, electric, gas, cable television, telephone, and other utility service rights, permits, and/or applications;

d) Any leases, or service, utility, maintenance, management, supply, franchise, or other agreements Assignee has expressly agreed to take transfer of, customer lists, construction plans and specifications, engineering reports, environmental reports, technical reports, drawings, surveys, utility studies, market studies, appraisals, and/or any other reports or data which are in the possession of Assignor or may be obtained by Assignor, including, without limitation, all work product and file materials of any third party consultants (other than attorneys) who have done work in connection with the System;

e) All utility deposits and/or other deposits of any kind or nature which have been delivered to Assignor or which are held by any utility providers, governmental entities, or other third parties with respect to or in connection with the System, if any; all prepaid expenses or fee credits of any kind or nature, including without limitation all prepaid impact fees and/or impact fee credits; and all rights to any refunds or reimbursements of any kind or nature which relate to the System, including, without limitation, all rights to receive reimbursements or refunds from any utility districts, water districts, road districts or other governmental authorities or third parties;

f) All indemnities or claims with respect to the System, all telephone exchanges used in connection with the System;

g) Any warranties, guaranties, indemnities, bonds or other financial assurances or guaranties, and customer deposits, if any, pertaining to, allocable to, or arising out of the System, and all claims and causes of action thereunder; and

h) Any other assets or personal property not described herein which are used or useful to operate the System.

Instrument # 210364
1/20/2021 9:39 AM

STATE OF TEXAS COUNTY OF AUSTIN
I certify that this instrument was filed on the
date and time stamped by me and was recorded in the
Official Public Records of Austin County, Texas.

Carrie Gregor, County Clerk
Austin County, Texas

By: 