

## Filing Receipt

Received - 2023-02-08 04:57:07 PM Control Number - 54546 ItemNumber - 11

#### **DOCKET NO. 54546**

APPLICATION OF TEXAS WATER§UTILITIES, L.P. AND WOODLAND§OAKS UTILITY LP FOR SALE,§TRANSFER, OR MERGER OF§FACILITIES AND CERTIFICATE§RIGHTS MONTGOMERY COUNTY§

PUBLIC UTILITY COMMISSION OF TEXAS

#### SUPPLEMENT TO APPLICATION OF TEXAS WATER UTILITIES, L.P. AND WOODLAND OAKS UTILITY LP FOR SALE, TRANSFER, OR MERGER OF FACILITIES AND REQUEST FOR APPROVAL OF NAME CHANGE <u>BY WOODLAND OAKS UTILITY LP</u>

Texas Water Utilities, L.P. (TWU) and Woodland Oaks Utility, LP (Woodland Oaks or Company) (collectively, the Applicants) submit this supplement to their application filed on January 4, 2023, for Commission approval of a sale, transfer, or merger (STM). Furthermore, with this supplement, Woodland Oaks requests approval of its name change from Woodland Oaks Utility Co., Inc. to Woodland Oaks Utility, LP.

#### I. Request for Name Change

Woodland Oaks is a Class B public utility providing water and wastewater utility service under Certificate of Convenience and Necessity Nos. 12947 and 20880, respectively. On September 28, 2009, Woodland Oaks Utility, LP was formed through a certificate of conversion issued by the Texas Secretary of State (provided as Attachment 1). The name of the converting entity was Woodland Oaks Utility Company, Inc. The Texas Secretary of State shows that Woodland Oaks is an active utility and had a recent public information report issued on April 22, 2022 (provided as Attachments 2 and 3). To notify customers and the public of the name change, Woodland Oaks requests that notice be published in the *Texas Register*, and has attached a copy of the proposed *Texas Register* Notice (provided as Attachment 4).

Lastly, after conferring with the Staff of the Public Utility Commission of Texas (Commission Staff), the Applicants request that Woodland Oaks' request for the name change be processed in parallel with the STM application and that Commission Staff be able to use Woodland Oaks' unapproved, yet correct legal name of Woodland Oaks Utility, LP for purposes of its recommended notice forms of the STM application, consistent with the use of the name on the updated mapping information (provided as Attachment 5) that the Applicants revised in response to Commission Staff's guidance. The Applicants note that under this process, Woodland Oaks' name change will not have received a final recommendation from Commission Staff or an interim order approving the name change.

#### II. Supplement

After conferring with Commission Staff, the Applicants also provide updated mapping information with updated labelling (provided as Attachment 5) and additional invoices (provided as Attachment 6) to supplement the original application filed on January 4, 2023.

#### **III.** Relief Requested

For these reasons, the Applicants request approval of the STM application as supplemented. Additionally, Woodland Oaks requests approval of its request for a name change.

Respectfully submitted,

Peter Gregg State Bar No. 00784174 Gregg Law PC 910 West Avenue Austin, TX 78701 Telephone: (512) 842-7899 pgregg@gregglawpc.com

#### ATTORNEY FOR WOODLAND OAKS UTILITY, LP

SPENCER FANE, LLP 816 Congress Avenue, Suite 1200 Austin, TX 78701 Telephone: (512) 840-4550 Facsimile: (512) 840-4551

/s/ William A. Faulk, III

William A. Faulk, III State Bar No. 24075674 <u>cfaulk@spencerfane.com</u> Rashmin J. Asher State Bar No. 24092058 <u>rasher@lglawfirm.com</u>

## ATTORNEYS FOR TEXAS WATER UTILITIES, L.P.

### **CERTIFICATE OF SERVICE**

I hereby certify that on this 8th day of February, 2023, 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.

/s/ William A. Faulk, III

William A. Faulk, III

#### FILED In the Office of the Secretary of State of Texas SEP 28 2009

#### **CERTIFICATE OF CONVERSION**

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## **Corporations Section**

Pursuant to the provisions of Section 10.154 of the Texas Business Organizations Code, Articles 5.17 and 5.18 of the Texas Business Corporation Act, and Section 2.15 of the Texas Revised Limited Partnership Act, the undersigned converting entity certifies the following Certificate of Conversion adopted for the purpose of effecting a conversion in accordance with the provisions of such Sections.

1. The converting entity is a Texas corporation. It was organized on November 12, 1998, as **WOODLAND OAKS UTILITY COMPANY, INC.** The entity's filing number is 151102300.

2. A Plan of Conversion was approved and adopted in accordance with the provisions of Section 10.103 of the Texas Business Organizations Code, Article 5.17 of the Texas Business Corporation Act, and Section 2.15 of the Texas Revised Limited Partnership Act providing for the conversion of WOODLAND OAKS UTILITY COMPANY, INC., a Texas Corporation, to WOODLAND OAKS UTILITY, LP, a Texas Limited Partnership.

3. An executed Plan of Conversion is on file at the principal place of business of the converting entity at 11444 White Oak Way, Conroe, Texas, 77304, and, from and after the conversion, an executed Plan of Conversion will be on file at the principal place of business of the converted entity at 11444 White Oak Way, Conroe, Texas, 77304.

4. The converted entity will be responsible for the payment of all unpaid fees, margin, and franchise taxes of the converting entity if the same are not timely paid.

5. A copy of the Plan of Conversion will be furnished by the converting entity (prior to the conversion) or by the converted entity (after the conversion) on written request and without cost to any shareholder or member of the converting entity or the converted entity.

6. The approval of the Plan of Conversion was duly authorized by all action required by the laws under which **WOODLAND OAKS UTILITY COMPANY**, **INC.** is formed and by its constituent documents. The number of outstanding shares of each class or series of stock of **WOODLAND OAKS UTILITY COMPANY**, **INC.** entitled to vote, with other shares or as a class, in the Plan of Conversion are as follows:

Number of Shares Outstanding	Class or Series	Number of Shares Entitled to Vote as a Class or Series
100,000	Common	100,000

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7. The number of shares, not entitled to vote as a class, voted for and against the Plan of Conversion, respectively, and, if the shares of any class or series are entitled to vote as a class, the number of shares of each such class or series voted for and against the Plan of Conversion, are as follows:

Total Voted For	Total Voted Against	Class or Series	Number of Shares Entitled to Vote as a Class or Series
100,000	0	Common	100,000

8. The original and one copy of the Certificate of Formation of **WOODLAND OAKS UTILITY, LP** which is to be created pursuant to the Plan of Conversion are being filed with the Secretary of State with the Certificate of Conversion.

9. Two copies of the Articles of Incorporation of **WOODLAND OAKS UTILITY COMPANY, INC.** are being delivered to the Secretary of State with the Certificate of Conversion.

10. The conversion will become effective when filed.

Dated: 7-22-09

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MICHAEL 8. STOECKER, Secretary

WOODLAND OAKS UTILITY COMPANY, INC.

By:

MICHAEL B. STOECKER, President

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#### FILED In the Office of the Secretary of State of Texas SEP 2.8 2009

#### **CERTIFICATE OF FORMATION**

## **Corporations Section**

#### OF

#### WOODLAND OAKS UTILITY, LP

On the  $20^{14}$  day of  $50^{14}$  day of  $50^{14}$ , 2009, a Limited Partnership was formed pursuant to the provisions of the Texas Revised Limited Partnership Act, Vernon's Ann. Tex. Civ. St. art. 6132a-1. This Certificate is filed and the following information is furnished as required by the Texas Revised Limited Partnership Act, §2.01.

- 1. The name of the Limited Partnership is: WOODLAND OAKS UTILITY, LP
- 2. The address of the registered office is: 11444 White Oak Way Conroe, Texas 77304
- 3. The registered agent for service of process is: MICHAEL B. STOECKER
- The address of the principal office where records are to be kept and made available is:
   11444 White Oak Way
   Conroe, Texas 77304
- 5. The name, mailing address, and street address of the General Partner is:

#### GENERAL PARTNER

#### **MAILING & STREET ADDRESS**

STOECKER MANAGEMENT, LLC

11444 White Oak Way Conroe, Texas 77304

6. WOODLAND OAKS UTILITY, LP is being formed pursuant to a plan of conversion. The name of the converting entity is WOODLAND OAKS UTILITY COMPANY, INC. It is a Texas Corporation organized under the Texas Business Corporation Act. It was incorporated on the 12<sup>th</sup> day of November, 1998. The address of WOODLAND OAKS UTILITY COMPANY, INC. is 11444 White Oak Way, Conroe, Texas 77304. The entity's filing number is 151102300.

**GENERAL PARTNER** STOECKER MANAGEMENT, LLC By: MICHAEL B. STOECKER, Manager

§

STATE OF TEXAS

COUNTY OF HARRIS §

This instrument was acknowledged before me on the <u>Bn</u> day of <u>JUU</u>, 2009, by MICHAEL B. STOECKER, Manager of STOECKER MANAGEMENT, LLC which company is the General Partner of WOODLAND OAKS UTILITY, LP, a Limited Partnership.

MICHAEL C. RIDDLE MY COMMISSION EXPIRES October 17, 2009

Notary Public, State of Texas

(Notary stamp with seal)

Prepared by: RIDDLE, BUTTS & AKIENS, LLP 4201 FM 1960 W., Ste. 550 Houston, TX 77068 PHONE (281) 537-7110 FAX (281) 537-9481

INITIAL ADDRESS

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## **TEXAS SECRETARY of STATE JANE NELSON**

#### **BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

Filing Number: Original Date of Filing:	•	Entity Type: Entity Status:	Domestic Limited Partnership (LP) In existence
Formation Date:	November 12, 1998		
Tax ID:	17605893712	FEIN:	
Duration:	Perpetual		
Name:	WOODLAND OAKS UTILITY, LP		
Address:	11444 White Oak Way		

	EREDAGENT	FILING HISTORY	NAMES	MANAGEMENT	ASSUMED N	AMES_	ASSOCIATED ENTITIES
View Image K K	Document Number	Filing Type		Filing Da	te	Effecti	ve Date
R	277663160001	Certificate of Conversio	n	Septemb	er 28, 2009	Septer	nber 28, 2009
R	285104750003	Change of Registered A	\gent/Office	Novembe	r 19, 2009	Novem	nber 19, 2009
N N	734762200001	Public Information Repo	ort (PIR)	Decembe	r 31, 2016	May 6,	2017

R	285104750003	Change of Registered Agent/Office	November 19, 2009	November 19, 2009	No	2
R	734762200001	Public Information Report (PIR)	December 31, 2016	May 6, 2017	No	2
N N	771113550001	Public Information Report (PIR)	December 31, 2017	November 5, 2017	No	2
Ŵ	953742520001	Public Information Report (PIR)	December 31, 2019	March 9, 2020	No	2
R	1142076750001	Public Information Report (PIR)	December 31, 2021	April 22, 2022	No	2
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Order Return to Search

Instructions:

To place an order for additional information about a filing press the 'Order' button.

Conroe, TX 77304 USA



### **Texas Franchise Tax Public Information Report**

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions

#### Tcode 13196 Franchise

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### **Texas Franchise Tax Public Information Report**

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP), Professional Associations (PA) and Financial Institutions

#### ■ Tcode 13196 Franchise

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Please sign below! This report must be signed	d to satisf	y franc	chise	tax requi	rements.				0015	
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SECTION B Enter information for each corporation, LLC, LF	, PA or finar	icial inst	titutior	n, if any, in v	which this en	tity owns an	interest	of 10 pei	rcent or	r more
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#### PUBLIC UTILITY COMMISSION OF TEXAS NOTICE OF REQUEST FOR A NAME CHANGE TO CERTIFICATES OF CONVENIENCE AND NECESSITY

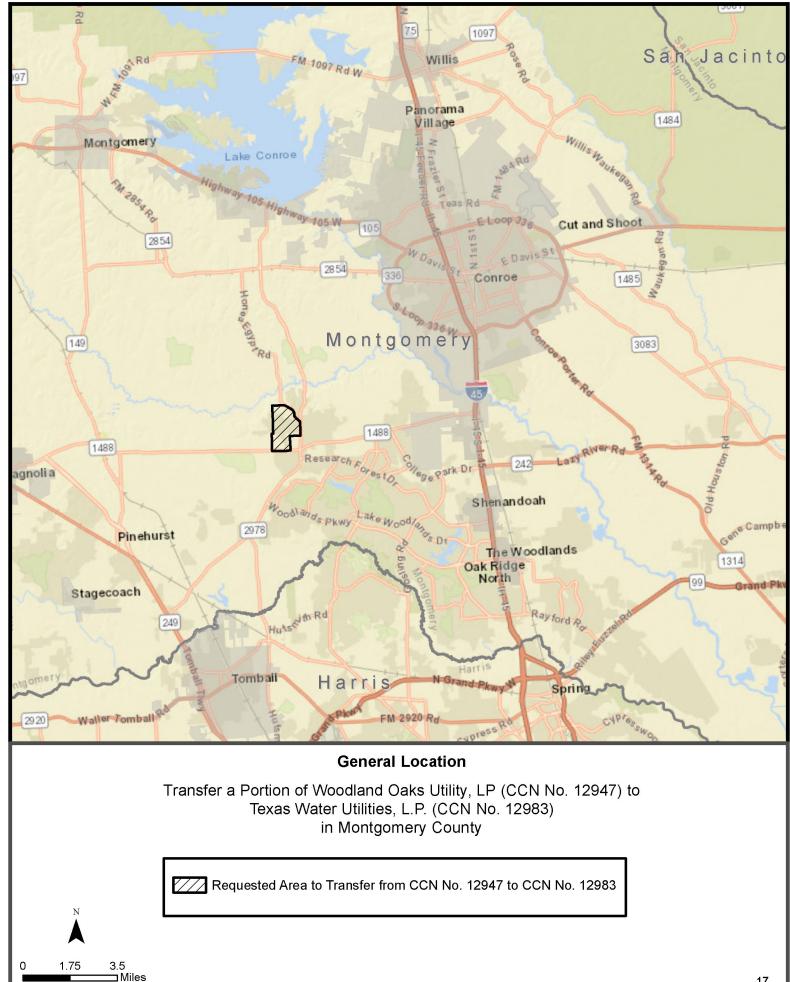
Notice is given to the public of a request filed with the Public Utility Commission of Texas (Commission) on February 8, 2023, for a name change to certificates of convenience and necessity.

Docket Style and Number: Application of Texas Water Utilities, L.P. and Woodland Oaks Utility, LP for Sale Transfer, or Merger of Facilities and Certificate Rights in Montgomery County, Docket Number 54546.

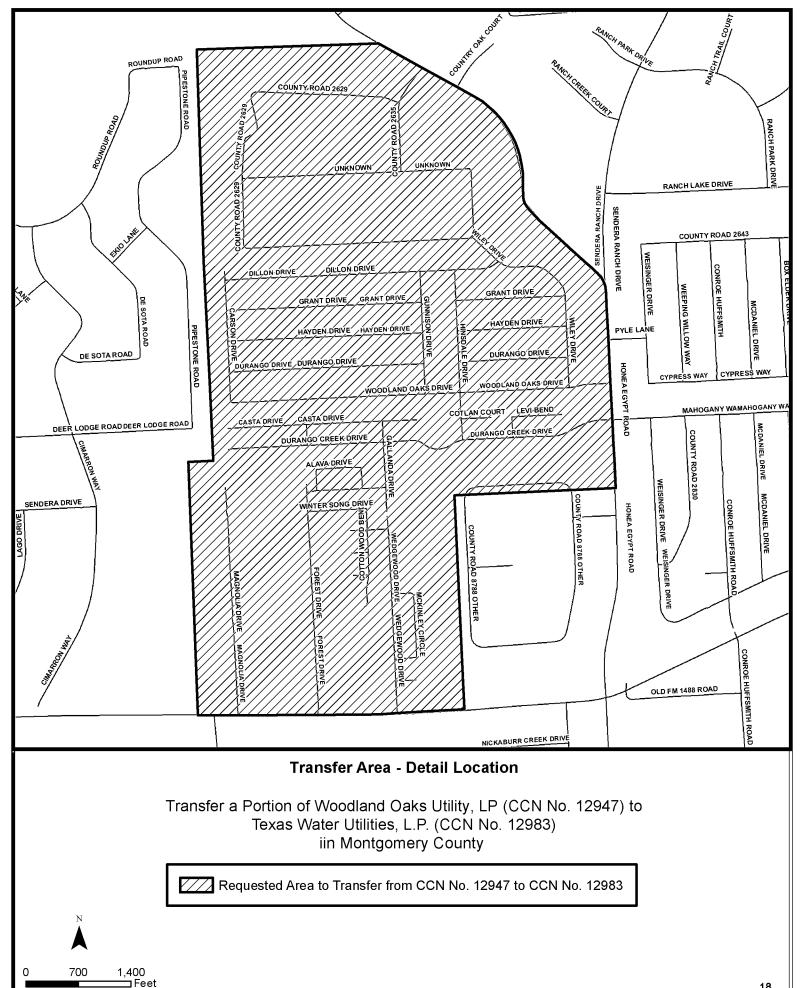
The Application: Woodland Oaks Utility, LP requests to change the name on its CCN Nos. 12947 and 20880 from Woodland Oaks Utility Company, Inc. to Woodland Oaks Utility, LP.

Persons wishing to intervene or comment on the action sought should contact the commission by mail at P.O. Box 13326, Austin, Texas 78711-3326, or by phone at (512) 936-7120 or toll-free at (888) 782-8477. The deadline for intervention in this proceeding is 30 days after this notice. Hearing and speech-impaired individuals with text telephone (TTY) may contact the commission through Relay Texas by dialing 7-1-1. All comments should reference Docket Number 54546.

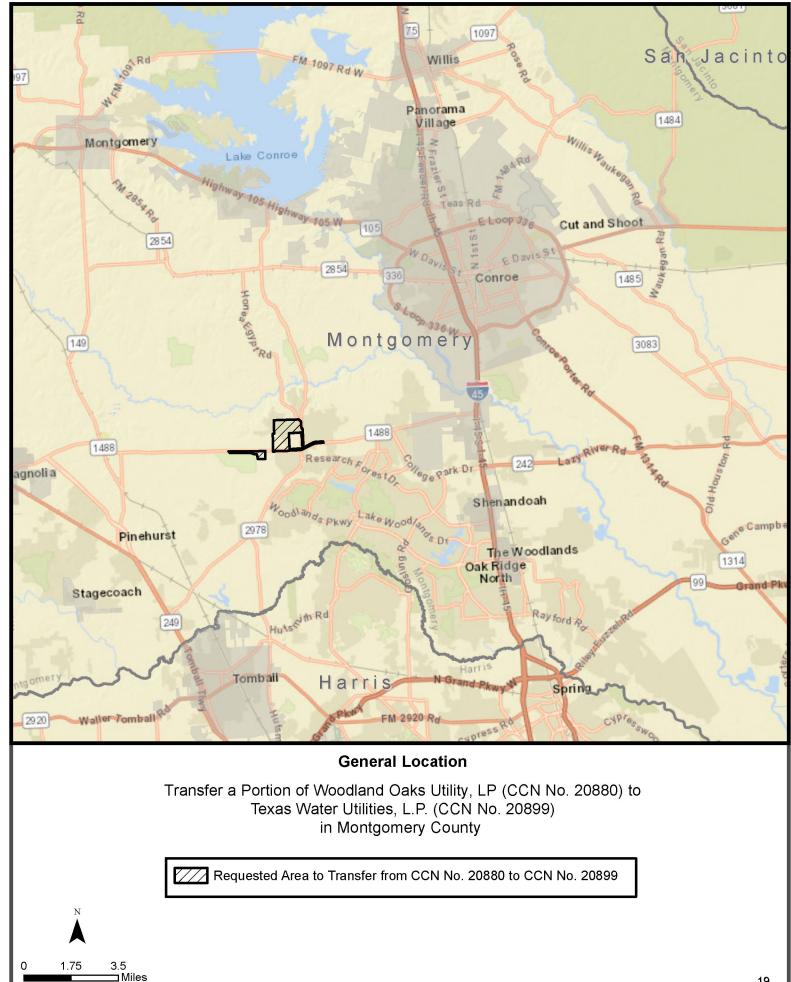
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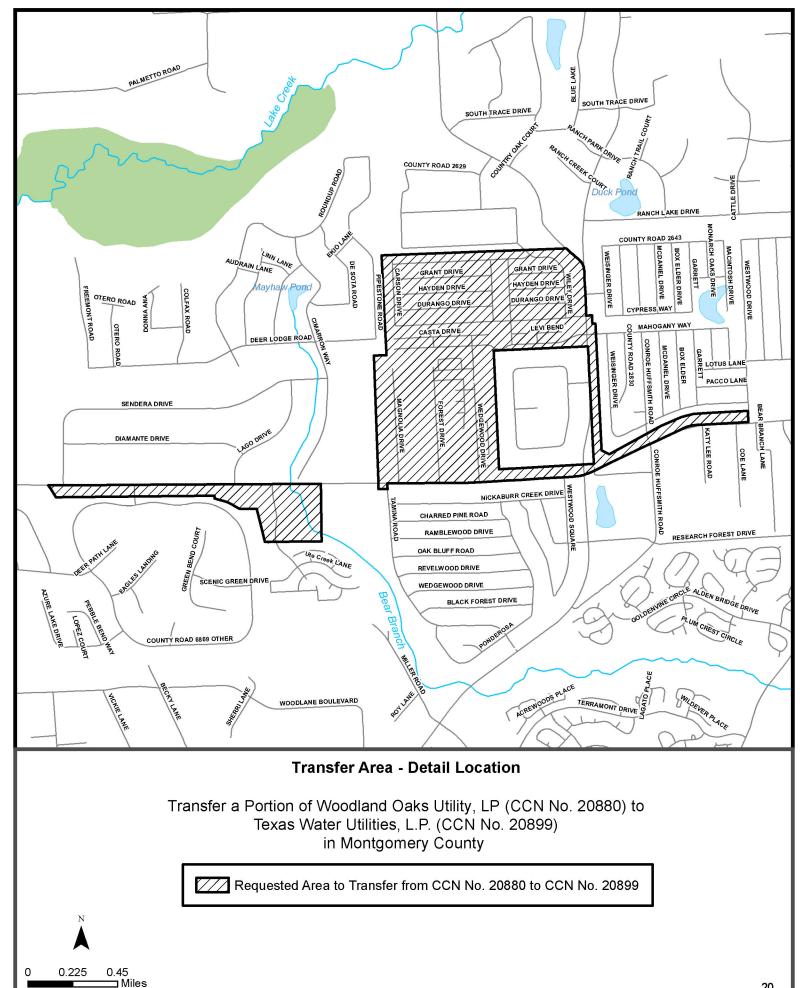




Docket



Docket



# NewGen Strategies & Solutions

#### Invoice

Mr. Jeffrey L McIntyre Monarch Utilities 12535 Reed Road Sugar Land, TX 77478 Invoice Date: Oct 19, 2022 Invoice Num: 14619 Billing Through: Oct 15, 2022

#### Monarch Utilities- Woodland Oaks Appraisal (Monarch Utilities- Woodland Oaks Appraisal TN-VAL2217:) - Managed by

(Wright, Zachary)		· · · · · · · · · · · · · · · · · · ·			
Contract Amou	<b>unt:</b> \$30,000.00	Amount Billed: \$7,736.57	Amount Re	3.43	
Professional Services					
Employee	Description		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Coomer	Professional Fee	5	16.00	\$145.00	\$2,320.00
Zachary C. Wright	Professional Fee	5	17.00	\$200.00	\$3,400.00
			Total Ser	vice Amount:	\$5,720.00
Reimbursable Expenses:					
<u>Employee</u>	<b>Description</b>				<u>Amount</u>
Nicholas Coomer	Airfare - ( <b>9/27/20</b>	22)			\$658.20
	Surface Travel - (9	2/29/2022)			\$36.00
Zachary C. Wright	Airfare - ( <b>9/25/20</b>	22)			\$578.20
	Hotel - ( <b>9/29/202</b>	2)			\$217.85
	Hotel - ( <b>9/29/202</b>	2)			\$212.77
	Surface Travel - (9	2/29/2022)			\$204.77
	Miscellaneous - (9	2/29/2022)			\$52.00
	Meals - ( <b>9/29/202</b>	2)			\$8.07
	Meals - ( <b>9/29/202</b>	2)			\$48.71
			То	tal Expenses:	\$2,016.57
			Amount Due	This Invoice:	\$7,736.57
				This invoice i	s due upon receipt

#### Account Summary

Services BTD	Services BTD Expenses BTD		Last Inv Num Last Inv Date		Last Pay Amt	Prev Unpaid Amł	
\$5,720.00	\$2,016.57			\$0.00	\$0.00	\$0.00	

Electronic Copy

# NewGen Strategies & Solutions

#### Invoice

Invoice Date: Nov 16, 2022 Invoice Num: 14711 Billing Through: Nov 15, 2022

Mr. Jeffrey L McIntyre Monarch Utilities 12535 Reed Road Sugar Land, TX 77478

#### Monarch Utilities- Woodland Oaks Appraisal (Monarch Utilities- Woodland Oaks Appraisal TN-VAL2217:) - Managed by

Contract Amou	nt: \$30,000.00	<b>Amount Billed:</b> \$15,381.57	Amount Remaining: \$14,618.43				
Professional Services							
Employee	Description		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>		
Nicholas Coomer	Professional Fees		6.00	\$145.00	\$870.00		
Zachary C. Wright	Professional Fees		3.00	\$200.00	\$600.00		
			Total Ser	vice Amount:	\$1,470.00		
Reimbursable Expenses:							
<u>Employee</u>	<b>Description</b>				<u>Amount</u>		
MRB Group	SubContractor Expe	enses - ( <b>10/26/2022</b> )			\$6,175.00		
			То	tal Expenses:	\$6,175.00		
			Amount Due	This Invoice:	\$7,645.00		

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Ac	coun	it Sum	nmarv

Services BTD	Services BTD Expenses BTD		Last Inv Date	Last Inv Amt	Last Pay Amt	Prev Unpaid Amt						
\$7,190.00	\$8,191.57	14619	10/19/2022	\$7,736.57	\$7,736.57	\$0.00						

Electronic Copy

Strategy

www.newgenstrategies.net

Stakeholders

Sustainability

# NewGen Strategies & Solutions

#### Invoice

Invoice Date: Dec 16, 2022 Invoice Num: 14922 Billing Through: Dec 15, 2022

Mr. Jeffrey L McIntyre Monarch Utilities 12535 Reed Road Sugar Land, TX 77478-

Monarch Utilities- Woodland Oaks Appraisal (Monarch Utilities- Woodland Oaks Appraisal TN-VAL2217:) - Managed by (Wright, Zachary)

Professional Services:						
Employee	Description	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>		
Nancy H. Hughes	Professional Fees	1.50	\$300.00	\$450.00		
Zachary C. Wright	Professional Fees	56.50	\$200.00	\$11,300.00		
Nicholas Coomer	Professional Fees	50.50	\$145.00	\$7,322.50		
Roscila L. Spink	Administrative Services	5.00	\$110.00	\$550.00		
		Total Services:		\$19,622.50		
Project (Monarch Utilities- Woodland Oaks Appraisal TN-VAL2217:) Total Amount Due \$1						
Monarch Utilities- Woodland Oaks Appraisa: Sub-Contractor Expenses (Monarch Utilities- Woodland Oaks Appraisal						
TN-VAL2217:Sub) - Managed by (Wright, Zachary)						

#### Reimbursable Expenses:

Employee	Description	<u>Amount</u>
MRB Group	SubContractor Expenses - (11/22/2022)	\$3,325.00
	Total Expenses:	\$3,325.00
	Project (Monarch Utilities- Woodland Oaks Appraisal TN-VAL2217:Sub) Total Amount	\$3,325.00
	Amount Due This Invoice:	\$22,947.50

This invoice is due on 1/15/2023

Account Summary					
Billed To Date	Paid To Date	Balance Due			
\$38,329.07	\$7,736.57	\$30,592.50			

	Electronic C	ору				
Economics	Strategy	Stakeholders	Sustainability			
www.newgenstrategies.net						

Invoice

MRB Group 303 West Calhoun Ave Temple, TX 76501 (254) 774-9611

> NewGen Strategies & Solutions 49 Music Square West, Suite 505

Nashville, TN 37203

November 22, 2022 Invoice No: 00000046748

Client Manager Trey Taylor 4040.22002.000 Project: NewGen Strategies & Solutions, Woodland Oaks Utility L.P.-System Appraisal Professional Services from October 23, 2022 to November 19, 2022 FEE Total Fee 9,500.00 Percent Complete 100.00 Total Earned 9,500.00 Previous Fee Billing 6,175.00 Current Fee Billing 3,325.00 **Total Fee** 3,325.00 **Total This Section:** \$3,325.00 **Total Project Invoice Amount:** \$3,325.00