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

HEARTHSTONE’S COMMENTS ON ORDER NO. 4 AND STAFF’S RESPONSE

Hearthstone Water, Inc., a Texas corporation (Hearthstone), together with and as authorized by The Kauffman Family Living Trust, Dated April 9, 2015, Disciple Asset Holdings, LP, and Malakoff Family Holdings, LP (Sellers) and Triton Texas Holdings LLC, a Texas limited liability company (TTH) (collectively, the Applicants), hereby files these comments on Order No. 4 and Staff’s Response to Order No. 4. In support, Hearthstone shows as follows.

Hearthstone concurs with Staff’s assessment regarding the lack of specific notice requirements for this application filed under Texas Water Code (TWC) § 13.302 and 16 TAC § 24.243. Hearthstone also notes that a proposed Conclusion of Law No. 34 in the proposed notice of approval the parties filed on April 11, 2023 addresses this issue.¹

Hearthstone also respectfully requests swift action to approve the application as the Applicants would like to be in position to close their proposed transaction on May 1, 2023. Applicants have fulfilled all applicable requirements for the application.² Order No. 3 previously set the application approval deadline for April 24, 2023.³ However, Order No. 4 contemplates an

¹ Joint Motion to Admit Evidence and Proposed Notice of Approval (Apr. 11, 2023).

² Commission Staff’s Final Recommendation (Apr. 4, 2023); Commission Staff’s Response to Order No. 4 Regarding Comments on Notice (Apr. 18, 2023).

³ Order No. 3 (Mar. 10, 2023).


extended outside approval deadline of May 9, 2023.⁴ Applicants had previously scheduled the closing for May 1, 2023 in reliance upon on the Order No. 3 deadline of April 24, 2023 because a month-end closing date facilitates closing of the books for accounting purposes. Respectfully, Applicants request application approval by April 26, 2023 instead of May 9, 2023 so that they may close on May 1, 2023.

CONCLUSION

Based on the foregoing, Hearthstone respectfully requests the Commission approve the Application and approve the transaction described therein as proposed.

Respectfully submitted,

TERRILL & WALDROP

By: 

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ATTORNEYS FOR HEARTHSTONE WATER, INC.

⁴ Order No. 4 (Apr. 17, 2023).

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 April 19, 2023, in accordance with the Orders Suspending Rules issued in Project No. 50664.

A handwritten signature in black ink, reading "Geoffrey P. Kirshbaum". The signature is written in a cursive style with a horizontal line underneath it.

Geoffrey P. Kirshbaum