



Filing Receipt

Filing Date - 2023-05-26 09:38:34 AM

Control Number - 54629

Item Number - 24

DOCKET NO. 54629

APPLICATION OF HEARTHSTONE	§	BEFORE THE PUBLIC UTILITY
WATER, INC. AND TRITON TEXAS	§	
HOLDINGS LLC FOR APPROVAL OF	§	COMMISSION OF TEXAS
CHANGES IN OWNERSHIP UNDER	§	
TWC § 13.302	§	

HEARTHSTONE WATER, INC.'S PROOF OF CLOSING

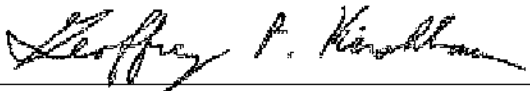
Hearthstone Water, Inc., a Texas corporation (Hearthstone), together with and as authorized by The Kauffman Family Living Trust, Dated April 9, 2015, Disciple Asset Holdings, LP, and Malakoff Family Holdings, LP and Triton Texas Holdings LLC, a Texas limited liability company (TTH) (collectively, the Applicants), respectfully files its proof of closing in this matter. In support, Hearthstone shows as follows.

On April 27, 2023, the Honorable presiding Public Utility Commission of Texas (Commission) Administrative Law Judge (ALJ) issued Order No. 7 authorizing Applicants proposed transaction to proceed.¹ Hearthstone is pleased to report that the transaction closed on May 1, 2023, and a copy of the executed assignment and assumption agreement is attached hereto as **Exhibit A** (filed confidentially). Following the transaction close, Applicants filed a Certificate of Merger with the Texas Secretary of State. Attached as **Exhibit B** is the Certificate of Merger merging Triton Texas Holdings LLC into Hearthstone Water, Inc.

Hearthstone stands ready to work with the Commission and Staff to implement any additional steps needed to finalize and close this docket. TTH appreciates the Commission's attention to this matter.

¹ Order No. 7 Approving Transaction to Proceed (Apr. 27, 2023).

Respectfully submitted,

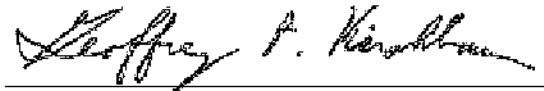
By: 

Geoffrey P. Kirshbaum
State Bar No. 24029665
TERRILL & WALDROP
810 West 10th Street
Austin, Texas 78701
Tel: (512) 474-9100
Fax: (512) 474-9888
gkirshbaum@terrillwaldrop.com

ATTORNEYS FOR HEARTHSTONE WATER, INC.

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 May 26, 2023, in accordance with the Orders Suspending Rules issued in Project No. 50664.



Geoffrey P. Kirshbaum

DOCKET NO. 54629

APPLICATION OF HEARTHSTONE	§	BEFORE THE PUBLIC UTILITY
WATER, INC. AND TRITON TEXAS	§	
HOLDINGS LLC FOR APPROVAL OF	§	COMMISSION OF TEXAS
CHANGES IN OWNERSHIP UNDER	§	
TWC § 13.302	§	

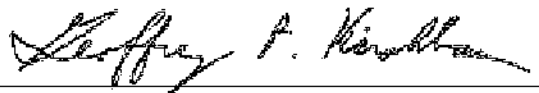
STATEMENT OF CONFIDENTIALITY

Hearthstone Water, Inc. has designated as Protected Material certain documents in its Proof of Closing. Hearthstone considers the information identified below to be competitively-sensitive commercial or financial information that is confidential and exempted from disclosure under the Public Information Act §§ 552.101 and 552.110.

INDEX OF CONFIDENTIAL DOCUMENTS

1. Exhibit A
 - a) Designation of Information: Protected Material
 - b) Description of Documents: Assignment and Assumption Agreement
 - c) Applicable Exemptions: Public Information Act of Texas §§ 552.101 and 552.110
 - d) Explanation of Designation: The Assignment and Assumption Agreement contains competitively-sensitive business operations information, commercial information, or financial information.
 - e) Certification of Counsel: The undersigned counsel has reviewed the information sufficiently to state in good faith that the information is exempt from discovery under the Public Information Act of Texas and is entitled to its classification specified above.

Respectfully submitted,

By: 

Geoffrey P. Kirshbaum

State Bar No. 24029665

TERRILL & WALDROP

810 West 10th Street

Austin, Texas 78701

Tel (512) 474-9100

Fax (512) 474-9888

gkirshbaum@terrellwaldrop.com

ATTORNEYS FOR TRITON TEXAS HOLDINGS, LLC

CONFIDENTIAL

DOCKET NO. 54629

APPLICATION OF HEARTHSTONE	§	BEFORE THE PUBLIC UTILITY
WATER, INC. AND TRITON TEXAS	§	
HOLDINGS LLC FOR APPROVAL OF	§	COMMISSION OF TEXAS
CHANGES IN OWNERSHIP UNDER	§	
TWC § 13.302	§	

Submitting Party: Hearthstone Water, Inc.

Confidential Document – Exhibit A to Proof of Closing Documentation

Brief Description of Documents:

1. Assignment and Assumption Agreement

Page Range: 300-305

Envelope 1 of 1

Submitted to the Commission on May 26, 2023.



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Triton Texas Holdings LLC
Domestic Limited Liability Company (LLC)
[File Number: 804219628]

Into

Hearthstone Water, Inc.
Domestic For-Profit Corporation
[File Number: 802074645]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 05/09/2023

Effective: 05/09/2023



A handwritten signature of Jane Nelson in black ink.

Jane Nelson
Secretary of State

EXHIBIT

B