



## Filing Receipt

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**DOCKET NO. 54629**

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

**HEARTHSTONE WATER INC.'S SUPPLEMENTAL APPLICATION INFORMATION**

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 supplement the application that is the subject of this docket with additional information requested informally by Commission Staff.

Attached hereto are the following:

1. Copy of the Transfer and Assignment Agreement dated December 27, 2021 between Triton Texas Holdings, LLC and Triton Utilities, Inc. **Exhibit K**. This document shows that TTH is the 100% owner of the issued and outstanding limited liability company interests in Horseshoe Bend Water Company, LLC and of the issued and outstanding shares of stock of Lone Star Water Company, both of which are CCN holding Texas entities (TX Entity Interests). This document was also filed confidentially as proof of closing in Docket No. 52628, the docket in which TTH was approved to close its acquisition of the TX Equity Interests from Triton Utilities, Inc.
2. Organizational chart showing the structure of TTH and its affiliates. **Exhibit L**.
3. Horseshoe Bend Water Company, LLC 2022 Financial Statements. **Exhibit M**.
4. Lone Star Water Company 2022 Financial Statements. **Exhibit N**.
5. Hearthstone Water, Inc. Consolidated Balance Sheet as of November 30, 2022. **Exhibit O**.
6. Hearthstone Water, Inc. Balance Sheet as of December 31, 2022. **Exhibit P**.

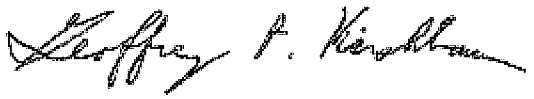
Hearthstone also clarifies as follows: (1) documentation that Horseshoe Bend Water Company, LLC and Lone Star Water Company are current on their regulatory assessment fee payments to the TCEQ was provided in Exhibit H to the Application; and (2) the Texas Secretary of State does not maintain ownership information for corporations or LLCs.<sup>1</sup>

### **CONCLUSION**

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

**Respectfully submitted,**

**TERRILL & WALDROP**

By: 

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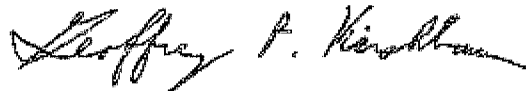
**ATTORNEYS FOR HEARTHSTONE WATER, INC.**

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<sup>1</sup> See Texas Secretary of State, Management and Ownership FAQs at: <https://www.sos.state.tx.us/corp/managementinfofaqs.shtml#mgmt7> (last visited March 6, 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 March 6, 2023, in accordance with the Orders Suspending Rules issued in Project No. 50664.

A handwritten signature in black ink, reading "Geoffrey P. Kirshbaum", written over a horizontal line.

Geoffrey P. Kirshbaum

