

NEW APPLICATION
ORIGINAL



RECEIVED

2005 FEB 11 ATTACHMENT "A"
A 8:40

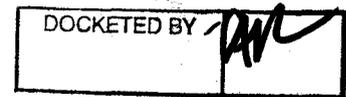
AZ CORP COMMISSION
DOCUMENT CONTROL

Antelope Water Company
PO Box 350
Chino Valley, AZ 86323

February 4, 2005

Arizona Corporation Commission
DOCKETED

FEB 11 2005



Docket Control
Arizona Corporation Commission
1200 W. Washington St.
Phoenix, Arizona

W-02740A-05-0089

Attached is an application by Antelope Lakes Water Company, Inc. for CC & N. The purpose of this applications is to extend certificate of convenience and necessity for water to sections 13 and 24 of the township 18 North, 3 West in Yavapai County, Arizona.

Paul D. Levie
President
Antelope Lakes Water Company

INTRODUCTORY OVERVIEW

We have applied for a CC & N for two sections, section 13 & section 24, 18 North 3 West and we own and control approximately 150 one acre lots, together with other property there. There are numerous other property owners in the requested area, which in future, if not immediately will want and desire water service from a viable water company.

We have expended \$20,000 dollars in the drilling of a 700' well on property we control, without success in finding an adequate water supply. In consulting with hydrologist, Bill Wellendorf, and well driller, Garth Owens of Drilltech, we are going to deepen that 700 foot well to a necessary depth to acquire an adequate supply of water for this area. We also own a lot on Big Chino Road which is a little further distance from the one above referred to. If necessary we will drill on that parcel of property. We drilled on both sides of that piece of property and obtained adequate water for a home on each parcel, and those parcels were sold with the homes. It is in a part of the area which was purchased by 1st American Title from the State of Arizona, on which they had insured individual titles over the state land ownership.

We are proceeding with the well and pressure tanks so that we may be in a position to deliver water to lots in Wineglass Lakes Estates as quickly as possible. These are one acre lots and the expense of providing water will be greater than smaller lots.

Nevertheless we still feel that this is the best manner of providing water because individual lot owners can not drill individual wells through the clay plug to obtain water for individual lots.

Because of this situation we would like to start supplying water in the south portion of Wineglass Lake Estates, which we will designate as phase 1. Phase 2 will then be to the North of phase 1, and Phase 3 to the North of Phase 2. This is where we have the biggest concentration of subdivided lots. There are individual lots owned by others in Wineglass

Lake Estates which has a total of 320 lots in the subdivision. We anticipate that eventually water lines will be extended to many of the lots in Wineglass Lake Estates other than those we own.

The location is beautiful and the need for one acre lots with water and power which we now have at the site location are desirable and the demand is high for such lots.

Engineer, Terry Moore, is now in the process of preparing a cost estimate for phase 1, which will consist of the South 48 lots in Wineglass Lake Estates.

Application for financing of the well, the pumps, storage tanks, and other basic components of the system will be filed March 15, 2005 and noticed separately from the notice to property owners of the application for the CC & N.

We are willing and able to supply water for these lots. Though it is not within our purview at the moment to put in lines and facilities to all lots or parcels. We would begin with Phase 1 and then extend from that point, to other lots, and other parcels in the vicinity where future demand will exist.

Our office together with engineer, Terry Moore, will be immediately applying for permission to construct sanitary facilities.

ARIZONA CORPORATION COMMISSION

**APPLICATION FOR AN EXTENSION OF CERTIFICATE OF CONVENIENCE AND
NECESSITY**

WATER AND/OR SEWER

A. The name, address and telephone number of the Applicant is:

Paul D. Levie

928-778-2600

P.O.Box 350

Chino Valley, AZ 86323

B. The name, address and telephone number of management contact is:

Same

C. List the name, address and telephone number of the operator certified by the Arizona Department of Environmental Quality:

Dewey J Levie

Distribution Grade 2 Operator #09285

Issued 10-19-1995 (928)636-0420

D. List the name, address and telephone number of the attorney for the Applicant:

Paul D. Levie

2465 Shane Drive

Prescott, AX 85305

E. Attach the following documents that apply to you:

1. Certificate of Good Standing (if corporation) See Attached

2. Corporate Resolution Authorizing this application (if required by the corporation's Articles of Incorporation)

F. Attach a legal description of the area requested by either **CADASTRAL** (quarter section description) or **Metes and Bounds** survey. References to parcels and docket numbers will not be accepted. See Attachment

G. Attach a detailed map using the form provided as attachment B. Shade and outline the area requested. Also indicate the present certificated area by using different colors. See Attachment

H. Attach a current balance sheet and profit and loss statement. See Attachment

I. Provide the following information:

1. Indicate the estimated number of customers, by class, to be served in the new area in each of the next five years:

Residential:

First Year 36 Second Year 60 Third Year 84 Fourth Year 110

Fifth Year 134

Commercial:

First Year 0 Second Year 0 Third Year 0 Fourth Year 0

Fifth Year 0

Industrial:

First Year 0 Second Year 0 Third Year 0 Fourth Year 0

Fifth Year 0

Irrigation:

First Year 0 Second Year 0 Third Year 0 Fourth Year 0

Fifth Year 0

State of Arizona



OFFICE OF THE

CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, James Matthews, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****ANTELOPE LAKES WATER CO., INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on March 10, 1994.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 23rd day of December, 1996, A. D.



James Matthews

Executive Secretary

BY: *Kathy Monow*

New Certificate before 3-1-05

Antelope Lakes Water Company, Inc.

Current Franchise Area

That part of Antelope Lakes, a subdivision of the Northwest $\frac{1}{4}$, Section 27, township 18 North, Range 2 West, Gila and Salt River Base and Meridian, Yavapai County, Arizona, lying west of Emery Road and Enid Drive, except Lots 639 and 644.

Application Area

Section 13, Township 18 North, Range 3 West, including Wineglass Lake Estates and
Section 24, Township 18 North, Range 3 West.

ATTACHMENT "B"

YAVAPAI	13 and 24	18N	3 West
COUNTY	SECTION	TOWNSHIP	RANGE

6	5	4	3	2	1	
7	8	9	10	11	12	
18	17	16	15	14	13	
19	20	21	22	23	24	
30	29	28	27	26	25	
31	32	33	34	35	36	

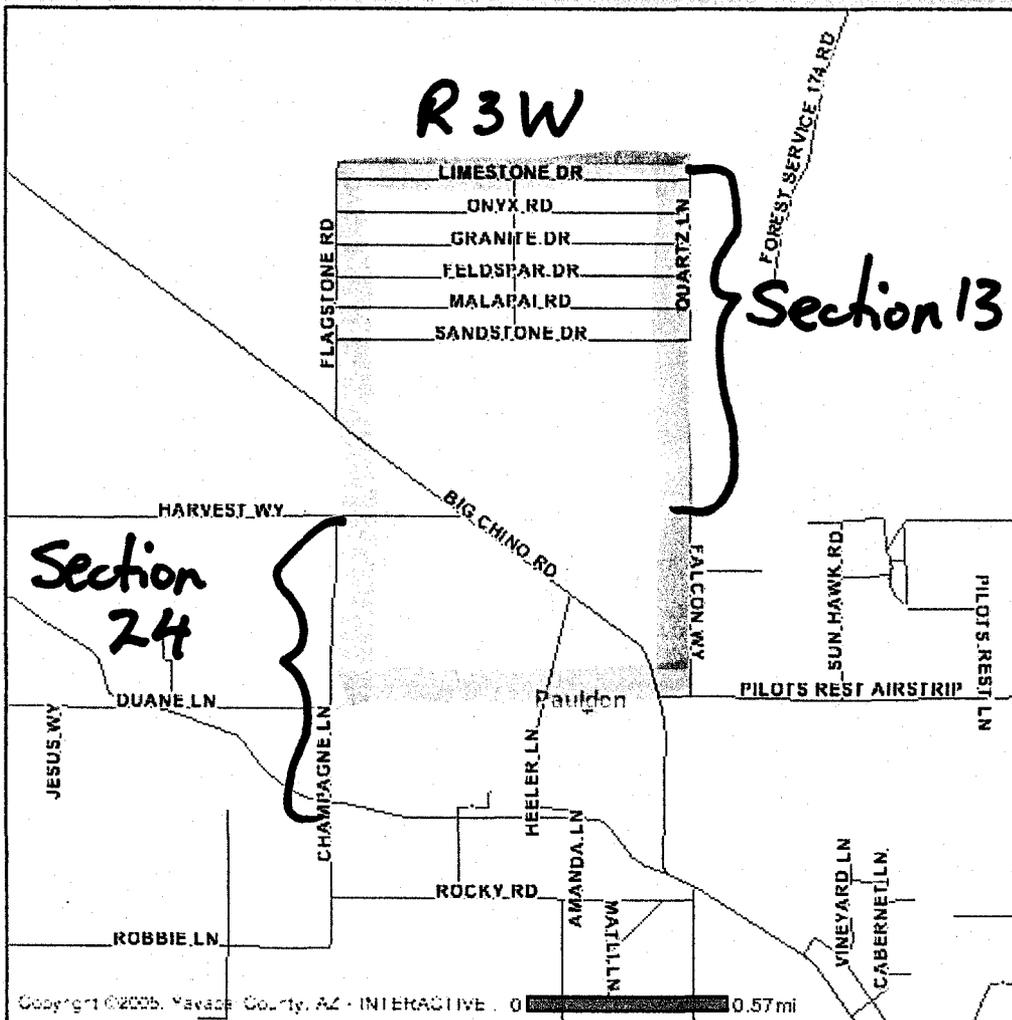
Type or Print Description Here:
Section 13 Township 18 North, Range 3 West and
Section 24, Township 18 North, Range 3 West
G.&S.R.B. & M Yavapai County, Arizona

- 6 -

INTERACTIVE MAPPING APPLICATION

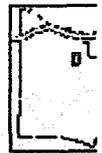
Map Scale
1: 35405

Search By Property



Map S

Overview



Identify L

Public Land

Change Identify

Draw Default M

Display Map

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Map La

Click Boxes To S

GREEN=Identify Layer

BLUE=Data Descriptio

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Property Feat

Roads/Streets

Land Features

Districts/Precir

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(H-1)

Antelope Lakes Water Co., Inc.

Balance Sheet

As of February 3, 2005

10:59 AM

02/03/05

Accrual Basis

Feb 3, 05

ASSETS

Current Assets

Checking/Savings

131.00 · Stockman's Bank

6,067.60

Total Checking/Savings

6,067.60

Accounts Receivable

141.02 · Note Receivable CMI

-3,000.00

Total Accounts Receivable

-3,000.00

Total Current Assets

3,067.60

Fixed Assets

108.00 · Accum. Deprec & Amort of Utilit

-15,286.25

301.00 · Organization

4,029.47

302.00 · Franchises

750.00

303.00 · Land & Land Rights

20,000.00

307.00 · Wells & Springs

34,267.30

311.00 · Pumping Equipment

11,326.77

330.00 · Distribution Reservoirs & Stand

5,555.00

331.00 · Transmission & Distribution Mai

10,665.00

341.00 · Transportation Equipment

8,500.00

Total Fixed Assets

79,807.29

Other Assets

141.00 · Customer Accounts Receivable

-570.76

150 · Due from PDL

30,000.00

Total Other Assets

29,429.24

TOTAL ASSETS

112,304.13

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Other Current Liabilities

232.00 · Notes Payable/PDL

-675.00

232.04 · Notes pay - LFLP

10,600.00

232.05 · Loan-Paul D. & Rae Levie Trust

8,500.00

235.00 · Customer Deposits

106.08

236.00 · Accrued Taxes

236.02 · Accrued Taxes-Sales

-55.47

236.00 · Accrued Taxes - Other

45.08

Total 236.00 · Accrued Taxes

-10.39

Total Other Current Liabilities

18,520.69

Total Current Liabilities

18,520.69

Long Term Liabilities

224.01 · Levie Antelope Lakes Dev. Corp.

43,075.00

Total Long Term Liabilities

43,075.00

Total Liabilities

61,595.69

Equity

201.00 · Common Stock Issued

49,577.00

3900 · Retained Earnings

1,484.72

Net Income

-353.28

Total Equity

50,708.44

TOTAL LIABILITIES & EQUITY

112,304.13

11:00 AM
02/03/05
Accrual Basis

Antelope Lakes Water Co., Inc.
Profit & Loss
January through December 2004

	<u>Jan - Dec 04</u>
Ordinary Income/Expense	
Income	
461.00 · Metered Water Revenue	681.68
Total Income	<u>681.68</u>
Expense	
615.00 · Purchased Power	375.48
621.00 · Office Expense	26.65
630.00 · Contractual Services	316.00
665.00 · Regulatory Commission Expense	45.00
676.00 · Licenses & Permits	150.00
681.00 · Property Tax	42.68
Total Expense	<u>955.81</u>
Net Ordinary Income	<u>-274.13</u>
Net Income	<u><u>-274.13</u></u>

11:00 AM
02/03/05
Accrual Basis

Antelope Lakes Water Co., Inc.
Profit & Loss
January 1 through February 3, 2005

	<u>Jan 1 - Feb 3, 05</u>
Ordinary Income/Expense	
Expense	
615.00 · Purchased Power	83.28
665.00 · Regulatory Commission Expense	270.00
Total Expense	<u>353.28</u>
Net Ordinary Income	<u>-353.28</u>
Net Income	<u><u>-353.28</u></u>

(H-2)

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

11:10 AM
02/04/05
Accrual Basis

Feb 4, 05

ASSETS

Current Assets

Checking/Savings

1010 · Stockmens Banks	
1010.01 · Stockmen's Bank #503042880	19,966.19
Total 1010 · Stockmens Banks	19,966.19
1014 · Wells Fargo Bank	
1014.01 · Wells Fargo Bank 081 8711301	2,531.09
1014.02 · Wells Fargo (RL) Sav's 8123130	19,775.38
1014.03 · Well Fargo (RL) Ckg 382-2244459	1,863.96
Total 1014 · Wells Fargo Bank	24,170.43
1120 · Capital Preservation Fund	4,601.41
Total Checking/Savings	48,738.03

Accounts Receivable

1200.03 · South Central Sale	434,619.90
1200.09 · Eqst -Interest, Trust 5774	57,140.95
1200.12 · Equestrian Construction, LLC.	11,500.00
1200.13 · A Greener Image	23,422.62
1201 · Paul D. Levie, P.C.	199,375.59
1202 · Louvre Housing Corp..	25,175.71
1207.01 · CMIV Homeowners Assoc	-44,802.90
1208 · Trust 4252, Antelope Lakes	
1208.01 · dba Clear Creek-Rental	85.00
1208.08 · Antelope Lakes 4252	3,476.00
Total 1208 · Trust 4252, Antelope Lakes	3,561.00

1212.01 · Antelope Lakes Water Co.	8,500.00
1214 · Daniel P. Levie	16,759.66

1219 · Land and/or Home Sales

1225 · Barrington, Contreras	
1225.01 · Contreras L.13, & Barr. 1st	32,680.90
1225.02 · Contreras, Lot 13, Barr. 2nd	22,994.30
1225.03 · Contreras see acc't 1225	135.24
Total 1225 · Barrington, Contreras	55,810.44
1227 · Stables, Daniel P. Levie	200,000.00
1230 · Lot 432 CMII Burges	
1230.01 · Burges, Lot 432 w/House	20,197.66
Total 1230 · Lot 432 CMII Burges	20,197.66
1231 · Lot 430, CMII Yarbrough	
1231.01 · Yarbrough, Lot 430 w/house	19,678.98
1231.02 · Yarbrough, Lot 430 CMII 2nd	9,176.39
Total 1231 · Lot 430, CMII Yarbrough	28,855.37
1247 · Dewey J. Levie, CV Office	120,173.45
1249 · Lot 1349 CMIV John&Elaine Ziem	
1249.01 · 1st L. 1349 CMIV Ziem	54,871.75
1249.02 · 2nd L. 1349 CMIV Ziem	15,139.53
Total 1249 · Lot 1349 CMIV John&Elaine Ziem	70,011.28
1250 · Orley Lot 360 CMII	
1250.01 · 1st Orley Lot 360 CMII	48,283.87
1250.02 · 2nd Orley Lot 360 CMII	
1250.03 · Orley	613.40
1250.02 · 2nd Orley Lot 360 CMII - Other	45,736.28
Total 1250.02 · 2nd Orley Lot 360 CMII	46,349.68
Total 1250 · Orley Lot 360 CMII	94,633.55

Total 1219 · Land and/or Home Sales	589,681.75
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02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

	Feb 4, 05
1300 · Loans Receivable	
1301 · J. Raymond Dewey	36,672.00
1302 · Mr. & Mrs. Daniel Boone	28,588.95
1302.01 · Boone Adult Care Center	
1302.02 · Boone Adult Care Center	33,120.62
Total 1302.01 · Boone Adult Care Center	33,120.62
1303 · Daniel Levie	
1303.03 · Daniel P. Levie, Stables	2,629.32
1303.04 · Daniel P. Levie \$40,000.	22,012.48
Total 1303 · Daniel Levie	24,641.80
1304 · Jon & Shuna Duke	5,000.00
1305 · Jaime Marique	10,000.00
1312 · Levie Family Corporation	2,550.00
1313 · Levie Family LTD Partnership	87,254.34
1314 · Clinton Duke Lots (3)	13,095.23
1323 · Billy Bob's (T. Boone)	71,926.76
1331 · Robert Block	3,000.00
1334 · Jesse Tanner	5,000.00
1337 · Kitty Rood, Inc. (Liq.Lic.)	27,000.00
1338 · Cam McBeth - Gun	500.00
1339 · Tonya & Darel Childers	6,632.38
1340 · Ray Cuka	1,005.00
1341 · Jennifer Christman	300.00
1342 · Eric Bernal	3,932.00
Total 1300 · Loans Receivable	360,219.08
Total Accounts Receivable	1,685,153.36
Total Current Assets	1,733,891.39
Fixed Assets	
1280 · Gift Addition to Trust	75.00
1400 · Property	
1402 · Payette, Idaho	35,317.99
1403 · New Mexico - Roswell	26,950.36
1403.01 · New Mexico - Rosewell 4.5 ac	42,000.00
1404 · Antelope Lakes	
1404.01 · Lot 76, Antelope Lakes	273.66
1404.02 · Lot 671, Antelope Lakes	273.66
1404.03 · Lot 372, Antelope Lakes I	250.00
Total 1404 · Antelope Lakes	797.32
1406.30 · Lake Bottom Purchase	7,254.40
1413 · Chino Meadows Unit I	
1413.01 · Lot 1072 Chino Meadows I	3,500.00
Total 1413 · Chino Meadows Unit I	3,500.00
1415 · Chino Medows III	
1415.02 · Lot 1262, CMIII	273.66
1415.03 · Lot 1308, CMIII	273.66
Total 1415 · Chino Medows III	547.32
1416 · Chino Meadows IV	
1416.02 · Lot 1551 CMIV	5,011.00
1416.03 · Lot 1532, CMIV	3,747.77
1416.04 · Lot 1384, CMIV	4,000.00
1416.05 · Lot 1575, CMIV	273.68
1416.07 · Lot 1404, CM IV	4,085.00
Total 1416 · Chino Meadows IV	17,117.45
1419 · Prop.Nr.Of Stables	31,814.03
Total 1400 · Property	165,298.87

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

Feb 4, 05

1422 · Rae Levie and J. R. Dewey Lots		
1423 · Lot 1383 CM IV (Rae & JRD)		3,503.00
1424 · Lot 1732 CM V (Rae & JRD)		2,000.00
Total 1422 · Rae Levie and J. R. Dewey Lots		5,503.00
1498 · Utah Ranch		
1500 · Sevier, Utah		
1500.02 · Rental Prop. 72.51 Ac Ranch	90,553.17	
1500.03 · Addition/Spa, etc.	29,824.23	
1500.04 · 22.69 Acres, Sevier Utah	22,690.00	
Total 1500 · Sevier, Utah		143,067.40
1500.10 · Livestock		
1500.11 · 8 head of cattle 10/03/00	3,271.84	
1500.12 · 11 head of cattle 3/28/2001	7,343.21	
1500.23 · Cattle Fatality	-558.68	
1500.24 · Cattle Sold	-12,824.02	
Total 1500.10 · Livestock		-2,767.65
1500.25 · Sevier Farm		
1500.27 · Farm fencing	14,263.43	
1500.28 · Sevier Ranch Sprinklers/Irregat	5,266.26	
1500.29 · Satterwhite Log Home Shed	459.00	
Total 1500.25 · Sevier Farm		19,988.69
1500.40 · Farm Equipment		
1500.41 · 1970 Case 1070 AgriKing Tractor	3,000.00	
1500.42 · 1965 Ferguson 165 Tractor	1,250.00	
1500.43 · 2 Bar Cultivator - 5 furrow	200.00	
1500.44 · 1970 New Holland 907 Swather	500.00	
1500.45 · 4 Bottom Plough	1,000.00	
1500.46 · Spring Tooth Harrow 3 point	700.00	
1500.47 · Intern' Hough Payloader	1,000.00	
1500.48 · Hay Drill	150.00	
1500.49 · Ditcher homemade	150.00	
1500.50 · Spike Tooth Harrow	250.00	
1500.51 · Lucern Slip (cultivator)	400.00	
1500.52 · 1989 Heston Model 4600 Hay Bail	5,000.00	
1500.53 · 1984 Model 1036 Bail Waggon	10,000.00	
1500.54 · Disc 3 pt. hookup	425.00	
1500.55 · Horse Tack	541.51	
Total 1500.40 · Farm Equipment		24,566.51
Total 1498 · Utah Ranch		184,854.95
1499 · Rental Property		
1501 · Rental Prop. E. McDowell		
1501.01 · E. McDowell	229,503.20	
1501.02 · A/C #1 E. McDowell	24,421.68	
1501.03 · A/C #2 E. McDowell	13,146.00	
1501.04 · A/C #3 - E. McDowell	8,022.62	
1501.06 · E. McDowell Roof	17,829.00	
1501.07 · Carpet	4,274.00	
1501.08 · Tile	5,610.00	
1501.09 · Paving	3,100.00	
Total 1501 · Rental Prop. E. McDowell		305,906.50
1504 · Rental Prop. Lot 1, GMHSIII	144,844.17	
1504.01 · Persnl Residence Lot 1, GMHSIII	111,273.46	
1505 · Rental Prop. Melody	4,271.52	
1511 · Lot 412 CMII w/home	40,735.11	
1513 · Lot 431 CMII (w/home)		
1513.01 · Lot 431 CMII w/home	65,000.00	
1513.02 · Chain Link Fence	1,646.00	
1513.03 · Refrigerator/Stove	608.30	
Total 1513 · Lot 431 CMII (w/home)		67,254.30

11:10 AM

02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

	Feb 4, 05
1514 · Hallmark Mobile L 1072 CMI	
1514.01 · Lot 1072 Residential	60,625.81
1514.02 · Air Conditioning Unit	1,415.00
Total 1514 · Hallmark Mobile L 1072 CMI	62,040.81
1516 · Lot 953 CMII w/Affix Mobile	
1516.01 · Lot 953 CMII	12,000.00
1516 · Lot 953 CMII w/Affix Mobile - Other	55,053.50
Total 1516 · Lot 953 CMII w/Affix Mobile	67,053.50
1517 · Lot 856 CMII w/affixed mobile	
1517.01 · Lot 856 CMII	12,000.00
1517 · Lot 856 CMII w/affixed mobile - Other	55,153.50
Total 1517 · Lot 856 CMII w/affixed mobile	67,153.50
1518 · Lot 955 CMII w/affixed mobile	
1518.01 · Lot 955 CM II	12,000.00
1518 · Lot 955 CMII w/affixed mobile - Other	55,153.50
Total 1518 · Lot 955 CMII w/affixed mobile	67,153.50
1519 · Lot 874 CMII w/affixed mobile	
1519.01 · Lot 874 CMII	12,000.00
1519 · Lot 874 CMII w/affixed mobile - Other	55,112.16
Total 1519 · Lot 874 CMII w/affixed mobile	67,112.16
Total 1499 · Rental Property	1,004,798.53
1531 · Sanpete County, Utah Property	
1531.01 · 1364, Sanpete ,pat.mine claim	500.00
1531.02 · Lot 59, Sanpete County, Utah	1,500.00
1531.03 · Lot 26, Sanpete County, Utah	2,000.00
1531.04 · Lot 27, Sanpete County, Utah	2,000.00
1531.05 · Lot 33, Sanpete County, Utah	2,000.00
1531.06 · Lot 34, Sanpete County, Utah	2,000.00
1531.07 · Lot 36, Sanpete County, Utah	1,600.00
Total 1531 · Sanpete County, Utah Property	11,600.00
1550 · Accumulative Depreciation	
1601 · East McDowell	
1601.01 · E. McDowell	-172,197.00
Total 1601 · East McDowell	-172,197.00
1602 · Ranch - Sevier, Utah	
1602.01 · Sevier Ranch-Improvements	-11,514.00
1602.02 · Sevier- Sprinklers	-428.00
1602.03 · Sevier - Fencing	-1,912.00
1602.04 · Sevier - Shed	-77.00
1602.05 · Sevier - Bidg Addition	-2,838.00
1602.06 · Sevier Ranch - Irrigation	-2,101.00
Total 1602 · Ranch - Sevier, Utah	-18,870.00
1604 · CV Office	-201,997.00
1605 · Lot 1, GMHSIII	-106,701.00
1606 · Melody	-2,214.00
1607 · Lot 412, CMII	-4,885.00
1608 · Lot 432 CMII	-4,106.00
1609 · Lot 430, CMII	-3,765.00
1610 · Barrington	-15,118.00
1615 · Lot 360 CMII	
1615.01 · Lot 360, Residential	-11,740.00
1615.02 · Lot 360 Evap. Cooler	-611.00
Total 1615 · Lot 360 CMII	-12,351.00

11:10 AM
02/04/05
Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST
Balance Sheet
As of February 4, 2005

	Feb 4, 05
1616 · Lot 431 CMII/Residential	
1616.01 · Lot 431 CMII/Residential	-10,929.00
1616.02 · Lot 431 CMII Appliances	-574.00
1616.03 · Lot 431, CMII Chain Link Fence	-1,279.00
Total 1616 · Lot 431 CMII/Residential	-12,782.00
1617 · Lot 1349 CMII W/Home	
1617.01 · Lot 1349 CMIV, Residential	-5,204.00
Total 1617 · Lot 1349 CMII W/Home	-5,204.00
1618 · Lot 1072, CMI/Residential	
1618.01 · Lot 1072 CM I w/home	-6,521.00
1618.02 · Lot 1072 CMI A/C	-796.00
Total 1618 · Lot 1072, CMI/Residential	-7,317.00
1619 · Lot 953 CMII	
1619.01 · Lot 953 CMII/Home	-752.00
Total 1619 · Lot 953 CMII	-752.00
1620 · Lot 856 CMII	
1620.01 · Lot 856 CMII	-752.00
Total 1620 · Lot 856 CMII	-752.00
1621 · Lot 874 CMII	
1621.01 · Lot 874 CMII	-752.00
Total 1621 · Lot 874 CMII	-752.00
1622 · Lot 955 CMII	
1622.01 · Lot 955 CMII	-752.00
Total 1622 · Lot 955 CMII	-752.00
Total 1550 · Accumulative Depreciation	-570,515.00
1560 · Vehicles	
1560.01 · Weekend Freedom RV	2,000.00
1560.02 · 1986 Toyota Pick up	2,000.00
1560.05 · 1994 Lincoln	22,292.25
1560.08 · Utility truck	2,663.76
1560.09 · Dump truck	8,380.62
Total 1560 · Vehicles	37,336.63
1623 · Lot 1441 CM IV	3,500.00
Total Fixed Assets	842,451.98
Other Assets	
1700 · Investments	
1700.01 · Fidelity M/M/Rae Wealth Trust	29,748.03
Total 1700 · Investments	29,748.03
1709 · Investments Stock	
1710 · Paul D. Levie, P.C.	1,000.00
1712 · Equestrian Development	6,450.00
1716 · Nelson Ricks	1,000.00
1719 · Louvre Housing Corp. 37.5%	5,250.00
1720 · Meadow Green	250.00
Total 1709 · Investments Stock	13,950.00
1799 · Other Investment	
1810.11 · Art - Painting	13,578.13
Total 1799 · Other Investment	13,578.13

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02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

Feb 4, 05

1901 · Investment - Mortgages LTD	
1901.04 · MP02-7719S6 - Granados	0.01
1901.06 · #8085S6 - Irvine Land Partners	120,553.53
1901.08 · #7372S8 - LaPorte	36,850.40
1901.09 · # 7394S6 - Cisterna	45,723.57
1901.10 · Vanderbilt Farms Ln#8048S6	63,256.05
1901.14 · ABCDW,LLC LN # 8168S6	72,503.60
1901.15 · Jill E. Slikker Ln#815209	200,000.00
1901.17 · Rancho Sol Brillante, LLC In	55,500.00
1901.19 · Downtown Community Builders	55,500.00
1901.21 · GP Central LN#822306	50,000.00
1901.23 · Blue Ridge Estates Ln#794708	13,151.49
1901.24 · Manchester Homes LN#833106	50,000.00
1901.26 · Wildcat Hill LN #832106	100,000.00
1901.27 · Vanderbilt LN# 831406	75,000.00
Total 1901 · Investment - Mortgages LTD	938,038.65
1905 · Profit Sharing Account	709,873.00
1911 · Investment Water Companys	
1912 · Chino Meadow II Water Co. Inc.	
1912.01 · Chino Meadow II Water Co. Inc.	264,801.23
1912.02 · Treasury Stock	-43,102.27
Total 1912 · Chino Meadow II Water Co. Inc.	221,698.96
1913 · Granite Mountain Water Co., Inc	
1903.04 · Paid in Capital-Stock Issue #4	125,139.19
1913.01 · GMWC Stock #1 & #2	52,000.00
1913.02 · Paid In Capital -Stock Issue #3	155,517.32
1913.03 · GMWC - Equity - #3 Building WmV	24,977.00
Total 1913 · Granite Mountain Water Co., Inc	357,633.51
1915 · Antelope Lakes Water Co., Inc.	49,577.00
Total 1911 · Investment Water Companys	628,909.47
1950 · Impounds - Mortgages	
1951 · Bank of America 129267	4,060.15
1952 · L. 430/EMC	100.72
1953 · L. 412/EMC	118.30
1954 · L. 432/EMC	104.36
1956 · Barrington /Citimortgage	681.39
1958 · Lot 360, CMII GMAC	564.72
1959 · Lot 431 CMII Indymac	549.16
1960 · L. 1349 CMIV-America's Ser. Co	96.62
1961 · Lot 953, CMII - Central Mort.	128.61
1962 · Lot 874, CMII - Central Mort.	128.71
1963 · Lot 955, CMII - Central Mort,	546.74
1964 · Lot 856, CMII - Central Mort.	-259.80
Total 1950 · Impounds - Mortgages	6,819.68
1980 · Tools, E. McDowell	3,273.12
Total Other Assets	2,344,190.08
TOTAL ASSETS	4,920,533.45
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2220 · Antelope Lakes Water Co	30,000.00
Total Accounts Payable	30,000.00

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02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Balance Sheet

As of February 4, 2005

Feb 4, 05

Other Current Liabilities	
2301 · Deferred Gain - GMHS IV	188,182.42
2302 · Deferred Gain - South Central	429,138.00
2304 · Deferred Gain - 3-l Development	42,893.00
2306 · Deferred Gain Barrington	68,167.09
2309 · Deferred Gain - Lot 432 CMII	17,924.90
2310 · Deferred Gain - Lot 430 CMII	21,697.65
2312 · Deferred Gain - L.390 & 391CMII	9,599.20
2313 · Deferred Gain 28 ac. Idaho	50,394.00
2314 · Deferred Gain 17 Ac Idaho	21,200.00
2319 · Deferred Gain-Lot 956 CMII	4,132.07
2320 · Deferred Gain - Lot 1349 CMIV	2,509.78
2321 · Def Gain Lic License #06070575	33,228.04
2322 · Lot 360 CMII Orley	16,369.16
Total Other Current Liabilities	905,435.31
Total Current Liabilities	935,435.31
Long Term Liabilities	
2111 · Total Mortgage Payments	
2115 · Lot 1, GMHS - Bof A	49,523.44
2117 · Citimortgage-Barrington	32,877.30
2120 · Lot 412, CMII EMC	21,213.52
2121 · Lot 432, CMII EMC	19,893.43
2122 · Lot 430, CMII EMC	19,590.40
2124.01 · GMAC - L.360 CMII	48,100.03
2124.08 · FATCO Lot 1384 CMIV	2,758.79
2124.09 · Lot 431 CMII Indymac	47,971.80
2124.12 · Lot 953 CMII w/affixed mobile	49,722.85
2124.13 · Lot 856 CMII w/affixed mobile	49,710.75
2124.14 · Lot 955 CMII w/affixed mobile	49,726.81
2124.15 · Lot 874 CMII w/affixed mobile	49,722.83
2124.17 · Lot 1349, CMIV ASC	54,169.69
Total 2111 · Total Mortgage Payments	494,981.64
2125 · PDL P.C. Legal Fees Tax lots	16,500.00
2130 · Louvre Housing Corporation	237,147.25
2139 · Stockmens - Home Equity Loan	125,000.00
2142 · Chino Meadows IV Homeowners Ass	10,000.00
Total Long Term Liabilities	883,628.89
Total Liabilities	1,819,064.20
Equity	
3000 · Opening Bal Equity	2,748,483.80
3800 · Distribution of Capital	
3800.01 · Levie Family Corporation	-1,000.00
3800.02 · Levie Family Ltd Partnership	-191,291.17
Total 3800 · Distribution of Capital	-192,291.17
3900 · Retained Earnings	517,715.71
Net Income	27,560.91
Total Equity	3,101,469.25
TOTAL LIABILITIES & EQUITY	4,920,533.45

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Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Profit & Loss

January 1 through February 4, 2005

Jan 1 - Feb 4, 05

Ordinary Income/Expense

Income

4020 · Interest Income

4025 · Wells Fargo "8711301"	0.12
4044.01 · Contreras 2nd	163.35
4051.01 · Lot 430 CMII 2nd	82.19
4076 · Dewey J. Levie, CV Office	1,006.49

Total 4020 · Interest Income 1,252.15

4301 · Mortgages LTD

4301.06 · #8085S6 - Irvine Land Partners	1,018.73
4301.09 · #7394S6 - Cisterna	383.39
4301.10 · 8048S6 - Vanderbilt Farms	527.94
4301.15 · Ln #815209 Jill E. Slikker	1,666.67
4301.19 · Loan 824806 - Downtown	468.28
4301.20 · Loan 829609 Legacy Prop.	421.88
4301.23 · Blue Ridge LN#794708	120.46
4301.24 · Manchester LN#833106	42.19

Total 4301 · Mortgages LTD 4,649.54

4309 · Rental Income

4310 · E. McDowell

4310.05 · D.A Paul Beauty Salon	1,153.44
4310.08 · the Furious, inc.	2,595.34
4310.10 · Guanaquito Restaurant	2,355.20

Total 4310 · E. McDowell 6,103.98

4325 · Lot 412 CMII-235 Javalina	525.00
4326 · Lot 431, CMII- 1900 Jackrabbit	820.00
4327 · Lot 1072, CMI- 1440 Flint Way	669.50
4329 · Lot 856 CMII-1515 Purple Sage	780.00
4330 · Lot 874 CMII- 1520 Purple Sage	772.50
4331 · Lot 953 CMII 1485 Palo Verde	765.00
4332 · Lot 955 CMII - 1445 Palo Verde	746.75

Total 4309 · Rental Income 11,182.73

4401 · Late Fees/Rentals

4410.02 · Paul D. Levie - Social Sec. Ck	1,322.00
4410.04 · Pension Plan Segregated Pymt	2,835.40
4417 · Commission Income	109,670.81
4511 · Misc. Non-Taxable Income	125.00

Total Income 131,067.63

Expense

5008 · Rental Expenses

5009 · Barrington

5009.02 · Barrington - Int.	186.45
-----------------------------	--------

Total 5009 · Barrington 186.45

5010 · E. McDowell-PHX

5010.04 · E.McDowell-Repair	3,620.00
5010.07 · E. McDowell-Auto	543.40
5010.14 · E.McDow-Rent Tax	0.00
5010.21 · Waste Management/Sanitation	145.02

Total 5010 · E. McDowell-PHX 4,308.42

5017 · Lot 1 GMHS III

5017.04 · Repairs - Lot 1	809.62
5017.08 · Util. - Lot 1	192.64
5017.10 · Sanitation-Lot 1	15.45
5017 · Lot 1 GMHS III - Other	273.82

Total 5017 · Lot 1 GMHS III 1,291.53

5020 · Sevier/Utah

5020.08 · Sevier - Util.	190.83
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Total 5020 · Sevier/Utah 190.83

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02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Profit & Loss

January 1 through February 4, 2005

	Jan 1 - Feb 4, 05
5021 · Lot 412 CMII	
5021.02 · Lot 412 -Interest	80.77
5021.04 · Lot 412 - Repairs	389.19
5021.14 · Lot 412 CMII Rental Tax	9.05
5021.15 · New Woodstove (Gas)	750.00
Total 5021 · Lot 412 CMII	1,229.01
5022 · Lot 432 CMII	
5022.02 · Lot 432 -Interest	80.11
Total 5022 · Lot 432 CMII	80.11
5023 · Lot 430 CMII	
5023.03 · Lot 430 -Interest	78.69
Total 5023 · Lot 430 CMII	78.69
5030 · Lot 360 CMII/repairs	
5030.02 · Lot 360 CMII- Interest	0.00
Total 5030 · Lot 360 CMII/repairs	0.00
5031 · Lot 431 CMII-Repairs	
5031.03 · Lot 431, Interest Expense	277.52
5031.09 · Lot 431 CMII Rental Tax	9.05
Total 5031 · Lot 431 CMII-Repairs	286.57
5032 · Lot 1072 CMI (1440 Flint)	
5032.12 · Rental tax	9.05
Total 5032 · Lot 1072 CMI (1440 Flint)	9.05
5035 · Lot 1349 CMIV	
5035.03 · Interest	353.24
Total 5035 · Lot 1349 CMIV	353.24
5036 · Lot 955, Chino Meadows II	
5036.11 · Lot 955 Repairs	230.00
5036.14 · Lot 955 -Mortgage Interest	0.00
5036.15 · Lot 955 - Rental sales tax	9.05
Total 5036 · Lot 955, Chino Meadows II	239.05
5037 · Lot 856, Chino Meadows II	
5037.11 · Lot 856 - Repairs	230.00
5037.15 · Lot 856 - Rental Sales Tax	9.03
Total 5037 · Lot 856, Chino Meadows II	239.03
5038 · Lot 953, Chino Meadows II	
5038.11 · Lot 953 - Repairs	230.00
5038.14 · Lot 953 - Mortgage Interest	0.00
5038.15 · Lot 953 - Rental sales tax	9.05
Total 5038 · Lot 953, Chino Meadows II	239.05
5039 · Lot 874, Chino Meadows II	
5039.11 · Lot 874 - Repairs	1,055.26
5039.14 · Lot 874 - Mortgage Interest	0.00
5039.15 · Lot 874 - Rental Sales Tax	9.05
Total 5039 · Lot 874, Chino Meadows II	1,064.31
Total 5008 · Rental Expenses	9,795.34
5200 · Bus Expenses	
5200.09 · Bank Charges and Fees	30.00
Total 5200 · Bus Expenses	30.00
Total Expense	9,825.34
Net Ordinary Income	121,242.29

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02/04/05

Accrual Basis

PAUL D. LEVIE & RAE LEVIE TRUST

Profit & Loss

January 1 through February 4, 2005

	<u>Jan 1 - Feb 4, 05</u>
Other Income/Expense	
Other Expense	
6011 · Telephone	137.85
6310 · Medical (P.C.)	
6310.02 · Perscriptions	-144.59
6310.04 · Medical Doctor	-142.61
6310.07 · Medical subscriptions	-54.00
Total 6310 · Medical (P.C.)	<u>-341.20</u>
6331 · Personal Expenses	907.28
6331.01 · 1/2 Utilities Lot 1 GMHS III	466.45
6340 · Insurances	
6340.04 · Ins NY, Lincoln Prudential	2,419.00
Total 6340 · Insurances	<u>2,419.00</u>
6415.01 · Fed & State Income Tax	
6415.02 · IRS Taxes Paid	73,080.00
6416.02 · Az Dept Rev St Inc. Tax Pd	14,230.00
Total 6415.01 · Fed & State Income Tax	<u>87,310.00</u>
6510 · Contributions/Donations	
6510.01 · LDS Church	2,500.00
6510 · Contributions/Donations - Other	40.00
Total 6510 · Contributions/Donations	<u>2,540.00</u>
6711 · Motor Vehicle Registration	242.00
Total Other Expense	<u>93,681.38</u>
Net Other Income	<u>-93,681.38</u>
Net Income	<u><u>27,560.91</u></u>

Other: (specify)

N/A

First Year _____ Second Year _____ Third Year _____ Fourth Year _____

Fifth Year _____

2. **(WATER ONLY)** Indicate the projected annual water consumption, in gallons, for each of the customer classes in the new area for each of the next five years:

Residential:

First Year 3,942,000 Second Year 6,570,000 Third Year 8,760,000

Fourth Year 12,045,000 Fifth Year 14,730,000

Commercial: N/A

First Year _____ Second Year _____ Third Year _____

Fourth Year _____ Fifth Year _____

Industrial: N/A

First Year _____ Second Year _____ Third Year _____

Fourth Year _____ Fifth Year _____

Irrigation: N/A

First Year _____ Second Year _____ Third Year _____

Fourth Year _____ Fifth Year _____

3. Indicate the total estimated annual operating revenue from the new area for each of the next five years:

First Year 12,960 Second Year 32,400 Third Year 49,140

Fourth Year 66,000 Fifth Year 81,974

- **Complete Attachment "D" (Water Use Data Sheet) for the past 13 months**

See Attached

ATTACHMENT "D"

WATER USE DATA SHEET

NAME OF COMPANY _____ →	Antelope Lakes Water Company
ADEQ Public Water System No. _____ →	only 2 customers, not required

MONTH/YEAR (Last 13 Months)	NUMBER OF CUSTOMERS	GALLONS SOLD (Thousands)
2-28-04	2	38,430
5-1	2	6,620
6-1	2	8,110
7-1	2	4,910
8-1	2	7,220
9-1	2	10,240
10-1	2	3,750
11-1	2	7,710
12-1	2	2,480

STORAGE TANK CAPACITY (Gallons)	NUMBER OF EACH	ARIZONA DEPT. OF WATER RESOURCES WELL I.D. NUMBER	WELL PRODUCTION (Gallons per Minute)
6000- pressure	1	#1 55-552692	30-40
		#2 55-505514	Not currently in use
		#3 55-585385	0-deepening permit B(18)
			BCBD
		#4 55-578623	20-40
			See Attached well info

Other Water Sources in Gallons per Minute _____ →	GPM
Fire Hydrants on System _____ →	Yes No
Total Water Pumped Last 13 Months (Gallons in Thousands) _____ →	89,470

Well #1: is producing water for current customers in current CC&N location.

Well #2: was drilled as a supplemental well for current CC & N location, but has not been equipped or used. It was tested when drilled at 30-40 g.p.m. Located on current CC & N area.

Well #3: Drilled but capacity not known. Upon recommendation of Driller, Well Tech, Garth Owens and Hydrologist, Bill Wellendorf, we have obtained permit to deepen the existing 700' well.

Well #4: Well was drilled to supply water to a conventional residence and produces 20-40 g.p.m. This is an alternate possibility for water supply, but delivery distance is greater than with Well #3 and will be used as a beginning well only if we are unable to get adequate supply from #3.

4. Indicate the total estimated annual operating expenses attributable to the new area for each of the next five years:

First Year 12,500 Second Year 15,000 Third Year 20,000

Fourth Year 25,000 Fifth Year 27,500

J. Total estimated cost to construct utility facilities to serve customers in the requested area:

Phase 1 \$239,000

K. Explain method of financing utility facilities (see paragraph 8 of instructions)

Aid in advance of construction from lot owners and long

term loans from lot owners

L. Estimated starting and completion date of construction of utility facilities:

Starting date March 2005 Completion date March 2008 (phase 1)

M. Attach the following permits:

1. Franchise from either the City or County for the area requested. Extension applied for and see attached
2. Arizona Department of Environmental Quality or designee's approval to construct facilities. Well deepening permit granted. Approval to construct will be provided by 3-15-2005
3. Arizona State Land Department approval. (If you are including any State land in your requested area this approval is needed.) Applied for, contact made and Notice will be given pursuant their request.
4. U.S. Forest Service approval. (If you are including any U.S. Forest Service land in your requested area this approval is needed.) N/A

5. **(WATER ONLY)** If the area requested is within an Active Management Area, attach a copy of, either the utility's Designation of an Assured Water Supply, or the developer's Certificate of 100 Year Assured Water Supply issued by the Arizona Department of Water Resources.

N/A

- If the area requested is outside an Active Management Area, attach the developer's Adequacy Statement issued by the Arizona Department of Water Resources if applied for by the developer.

Public Works
Folder

(M-1)

3221157 BK 3724 PG 84
Yavapai County
Patsy Jenney-Colon, Recorder
01/10/2000 03:46P PAGE 1 OF 5
YAVAPAI CO PUBLIC WORKS
RECORDING FEE 0.00
SURCHARGE 0.00
POSTAGE 0.00

BEFORE THE BOARD OF SUPERVISORS

OF

YAVAPAI COUNTY, ARIZONA

In the Matter of the Application of)
Antelope Lakes Water Company, Inc.) WATER FRANCHISE
for a water franchise)

WHEREAS, Antelope Lakes Water Company, Inc. filed its application pursuant to A.R.S. §40-283, for a water franchise to construct and/or maintain and operate water lines for a period of fifteen (15) years, along, upon, under and across public highways, roads, alleys and thoroughfares (excepting State Highways) within that portion of Yavapai County, Arizona, described as follows:

EXHIBIT A

Antelope Lakes Water Company, Inc.

The following service area located within the Gila and Salt River Base and Meridian, Yavapai County, Arizona:

Section 13, Township 18 North, Range 3 West; Section 27, Township 18 North, Range 2 West; Section 31, Township 18 North, Range 2 West; Section 33, Township 18 North, Range 2 West.

and that said subdivision is contiguous to a portion of the area described in Exhibit A above which area is not within the limits of any incorporated city or town, and,

WHEREAS, this is the time and place set for hearing of said application and due and regular notice was given by publication of notice once a week for three consecutive weeks prior to this time of hearing and proof of publication has been filed herein, and

WHEREAS, all protests to granting such application have been considered, the Board of Supervisors of Yavapai County, Arizona, hereby grants to the Antelope Lakes Water Company, Inc. the right, privilege, license and franchise to construct, maintain and operate water delivery systems for a period of fifteen (15)

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Antelope Lakes Water Company, Inc.
Water Franchise Agreement

years from the date hereof, along, upon, under and across the public highways of Yavapai County, Arizona, within the above described area of Yavapai County, which area is not within the limits of any incorporated city or town, upon the following terms and conditions:

RESTRICTIONS AND LIMITATIONS

1. All rights and privileges hereunder are granted under the express condition that the Board of Supervisors shall have the power at any time to impose such additional and further restrictions and limitations and to make such regulations on such highways, roads, thoroughfares, alleys, and public ways as may be deemed best for the public safety, welfare and convenience. No construction of improvements within a County road right-of-way shall be made without a permit from the Yavapai County Engineer first being obtained.

2. Grantor will notify Grantee if Grantor determines that any lines are located at a depth which interferes with road maintenance. Any such lines shall be buried at a sufficient depth upon receipt of notice. In the event that water lines must be relocated due to road construction or because of inadequate depth, the Grantee shall bear the cost of such relocation.

3. All rights and privileges hereunder shall be exercised so as to not interfere or conflict with any easements or rights-of-way heretofore granted by said Board of Supervisors and now in force.

4. All equipment and facilities constructed, installed, erected, used and maintained under this franchise shall in all respects be adequate, sufficient and substantial in design and workmanship and shall be so located, erected and maintained so as not to interfere with the full and free use and enjoyment of the public and so not to endanger life or property.

5. All rights and privileges hereunder shall be exercised so as not to interfere or conflict with any easement, either public or private, of whatsoever nature, which has been acquired in or to the proper use of said highways, roads, thoroughfares, alleys and public ways, or any portion thereof.

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Antelope Lakes Water Company, Inc.
Water Franchise Agreement

6. Grantee shall bear all expenses, including damages and compensation to any aggrieved third parties, incurred or expended for the alteration of the course, direction, surface, grade or alignment of any of the said highways, roads, thoroughfares, alleys, and public ways necessarily made by or for Grantee for the purpose of exercising any right under this franchise, and said Grantee shall indemnify and hold harmless the County of Yavapai and the Board of Supervisors thereof from any and all suits, claims, damages and judgments resulting from injuries to persons or property due to the placing, location and maintenance of equipment and facilities upon, in or under the provisions hereof. Grantee shall maintain its equipment and facilities at its own cost and expense and will make all necessary repairs from time to time as the same may be needed without the necessity of notice from Yavapai County.

7. The Grantee shall be required to secure and maintain in force for the duration of the franchise general comprehensive liability insurance insuring against all damages charged to the County or the Grantee resulting from the installation, development, maintenance or expansion of the Grantee's system, as follows:

(a) Five Hundred Thousand Dollars (\$500,000) for bodily injury or death to any one person with an aggregate limit for any one occurrence of One Million Dollars (\$1,000,000) for bodily injury or death.

(b) Two Hundred Fifty Thousand Dollars (\$250,000) for property damage resulting from any one accident.

(c) Fifty Thousand Dollars (\$50,000) for all other types of liability.

Yavapai County, Arizona, shall be named on the aforesaid policy as a coinsured, or added thereon by endorsement as a named insured. A certificate of insurance as well as a copy of the policy shall be filed with the Public Works Director. The certificate shall provide that if the policy shall be cancelled by the insurance company or the Grantee during the term of the policy, ten (10) days written notice prior to the effective date of such cancellation shall be given the Public Works Director of Yavapai County, Arizona.

Page 4 / January 3, 2000
Antelope Lakes Water Company, Inc.
Water Franchise Agreement

8. This franchise shall not be deemed to be exclusive and the Board of Supervisors hereby expressly reserves the right and power from time to time to grant similar franchises and privileges over the same territory and highways, roads, thoroughfares, alleys, and public ways.

9. Grantee certifies that all water and sewer operations shall be supervised by a duly authorized local operator, whose name, address, and phone number shall be kept in the records of the Public Works Director. Grantee shall notify the Public Works Director of any operator changes.

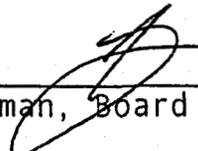
10. Grantee shall notify the Public Works Director of any assignment of this franchise, including assignee's name, address and phone number.

11. Grantee shall apply for renewal of this franchise not less than sixty (60) days prior to its expiration. In the event required notice, public hearings and official action cannot be taken prior to expiration due to no fault of Grantee, this franchise shall continue until final action by Grantor has been taken.

12. This franchise is granted upon the express condition subsequent that a Certificate of Convenience and Necessity be procured from the Arizona Corporation Commission within six months from the date of granting of this franchise; and if such Certificate is not granted within six months from said date, then this franchise to be void, otherwise to be in full force and effect for the time herein specified.

Dated: January 3, 2000

ATTEST:



Chairman, Board of Supervisors



Clerk, Board of Supervisors

SEAL

ATTACHMENT M-2

ARIZONA DEPARTMENT OF WATER RESOURCES

500 North 3rd Street, Phoenix, Arizona 85004

Telephone (602) 417-2470

Fax (602) 417-2422

December 13, 2004



Janet Napolitano
Governor

Herb Guenther
Director

ANTELOPE LAKES WATER CO INC
PO BOX 350
CHINO VALLEY, AZ 86323

Registration No. 55-585385
File No. B(18-3) 13 CBD

Dear Well Owner:

Enclosed is a copy of the Notice of Intention (NOI) to Deepen a well that you recently filed with this Department pursuant to A.R.S. § 45-596. This is to inform you that the Department has approved the NOI and has mailed or otherwise provided a drilling card authorizing the drilling of the well to the well driller identified in the NOI. The driller may not begin drilling until he has received the drilling card, which must be displayed on the drill rig during drilling.

Well drilling activities must be completed within one year after the date the NOI was filed with the Department. If drilling is not completed within one year, you must file a new NOI before proceeding with further drilling. If in the course of drilling the well, it is determined that the well cannot be successfully completed as initially intended (dry hole, cave in, lost tools, etc.), the well must be properly abandoned and a Well Abandonment Completion Report must be filed as required by A.A.C. R12-15-816(F).

If you change drillers, you must notify the Department of the new driller's identity. Please ensure that the new driller is licensed by the Department to drill the type of well you require. A new driller may not begin drilling until he receives a new drilling card from the Department. If you are drilling a new or replacement well and it is necessary to change the location of the proposed well, you may not proceed with drilling until you file an amended NOI with the Department and the Department issues an amended drilling card to the driller. If county approval was required for the original well site plan (this applies to domestic wells on parcels that are five acres or less), you must submit a new well site plan with the new well location to your local county health authority for approval prior to filing the amended NOI with the Department.

A.R.S. § 45-600 requires the registered well owner to complete and file a Pump Installation Completion Report form (DWR form 55-56) within 30 days after the installation of pumping equipment. A form is enclosed for your use. Also enclosed is a well owner's guide that provides useful information and advice concerning your upcoming well construction project. A.R.S. § 45-600 also requires the driller to file a complete and accurate Well Drillers Report and Well Log (DWR form 55-55) within 30 days after completion of drilling. That form was mailed to your driller with the drilling card. You should insist and ensure that all of the required forms are accurately completed and timely filed with the Department.

Please be advised that A.R.S. § 45-593(C) requires the person to whom a well is registered to notify the Department of a change in ownership of the well and/or information pertaining to the physical characteristics of the well in order to keep this well registration file current and accurate. Any change in well information or a request to change well driller must be filed on a Request to Change Well Information form (DWR form 55-71A) that may be downloaded from the ADWR Internet website at <http://www.water.az.gov/adwr/content/forms/default.htm#NOI>.

Sincerely,

A handwritten signature in cursive script that reads "Laura Muhammad".

Laura Muhammad

NOI Unit

Water Management Support Section

Enclosures

REVISED



Arizona Department of Water Resources
Water Management Support Section
P.O. Box 458 • Phoenix, Arizona 85001-0458
(602) 417-2470 • (800) 352-8488
(602) 417-2422 fax www.water.az.gov

Notice of Intent to
Drill, Deepen, Replace or Modify a Well

\$150 or
\$75 FEE

(except a Non-Exempt Well in an Active Management Area)

- Review instructions prior to completing form in black or blue ink.
- You **must** include with your Notice:
 - Check or money order in the amount of the appropriate filing fee. For a well located within an AMA or INA, the fee is \$150.00. For a well **not** located within an AMA or INA, the fee is \$75.00 if the well will be used solely for domestic purposes (see page 2 and instructions) and will have a pump with a maximum capacity of not more than 35 gallons per minute. Otherwise, the fee is \$150.00.
 - Authority for fee: A.R.S. § 45-596.

AMA/INA	B	SB
RECEIVED	DATE	WS
12/10/05		05
ISSUED	DATE	WOARF
12/13/05		
		CERCLA

FILE NUMBER
B(18-3)3CBD
WELL REGISTRATION NUMBER
55-585385

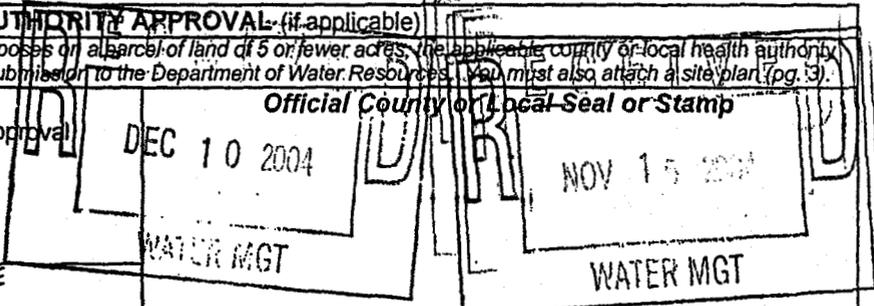
** PLEASE PRINT CLEARLY **

SECTION 1. COUNTY OR LOCAL HEALTH AUTHORITY APPROVAL (if applicable)

If water from the proposed well will be used for domestic purposes on a parcel of land of 5 or fewer acres, the applicable county or local health authority must endorse all items in Section 1 within one year before submission to the Department of Water Resources. You must also attach a site plan (pg. 3).

CHECK ONE

- County or Local Health Authority Recommends Approval (pursuant to A.R.S. § 45-596 (G) and (F))
 - Field Inspection Performed
 - Site Plan Review Only
- Insufficient Information to Make a Determination



COUNTY OR LOCAL AUTHORITY NAME AND TITLE

TELEPHONE NUMBER

DATE

COUNTY OR LOCAL AUTHORITY SIGNATURE

SECTION 2. REGISTRY INFORMATION

Well Type CHECK ONE	Proposed Action CHECK ONE	Location of Well WELL LOCATION ADDRESS (IF ANY)					
<input checked="" type="checkbox"/> Exempt (Pump has a maximum capacity of not more than 35 gpm and water is not used for irrigation purposes inside an AMA.) (See instructions.)	<input type="checkbox"/> Drill New Well <input checked="" type="checkbox"/> Deepen <input type="checkbox"/> Replace <input type="checkbox"/> Modify If Deepening, Replacing or Modifying: ORIGINAL WELL REGISTRATION NUMBER	TOWNSHIP (N/S)	RANGE (E/W)	SECTION	160 ACRE	40 ACRE	10 ACRE
	55-585385	18N	3W	13	SW ¼	NW ¼	SE ¼
<input checked="" type="checkbox"/> Non-Exempt (Pump has a maximum capacity of more than 35 gpm or water is used for irrigation purposes inside an AMA.) (See instructions.)	MAXIMUM CAPACITY OF ORIGINAL WELL Gallons Per Minute	COUNTY ASSESSOR'S PARCEL ID NUMBER					
DESIGN PUMP CAPACITY 200 35 Gallons Per Minute	DISTANCE & DIRECTION FROM ORIGINAL WELL Feet	BOOK	MAP	PARCEL	# OF ACRES		
		303	05	005A	79.58		
		PLACE OF WATER USE (ONLY IF DIFFERENT FROM LOCATION OF WELL)					
		TOWNSHIP (N/S)	RANGE (E/W)	SECTION	160 ACRE	40 ACRE	10 ACRE
					¼	¼	¼
		COUNTY WHERE WELL IS LOCATED YAVAPAT					

SECTION 3. OWNER INFORMATION

Well Owner		Landowner (if different from Well Owner)	
FULL NAME OF COMPANY, ORGANIZATION, OR INDIVIDUAL		FULL NAME OF COMPANY, GOVERNMENT AGENCY, OR INDIVIDUAL	
Antelope Lakes Water Co.		Rockee Top Inc	
MAILING ADDRESS		MAILING ADDRESS	
Box 350		16902 El Camino Real	
CITY / STATE / ZIP CODE		CITY / STATE / ZIP CODE	
Chino Valley, AZ 86323		Houston, TX 77058	
CONTACT PERSON NAME AND TITLE		CONTACT PERSON NAME AND TITLE	
Paul Levie, President		Dewey Levie	
TELEPHONE NUMBER	FAX	TELEPHONE NUMBER	FAX
(928) 717-2616	(928) 717-2621	(928) 636-0428	

SECTION 4.

Questions	Yes	No	If Yes:
1. Is the proposed well site within 100 feet of a septic tank system, sewer disposal area, landfill, hazardous materials or petroleum storage area or tank?		X	You must also request a variance (A.A.C. R12-15-818).
2. Is there another well name or identification number associated with this well?		X	PLEASE STATE
3. Is the proposed well the second exempt well on this parcel for the same use?		X	If the proposed well is in an Active Management Area, you must also file a supplemental form 55-40A.

revised

Notice of Intent to Drill, Deepen, Replace or Modify a Well

WELL REGISTRATION NUMBER
55 - 585385

SECTION 5. DRILLING AUTHORIZATION SECTION 6. WATER / SITE INFORMATION

Drilling Firm		Principal Use of Water		Other Uses of Water	
NAME Drill Tech		CHECK ONE		CHECK ALL THAT APPLY	
DWR LICENSE NUMBER 239	ROC LICENSE CATEGORY A-4C-53	<input type="checkbox"/> Irrigation	<input checked="" type="checkbox"/> Utility per mikeln	<input type="checkbox"/> Irrigation	<input type="checkbox"/> Utility
TELEPHONE NUMBER (928) 636-8006	FAX	<input type="checkbox"/> Commercial	<input checked="" type="checkbox"/> Domestic	<input type="checkbox"/> Commercial	<input checked="" type="checkbox"/> Domestic
MAILING ADDRESS P.O. Box 3568		<input type="checkbox"/> Municipal	<input type="checkbox"/> Industrial	<input type="checkbox"/> Municipal	<input type="checkbox"/> Industrial
CITY / STATE / ZIP CODE Chino Valley, AZ 86323		<input type="checkbox"/> Mining	<input type="checkbox"/> Stock	<input type="checkbox"/> Mining	<input type="checkbox"/> Stock
		<input type="checkbox"/> Recharge	<input type="checkbox"/> Dewatering	<input type="checkbox"/> Recharge	<input type="checkbox"/> Dewatering
		<input type="checkbox"/> Other (please specify):		<input type="checkbox"/> Other (please specify):	

RECEIVED
DEC 10 2004

SECTION 7. PROPOSED WELL CONSTRUCTION DESIGN (attach separate sheet if needed) DATE CONSTRUCTION IS TO BEGIN

Borehole			Casing														
DEPTH FROM SURFACE		BOREHOLE DIAMETER (inches)	DEPTH FROM SURFACE		OUTER DIAMETER (inches)	MATERIAL TYPE (T)				PERFORATION TYPE (T)					GROUTING MATERIAL		
FROM (feet)	TO (feet)		FROM (feet)	TO (feet)		STEEL	PVC	ABS	IF OTHER TYPE, DESCRIBE	BLANK OR NONE	WIRE WRAP	SHUTTER SCREEN	MILLS KNIFE	SLOTTED		IF OTHER TYPE, DESCRIBE	
0	20	23" per Jerry McMillan	0	20	20	X											
20	1500	10-12"				X*											Cement

* ADWR well construction standards require a surface seal consisting of a minimum of 20 feet of steel casing. Cement grout must be used to fill the annular space between the surface casing and the borehole. (A.A.C. R12-15-811(B))

The Department's issuance of an authorization to drill a well is not a determination of whether water withdrawn from the well is legally surface water or groundwater. The legal nature of the water withdrawn from the well may be the subject of court action in the future as part of a determination of surface water rights in your area. If there are court proceedings that could affect your well, you will be notified and be given the opportunity to participate. If you have questions regarding the legal nature of the water to be withdrawn from your proposed well, please consult with an experienced civil engineer, hydrologist or water rights attorney.

For the purposes of determining appropriate fees outside AMAs or INAs, "domestic purposes" is defined as "uses related to the supply, service and activities of households and private residences and includes the application of water to less than 2 acres of land to produce plants or parts of plants for sale or human consumption, or for use as feed for livestock, range livestock or poultry, as such terms are defined in A.R.S. § 3-1201."

I state that this notice is filed in compliance with A.R.S. § 45-596 and is complete and correct to the best of my knowledge and belief.

TYPE OR PRINT NAME AND TITLE Paul D. Levie President	
SIGNATURE OF WELL OWNER <i>Paul D. Levie</i>	DATE 11-12-04
SIGNATURE OF LANDOWNER, IF APPLICABLE (SEE INSTRUCTIONS) <i>Walter J. New</i>	DATE 11/29/04

Notice of Intent to Drill, Deepen, Replace or Modify a Well

WELL REGISTRATION NUMBER
55-585385

CHECK ONE: FILING MANUALLY
 FILING ELECTRONICALLY*

*DRILLER'S E-MAIL ADDRESS: _____

*COUNTY OR LOCAL HEALTH AUTHORITY APPROVAL CODE <i>If applicant is filing this NOI electronically via the ADWR website and County approval is required, please indicate approval by providing a County Approval Code.</i>	COUNTY APPROVAL CODE
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WELL SITE PLAN			
NAME OF WELL OWNER Antelope Lakes Water Co		COUNTY ASSESSOR'S PARCEL ID NUMBER	
BOOK	MAP	PARCEL	
303	05	005A	

- Deepening existing well**
- ❖ If this well will be a domestic well on 5 acres or less, please draw the following: (1) the boundaries of your property; (2) the proposed well location; (3) the locations of all septic tank systems and sewer systems on the property or within 100 feet of the well location, even if on neighboring properties; and (4) any permanent structures on the property that may aid in locating the well. If the parcel is vacant land or lacks a septic tank or sewer system, please indicate this.
 - ❖ Indicate the distance between the proposed well location and any septic tank system or sewer system.

RECEIVED

NOV 1 2004

WATER MGT

RECEIVED

DEC 10 2004

WATER MGT



1" = _____ ft

COUNTY OR LOCAL AUTHORITY NAME AND TITLE		Official County or Local Seal or Stamp
COUNTY OR LOCAL AUTHORITY SIGNATURE		
TELEPHONE NUMBER	DATE	

**PUBLIC NOTICE OF AN APPLICATION FOR AN EXTENSION OF ITS
CERTIFICATE OF CONVENIENCE AND NECESSITY
BY
ANTELOPE LAKES WATER COMPANY, INC.**

Antelope Lakes Water Company, Inc. has filed with the Arizona Corporation Commission ("Commission") an application for authority for an extension of its Certificate of Convenience and Necessity to provide public water service. The proposed area of the extension of the CC & N is: Sections 13 & 24 of Township 18 North, Range 3 West, Gila & Salt River Base & Meridian, Yavapai County, Arizona. If the application is granted Antelope Lakes Water Company, Inc., would be the exclusive provider of public water service to the proposed area. Antelope Lakes Water Company, Inc. will be required by the Commission to provide this service under the rates, and charges and terms and conditions established by the Commission. The granting of the application would not necessarily prohibit an individual from providing service to themselves from individually owned facilities on their property. The application is available for inspection during regular business hours at the offices of the Commission in Phoenix at 1200 West Washington Street, and at Antelope Lakes Water Company, Inc. at 2465 Shane Drive, Prescott, AZ 86323.

The Commission will hold a hearing on this matter. As a property owner or customer you may be entitled to intervene in the proceeding. If you do not want to intervene, you may appear at the hearing and make a statement on your own behalf. You may contact the Commission at the address and telephone number listed below for the date and time of the hearing and for more information on intervention. You may not receive any further notice of the proceeding unless requested by you.

If you have any questions or concerns about this application or have any objections to its approval, or wish to make a statement in support of it, you may contact the Consumer Services Section of the Commission at 1200 West Washington, Phoenix, Arizona 85007 or call 1-800-222-7000 ext 400.

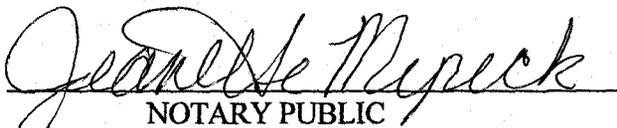
- If the area requested is outside an Active Management Area and the developer does not obtain an Adequacy Statement, provide sufficient detailed information to prove that adequate water exists to provide water to the area requested. See introductory/ overview letter


(Signature of Authorized Representative)

Paul D. Levie
(Print or Type Name Here)

President
(Title)

SUBSCRIBED AND SWORN to before me this 8th day of Feb., 2005


NOTARY PUBLIC

My Commission Expires 10-20-2008

