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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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COMMISSIONERS

JEFF HATCH-MILLER, Chairman  
WILLIAM A. MUNDELL  
MARC SPITZER  
MIKE GLEASON  
KRISTIN K. MAYES

IN THE MATTER OF THE APPLICATION OF  
ARIZONA UTILITY SUPPLY & SERVICES,  
L.L.C., FOR THE TRANSFER OF A PORTION OF  
ITS CERTIFICATE OF CONVENIENCE AND  
NECESSITY TO JOHNSON UTILITIES, L.L.C.

DOCKET NO. SW-04002A-02-0837  
DOCKET NO. WS-02987A-02-0837

IN THE MATTER OF THE APPLICATION OF  
ARIZONA UTILITY SUPPLY & SERVICES,  
L.L.C., TO TRANSFER ITS ASSETS AND  
CERTIFICATE OF CONVENIENCE AND  
NECESSITY TO JOHNSON UTILITIES, LLC.

DOCKET NO. SW-04002A-04-0465  
DOCKET NO. WS-02987A-04-0465

PROCEDURAL ORDER

**BY THE COMMISSION:**

On November 8, 2002, Arizona Utility Supply & Services, L.L.C. ("Applicant" or "AUSS") filed with the Arizona Corporation Commission ("Commission") an application in Docket Nos. SW-04002A-02-0837 and WS-02987A-02-0837 ("the 02-0837 dockets") for the transfer of a portion of its Certificate of Convenience and Necessity ("CC&N") to Johnson Utilities, L.L.C. ("Johnson").

In Decision No. 67586 (February 15, 2005), Johnson was granted an Order Preliminary to the issuance of a Final Order to enable Johnson to acquire specified assets of AUSS and take a number of other actions to enable Johnson to eventually provide retail wastewater service to most of the AUSS service area.

On May 12, 2005, counsel for Johnson, Jay Shapiro of Fennemore Craig, P.C., filed a Notice of Withdrawal as Counsel of Record. The Notice of Withdrawal stated that Richard Sallquist would be taking over representation of Johnson and all future correspondence should be directed to Mr. Sallquist.

By Procedural Order issued June 3, 2005, counsel for record for Johnson Utilities Company, Jay Shapiro of Fennemore Craig, P.C., was ordered to file an Application for Withdrawal as Counsel in accordance with the requirements of A.A.C. R14-3-104(E).

1 On June 8, 2005, Mr. Shapiro filed an Application of Withdrawal as Counsel stating that  
2 withdrawal is necessary and in the public interest because Mr. Shapiro is not authorized to act on  
3 behalf of Johnson Utilities and has been instructed to withdraw as counsel, and because Mr. Sallquist  
4 has already been retained to represent Johnson.

5 On June 13, 2005, Richard Sallquist of the firm Sallquist & Drummond, P.C., filed an  
6 Application for Substitution of Counsel requesting authorization to appear on behalf of Johnson in  
7 this matter.

8 IT IS THEREFORE ORDERED that Jay Shapiro and the firm Fennemore Craig, P.C., are  
9 authorized to withdraw as counsel for Johnson Utilities Company in this proceeding and Richard  
10 Sallquist of the firm Sallquist & Drummond, P.C., shall be authorized to appear on behalf of Johnson  
11 Utilities Company.

12 IT IS FURTHER ORDERED that the Ex Parte Rule is still in effect.

13 IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend,  
14 or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at  
15 hearing.

16 DATED this 21<sup>st</sup> day of June, 2005

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19 DWIGHT D. NODES  
20 ASSISTANT CHIEF ADMINISTRATIVE LAW JUDGE

21 Copies of the foregoing mailed  
22 this 21 day June, 2005 to:

23 Maurice Lee  
24 Arizona Utility Supply & Services, LLC  
4002 E. Taro Lane  
Phoenix, AZ 85050

25 Michael Baldwin  
26 LAW OFFICES OF MICHAEL BALDWIN, PLC  
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27 Tucson, AZ 85701-1120  
Bankruptcy Attorney for Arizona Utility Supply & Services, LLC

28

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6 Jay L. Shapiro  
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11 Attorneys for Johnson Utilities Co., L.L.C.

12 Michael Grant  
13 Todd Wiley  
14 GALLAGHER & KENNEDY  
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16 Phoenix, AZ 85016  
17 Attorneys for Centex Homes

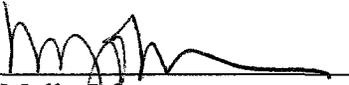
18 Lynn A. Keeling  
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22 George Johnson  
23 Johnson Utilities Co., LLC  
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26 Richard Sallquist  
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25 By:   
26 Molly Johnson  
27 Secretary to Dwight D. Nodes  
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