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AZ CORP COMMISSION
DOCUMENT CONTROL

December 20, 2001

Goodman Water Company
Docket Control No. W-02500A010996

W-04073A-01-0996

Dear Sir/Madam:

Our firm represents Goodman Water Company ("Goodman Water") and Eagle Crest Water, LLC ("Eagle Crest Water").

On December 20, 2001, Goodman Water and Eagle Crest Water filed with the ACC an Application for Approval of the Sale of Assets and/or Transfer of Certificate of Convenience and Necessity. The Application sought approval from the ACC to sell the assets and transfer the Certificate of Convenience and Necessity of Goodman Water to Eagle Crest Water, an entity owned and managed by the same principals of Goodman Water Company.

For certain business considerations, the principals of Goodman Water have decided to continue to operate the water company rather than transferring the assets and CC&N to Eagle Crest Water. Accordingly, both Goodman Water and Eagle Crest Water, hereby withdraw the above-filed application.

Sincerely,

Douglas G. Lemke

Mr. Jim Fisher
Arizona Corporation Commission
Docket Control
1200 West Washington Street
Phoenix, Arizona 85007

Arizona Corporation Commission
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Mr. Jim Fisher

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December 20, 2001

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Intraoffice copy to Michael F. McNulty

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