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April 10, 2006

Arizona Corporation Commission  
Docket Control  
1200 Washington  
Phoenix, Arizona 85007

**Re: Docket No. SW-02390A-05-0796**

Ladies and Gentlemen:

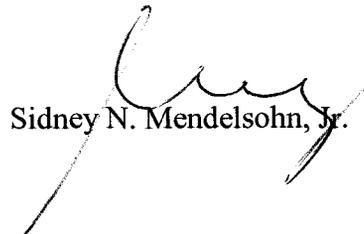
In connection with the above-referenced Docket, enclosed are the following:

- (i) Action by the Board of Directors of Southland Sanitation, Co. by Unanimous Consent Without a Meeting; and
- (ii) Revised legal and depiction of CC&N Deletion.

If there is anything further which is required with respect to this submission please advise me.

Very truly yours

MENDELSON & OSERAN, PLC

  
Sidney N. Mendelsohn, Jr.

SNM:lae  
Enclosures

AZ CORP COMMISSION  
DOCUMENT CONTROL

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**ACTION BY THE BOARD OF DIRECTORS  
OF  
SOUTHLAND SANITATION, CO.  
BY UNANIMOUS CONSENT WITHOUT A MEETING**

Pursuant to the Arizona Revised Statutes §10-821 and Article II, Section 11 of the Bylaws of Southland Sanitation, Co., an Arizona corporation (the "Corporation"), the undersigned, constituting all of the members of the Board of Directors of the Corporation hereby adopt the following resolutions by unanimous consent without a meeting:

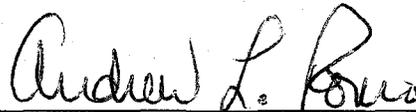
RESOLVED, that the Corporation was and is hereby authorized to apply to the Arizona Corporation Commission for the complete deletion of its Certificate of Convenience and Necessity to provide sewer service in Cochise County, Arizona and the assumption thereof by the City of Sierra Vista.

FURTHER RESOLVED, the Corporation was and is authorized to enter into and consummate the sale to the City of Sierra Vista of certain or all of its assets \_\_\_\_\_ under terms and conditions as the Board of Directors shall determine.

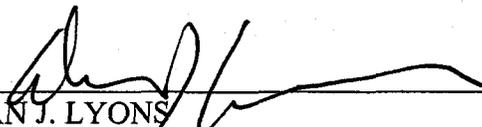
FURTHER RESOLVED, that Andrew L. Romo, as President of the Corporation, was and is authorized on behalf of the Corporation to execute and deliver documents and instruments in furtherance thereof.

FURTHER RESOLVED, that all actions taken by the officers of the Corporation on behalf of the Corporation prior to the date hereof in connection with the above matters are hereby ratified and approved.

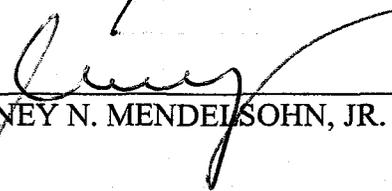
IN WITNESS THEREOF, we have hereunto subscribed our names and have affixed the seal of this Corporation on the 3<sup>rd</sup> day of April, 2006.



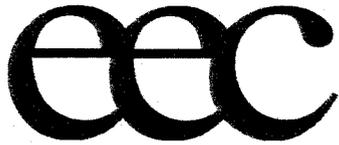
\_\_\_\_\_  
ANDREW L. ROMO



\_\_\_\_\_  
DAN J. LYONS



\_\_\_\_\_  
SIDNEY N. MENDEL SOHN, JR.



**DESCRIPTION OF CC&N DELETION**

Those portions of Sections 19, 20, 29 and 30, Township 22 South, Range 21 East, Gila and Salt River Meridian, Cochise County, Arizona described as follows:

The East Half (E 1/2) and the North Half (N 1/2) of the Southwest Quarter (SW 1/4) of Section 19;

The Southwest Quarter (SW 1/4) of Section 20:

The Northwest Quarter (NW 1/4) of Section 29; and

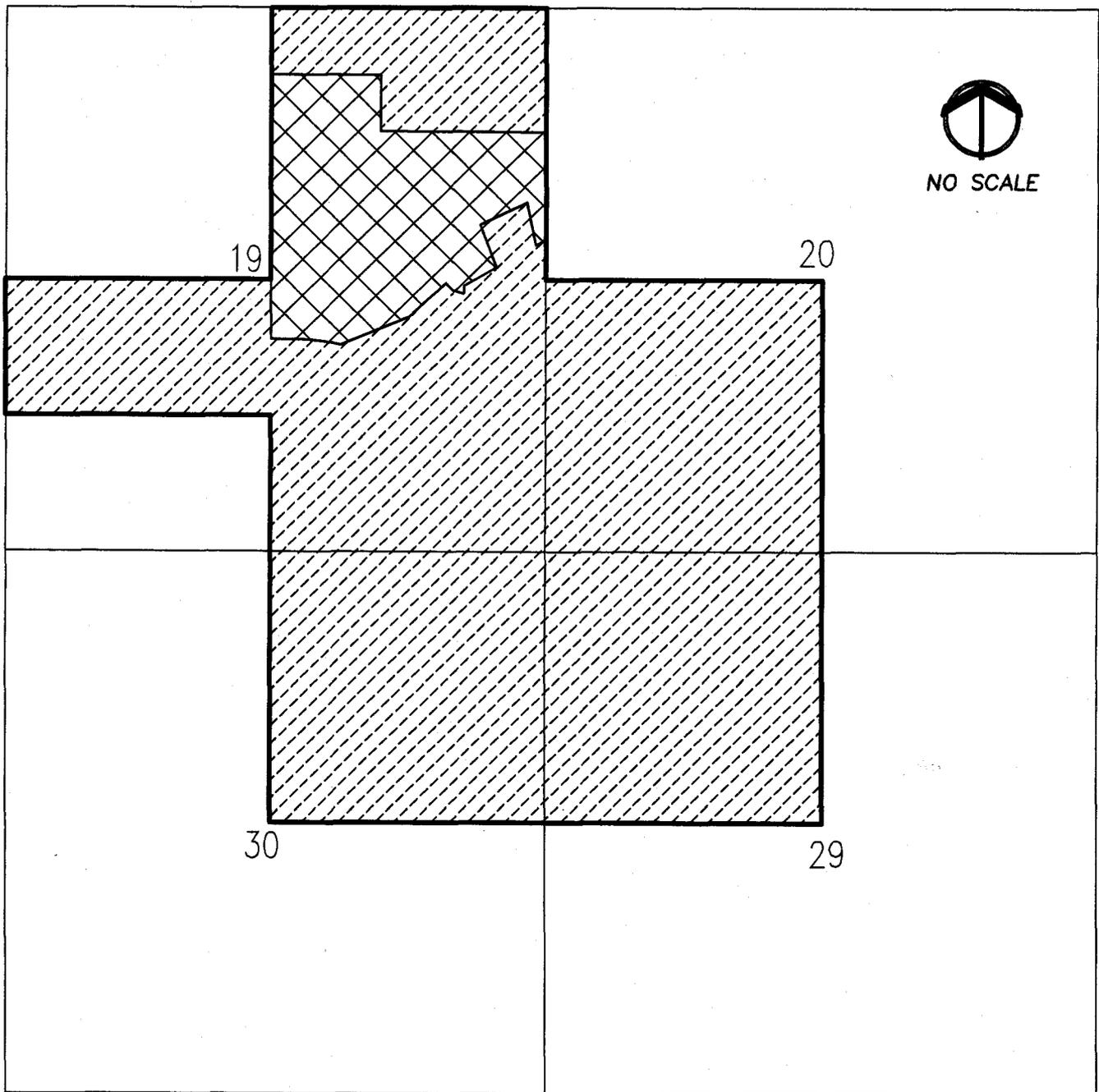
The Northwest Quarter (NE 1/4) of Section 30.

EXCEPT for that portion of the East Half (E 1/2) of Section 20 previously deleted by the Arizona Corporation Commission Docket No. SW-02390A-05-0097.

Prepared by:

Edward F. Geiser, RLS  
ENVIRONMENTAL ENGINEERING CONSULTANTS





SKETCH SHOWING EXISTING AND PROPOSED  
 STATUS OF CC&N OF SOUTHLAND SANITATION  
 COMPANY LOCATED IN PORTIONS OF SECTIONS  
 19, 20, 29 AND 30, R-21-E T-22-S, G. & S.R.M.  
 COCHISE COUNTY, ARIZONA

-  BOUNDARY OF ORIGINAL CC&N  
DOCKET No.U-2390-8181
-  PROPOSED DELETION FROM CC&N
-  DELETION FROM CC&N  
DOCKET No.SW-02390A-05-0097



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