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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

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- 1 Jeff Hatch-Miller, Chairman
- 2 William A. Mundell
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- 4 Mike Gleason
- 5 Kristin K. Mayes

Arizona Corporation Commission CORP COMMISSION
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JUL 17 2006

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8 IN THE MATTER OF THE APPLICATION OF
9 PALO VERDE UTILITIES COMPANY FOR AN
10 EXTENSION OF ITS EXISTING CERTIFICATE
11 OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-04-0767

12 IN THE MATTER OF THE APPLICATION OF
13 SANTA CRUZ WATER COMPANY FOR AN
14 EXTENSION OF ITS EXISTING CERTIFICATE
15 OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-04-0767

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67830
(Acquisition Schedule)**

16 Global Water Resources, LLC, in compliance with Decision No. 67830 in the above-
17 captioned dockets,¹ submits the attached Acquisition Schedule.

18 RESPECTFULLY submitted this 17th day of July 2006.

19 ROSHKA DEWULF & PATTEN, PLC

20 By *Michael W. Patten*

21 Michael W. Patten
22 One Arizona Center
23 400 East Van Buren Street, Suite 800
24 Phoenix, Arizona 85004

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27 ¹ Certain compliance requirements for Decision No. 67240 were carried over to, and incorporated in, Decision No. 67830. See Decision No. 67830 at 11-12. Therefore, in order to avoid duplicate filings, Palo Verde Utilities Company and Santa Cruz Water Company are filing the compliance items in these dockets, but not the dockets underlying Decision No. 67240 (SW-03575A-03-0586 and W-03576A-03-0586).

ROSHKA DEWULF & PATTEN, PLC
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PHOENIX, ARIZONA 85004
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FACSIMILE 602-256-6800

1 Original + 15 copies of the foregoing
2 filed this 17th day of July 2006, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
5 1200 West Washington
6 Phoenix, Arizona 85007

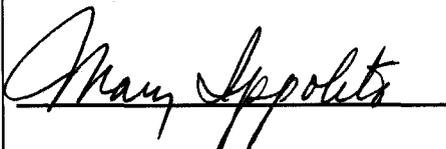
7
8 Copies of the foregoing hand-delivered/mailed
9 this 17th day of July 2006, to:

10 Dwight Nodes, Esq.
11 Administrative Law Judge
12 Hearing Division
13 Arizona Corporation Commission
14 1200 West Washington
15 Phoenix, Arizona 85007

16 David Ronald, Esq.
17 Legal Division
18 Arizona Corporation Commission
19 1200 West Washington
20 Phoenix, Arizona 85007

21 Ernest G. Johnson, Esq.
22 Director, Utilities Division
23 Arizona Corporation Commission
24 1200 West Washington
25 Phoenix, Arizona 85007

26 Brian Bozzo
27 Utilities Division
28 Arizona Corporation Commission
29 1200 West Washington
30 Phoenix, Arizona 85007

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Attachment B

Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, LLC during the six month period ending on the date this document is executed.

N/A West Maricopa Combine		
- Water Utility of Greater Buckeye	}	11 July 2006
- Water Utility of Greater Tonopah		
- Water Utility of Northern Scottsdale		
- Willow Valley Water Co.		
- Valencia Water Co		

PART 2

As of 31 May 2006, the capital structures of Palo Verde Utilities Company, LLC (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	45,290,633	100%	20,189,058	100%
	<u>45,290,633</u>	<u>100%</u>	<u>20,189,058</u>	<u>100%</u>

	CCWC	
	Amount	%
Long-Term Debt*	\$0	0%
Equity**	3,004,675	100%
	<u>3,004,675</u>	<u>100%</u>

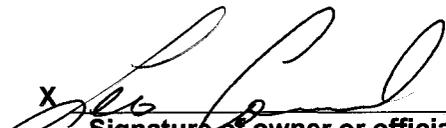
*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Returned Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED TREVOR HILL AND LEO COMMANDEUR, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X  Jul 06
Signature of owner or official/date

X  Jul 06
Signature of owner or official/date