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BEFORE THE ARIZONA CORPORATION COMMISSION  
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**COMMISSIONERS**

MIKE GLEASON, Chairman  
WILLIAM A. MUNDELL  
JEFF HATCH-MILLER  
KRISTIN K. MAYES  
GARY PIERCE

2008 APR 28 P 3:43

AZ CORP COMMISSION  
DOCKET CONTROL

IN THE MATTER OF THE JOINT  
APPLICATION OF WATER UTILITY OF  
GREATER BUCKEYE, INC. AND  
VALENCIA WATER COMPANY, INC. TO  
TRANSFER THE ASSETS, INCLUDING THE  
CERTIFICATES OF CONVENIENCE AND  
NECESSITY, OF WATER UTILITY OF  
GREATER BUCKEYE, INC. TO VALENCIA  
WATER COMPANY.

Docket No. W-01212A-06-0666  
Docket No. W-02451A-06-0666

**NOTICE OF FILING  
COMPLIANCE**

Decision No. 70183 required Valencia Water Company, Inc. ("Valencia") and Water Utility of Greater Buckeye, Inc. ("Buckeye")(collectively, the "Applicants"), to file "copies of all documentation transferring ownership of Water Utility of Buckeye, Inc.'s assets to Valencia Water Company, Inc., within 90 days of the effective date of this Decision." Accordingly, in compliance with Decision No. 70813, Applicants file the Bill of Sale transferring the assets.

RESPECTFULLY SUBMITTED this 28<sup>th</sup> day of April 2008.

ROSHKA DEWULF & PATTEN, PLC

By Timothy J. Sabo  
Michael W. Patten  
Timothy J. Sabo  
One Arizona Center  
400 East Van Buren Street, Suite 800  
Phoenix, Arizona 85004

Arizona Corporation Commission  
**DOCKETED**  
APR 28 2008

DOCKETED BY nr

**ROSHKA DEWULF & PATTEN, PLC**  
ONE ARIZONA CENTER  
400 EAST VAN BUREN STREET - SUITE 800  
PHOENIX, ARIZONA 85004  
TELEPHONE NO 602-256-6100  
FACSIMILE 602-256-6800

- 1 Original + 15 copies of the foregoing  
filed this 28<sup>th</sup> day of April 2008, with:
- 2 Docket Control
- 3 ARIZONA CORPORATION COMMISSION  
4 1200 West Washington  
Phoenix, Arizona 85007
- 5 Copies of the foregoing hand-delivered/mailed  
this 28<sup>th</sup> day of April 2008, to:
- 6
- 7 Lyn A. Farmer, Esq.  
Chief Administrative Law Judge  
Hearing Division  
8 Arizona Corporation Commission  
1200 West Washington  
9 Phoenix, Arizona 85007
- 10 Christopher C. Kempley, Esq.  
Chief Counsel, Legal Division  
11 Arizona Corporation Commission  
1200 West Washington  
12 Phoenix, Arizona 85007
- 13 Ernest G. Johnson, Esq.  
Director, Utilities Division  
14 Arizona Corporation Commission  
1200 West Washington  
15 Phoenix, Arizona 85007
- 16 Brian Bozzo  
17 Compliance Manager, Utilities Division  
Arizona Corporation Commission  
18 1200 West Washington  
Phoenix, AZ 85007
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**BILL OF SALE**

FOR TEN DOLLARS (\$10.00) AND OTHER GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, WATER UTILITY OF GREATER BUCKEYE, INC., an Arizona corporation ("WUGB"), does hereby sell, assign, bargain, transfer, and set over to VALENCIA WATER COMPANY, an Arizona corporation ("Valencia"), all of WUGB's right, title, and interest in and to its Certificate of Convenience and Necessity together with all of its assets, permits, facilities, contracts, and rights to continue doing business.

To have and to hold the same unto its successors and assigns forever.

IN WITNESS WHEREOF, WUGB and Valencia have executed this Bill of Sale as of 2/27, 2008.

WATER UTILITY OF GREATER BUCKEYE, INC.  
an Arizona corporation

By: Cindy M. Liles  
Cindy M. Liles  
Its: Secretary and Treasurer

VALENCIA WATER COMPANY  
an Arizona corporation

By: Cindy M. Liles  
Cindy M. Liles  
Its: Secretary and Treasurer