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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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

Docket No. SW-03575A-04-0767

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

Docket No. W-03576A-04-0767

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

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the attached Acquisition Schedule. Please note that Global Water, Inc. has purchased all outstanding shares of Balterra Sewer Corp. on May 7, 2008 and the formation of Global Water - Picacho Cove Water Company and Global Water - Picacho Cove Utilities Company was approved by the Arizona Corporation Commission ("ACC") in April 2008.

RESPECTFULLY submitted this 15th day of July 2008.

ROSHKA DEWULF & PATTEN, PLC

By *Michael W. Patten*

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1 Original + 15 copies of the foregoing
2 filed this 15th day of July 2008, with:

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

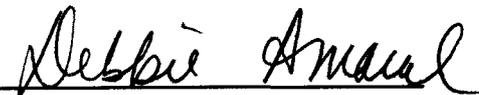
7 Copies of the foregoing hand-delivered/mailed
8 this 15th day of July 2008, to:

9 Lyn Farmer, Esq.
10 Chief Administrative Law Judge
11 Hearing Division
12 Arizona Corporation Commission
13 1200 West Washington
14 Phoenix, Arizona 85007

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25 Brian Bozzo
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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.

Global Water Inc. purchased all of the outstanding shares of Balterra Sewer Company on May 7th, 2008.
 The formation of Picacho Cove Water and Picacho Cove Utilities companies was approved by the ACC on April 8th, 2008.

PART 2

As of 31 May 2008, the capital structures of Palo Verde Utilities Company (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**	\$78,147,291	100%	\$66,242,634	100%
	<u>\$78,147,291</u>	<u>100%</u>	<u>\$66,242,634</u>	<u>100%</u>
	Francisco Grande		Water Utility of Greater Buckeye	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$126,255	13%
Equity**	\$35,820	100%	\$851,070	87%
	<u>\$35,820</u>	<u>100%</u>	<u>\$977,325</u>	<u>100%</u>
	Valencia Water Co		Water Utility of Greater Tonopah	
	Amount	%	Amount	%
Long-Term Debt*	\$2,099,075	94%	\$251,859	11%
Equity**	\$124,671	6%	\$2,023,408	89%
	<u>\$2,223,746</u>	<u>100%</u>	<u>\$2,275,267</u>	<u>100%</u>
	Willow Valley Water Co		Water Utility of North Scottsdale	
	Amount	%	Amount	%
Long-Term Debt*	\$239,209	14%	\$0	0%
Equity**	\$1,480,430	86%	\$1,724,724	100%
	<u>\$1,719,639</u>	<u>100%</u>	<u>\$1,724,724</u>	<u>100%</u>
	Hassayampa Utility Co		CP Water Co.	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$891,242	100%	\$0	100%
	<u>\$891,242</u>	<u>100%</u>	<u>\$0</u>	<u>100%</u>
	Picacho Cove Water		Picacho Cove Utilities	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$38,767	100%	\$97,108	100%
	<u>\$38,767</u>	<u>100%</u>	<u>\$97,108</u>	<u>100%</u>
	Balterra Sewer			
	Amount	%		
Long-Term Debt*	\$0	0%		
Equity**	\$1,258,598	100%		
	<u>\$1,258,598</u>	<u>100%</u>		

*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained 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  30-Jun-08
 Signature of owner or official/date

X  30-Jun-08
 Signature of owner or official/date