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October 8, 2008

HAND DELIVERY

Kay Kilger
Arizona Corporation Commission
Docket Control
1200 W. Washington
Phoenix, AZ 85007

Re: Willow Springs Utilities LLC; Application for a Certificate of Convenience and Necessity; Docket No. WS-20432A-05-0874; Decision No. 68963, Request for Extension

Dear Ms. Kilger:

On October 7, 2008 we provided via email the attached letter to the Utilities Division in response to their request. Mr. Bozzo requested that we docket the matter. Enclosed herewith are 15 copies of the Developer's letter supporting the Company's request.

In the event you have any questions regarding these matters, please do not hesitate to call.

Sincerely,

Richard L. Sallquist

Arizona Corporation Commission

DOCKETED

OCT - 8 2008

DOCKETED BY

Enclosures

cc: Brian Bozzo
Hearing Division
Legal Division
Kevin Tarbox

AZ CORP COMMISSION
DOCKET CONTROL

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RECEIVED

Willow Springs

October 6, 2008

Arizona Corporation Commission
Attention: Ernest Johnson
1200 W. Washington
Phoenix, AZ 85007

Re: Willow Spring Utility Extension

Dear Mr. Johnson,

Willow Springs Properties ("WSP") is the sole developer of the 4,600 acre Master Planned Community known as Willow Springs in Pinal county.

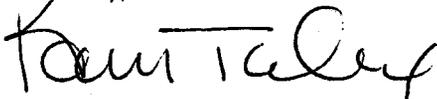
As you are aware, Willow Springs Utilities has requested an extension of the Commission's required filing date of ADEQ approvals for this project. Currently, the ATC is scheduled to be approved by the first part of 2009.

WSP is currently designing the first phases of the project and anticipates many of the approvals next year. Obtaining the required approvals from the various agencies involved is an arduous task, and it is essential that there be continuity in the processing of these matters. However, it is important to note that once all of the approvals are obtained, it will take over a year to prepare the property for the initial construction of the WWTP for the community. For this reason, we have asked the Utility to request a two year extension of your required filing dates.

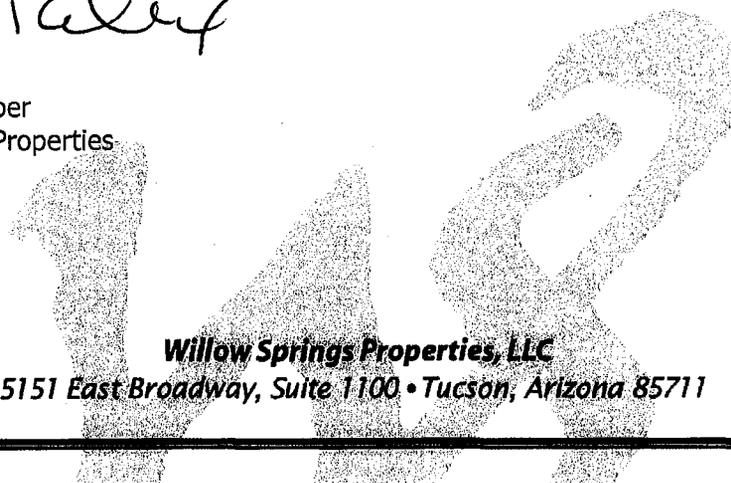
It is our goal that once the appropriate approval are obtained and the market conditions are right, WSP will start construction of the first phases of a community that at build out will yield approximately 5,000 homes.

Thanks for your consideration in this matter.

Sincerely,



Kevin Tarbox
Managing Member
Willow Springs Properties



Willow Springs Properties, LLC
5151 East Broadway, Suite 1100 • Tucson, Arizona 85711
