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INTERVENTION

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AZ CORP COMMISSION
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JUN 29 2011

DOCKETED BY

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6
7

BEFORE THE ARIZONA CORPORATION COMMISSION

8
9 IN THE MATTER OF THE APPLICATION
OF ARIZONA-AMERICAN WATER
10 COMPANY FOR A WAIVER UNDER
A.A.C. R14-2-806 OR, IN THE
11 ALTERNATIVE, NOTICE OF INTENT TO
REORGANIZE UNDER A.A.C. R14-2-803.

DOCKET NO: W-01303A-11-0101
**APPLICATION FOR LEAVE TO
INTERVENE**

12
13 Pursuant to A.A.C. R14-3-105 and the Procedural Order issued on March 28, 2011,
14 EPCOR Water (USA) Inc. ("EPCOR USA" or "Company") hereby files this Application
15 for Leave to Intervene in the above-captioned proceeding. In support of its Application,
16 the Company states the following:

17 1. On January 23, 2011 EPCOR USA entered into a Stock Purchase
18 Agreement with American Water Works Company, Inc. ("American Water"), the parent
19 company of Arizona-American Water Company ("Arizona-American"), for the purchase
20 of all outstanding shares of Arizona-American's common stock and of New Mexico-
21 American Water Company Inc.'s common stock.

22 2. EPCOR USA will be directly and substantially affected by these
23 proceedings. The Company therefore requests to intervene so that it can examine
24 materials presented by Arizona-American, Commission Staff, and other intervenors,
25 cross-examine witnesses, and present testimony and exhibits of its own in any hearings
26 before the Commission.

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3. EPCOR USA's participation in these proceedings will not unduly broaden the nature or scope of these proceedings, nor will it delay the proceedings.

4. If EPCOR USA is granted intervention, communications regarding these matters should be addressed to the following persons:

Jay L. Shapiro, Esq.
Patrick J. Black, Esq.
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Attorney for EPCOR Water (USA) Inc.

WHEREFORE, EPCOR USA respectfully requests that the Commission issue an order granting the Company intervention in the above-captioned proceedings.

RESPECTFULLY SUBMITTED this 29th day of June, 2011.

FENNEMORE CRAIG, P.C.

By: 
Jay L. Shapiro
Patrick J. Black
Attorneys for EPCOR Water (USA) Inc.

ORIGINAL and 13 copies filed this 29th day of June, 2011, with:

Docket Control
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

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COPY hand-delivered
this 29th day of June, 2011 to:

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Phoenix, AZ 85007

Steven Olea, Director
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COPY sent via U.S. mail to
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By: *maria san jose*

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