

Docket



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-11-0246

ORIGINAL

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**Water Companies**

2011 SEP 16 A 10:43

AZ CORP COMMISSION  
DOCKET CONTROL

September 15, 2011

Arizona Corporation Commission  
**DOCKETED**

SEP 16 2011

Docket Control  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 8507

DOCKETED BY 

Re: Docket Nos. W-02065A-11-0246 & W-20809-11-0246

Please accept the attached as a supplement to the application by the Wilhoit Water Company for approval of the sale of assets and transfer of Certificates of Convenience and Necessity. The supplement is an application by the Company for Approval of the Sale of Assets and Transfer of a Certificate of Convenience and Necessity (CC&N). The purpose of this application is to seek Commission approval of a sale that occurred more than 30 years ago.

The City of Prescott condemned the Willow Lakes System on June 10, 1981 (see attached). In Decision 58102 in 1992, the Commission ordered the Company to file an application with the Commission within six months of the date of the Decision requesting approval of the sale of the Willow Lakes system and deletion of the corresponding CC&N area. Apparently, there was no effort on the part of the Company to obtain Commission approval of the sale.

The approval of the Sale of Assets of the Willow Lakes System clarifies which the assets should be the subject of the sale and closes the book on an administrative matter that should have been dealt with by the Company years ago many years ago.

Cordially,



Jim West  
Manager

/attachments

**ARIZONA CORPORATION COMMISSION**

**APPLICATION FOR APPROVAL OF THE SALE OF ASSETS AND/OR TRANSFER OF  
CERTIFICATE OF CONVENIENCE AND NECESSITY**

**WATER AND/OR SEWER**

A. The name, address and telephone number of the Transferor (Company) is:

Wilhoit Water Company; P.O. Box 870; Clarkdale, AZ 86324; 928-639-1308

\_\_\_\_\_

\_\_\_\_\_

B. If doing business under a name other than the Transferor (Company) name, specify:

\_\_\_\_\_

C. The Transferor is a:

<input checked="" type="checkbox"/> Corporation: <input type="checkbox"/> "C", <input type="checkbox"/> "S", <input type="checkbox"/> Non-Profit <input checked="" type="checkbox"/> Arizona, <input type="checkbox"/> Foreign	<input type="checkbox"/> Partnership <input type="checkbox"/> Limited, <input type="checkbox"/> General <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign
<input type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Other (Specify)	

D. List the name, address and telephone number of the attorney for the Transferor.

Douglas G. Martin; 365 E. Coronado, Suite 200; Phoenix, AZ 85004; 602-230-0030

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E. List the name, address and telephone number of management contact:

Jim West; 365 E. Coronado, Suite 200; Phoenix, AZ 85004; 602-230-0030

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F. The name, address and telephone number of the Transferee (Company) is:

City of Prescott; 201 S. Cortez; Prescott, AZ 86303; 928-777-1100

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G. If doing business under a name other than the Transferee (Company) name, specify:

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H. List the name, address and telephone number of the attorney for the Transferee.

Gary Kidd; 221 S. Cortez; Prescott, AZ 86303; 928-777-1274

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I. List the name, address and telephone number of management contact:

Mark Nietupski; 433 N. Virginia; Prescott, AZ 86301; 928-777-1130

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J. (Transferee) List the name, address and telephone number of the on-site manager of the utility:

N/A

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K. (Transferee) List the name, address and telephone number of the certified operator as authorized by the Arizona Department of Environmental Quality:

Craig Dotseth; 433 N. Virginia; Prescott, AZ 86301; 928-777-1632

L. The Transferee is a:

<input type="checkbox"/> Corporation: <input type="checkbox"/> "C", <input type="checkbox"/> "S", <input type="checkbox"/> Non-Profit <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign	<input type="checkbox"/> Partnership <input type="checkbox"/> Limited, <input type="checkbox"/> General <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign
<input type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Limited Liability Company
<input checked="" type="checkbox"/> Other (Specify)    Municipality	

M. If Transferee is a corporation:

1. List names of Officers and Directors:

Officers	Directors
_____	_____
_____	_____
_____	_____
_____	_____

2. Indicate the number of shares of stock authorized to issue:

N/A

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3. If stock has been issued, indicate the number of shares issued and the date of issue:

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N. If Transferee is a partnership:

1. List the names of general partners:

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2. List name, address and telephone number of managing partner:

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◆ If Applicant is a foreign limited partnership, provide a copy of the Partnership's "Certificate of Registration" with the Arizona Secretary of State

O. If Transferee is a sole proprietor, list name, address and telephone number of individual:

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P. Have all customer security deposits been refunded? Yes  No . If no, mark the block below which describes the proposed disposition of security deposits.

All security deposits will be refunded at time of closing.

All security deposits will be transferred to the Transferee.

Other (explain).

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Q. Are there any refunds due on Main Extension Agreements? Yes  No . If Yes, mark the block below which describes the proposed disposition of the refunds.

Transferor will continue to refund after the transfer.

Transferee will assume the refunding obligations.

A full refund will be made at closing by Transferor.

Other (explain).

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R. (WATER ONLY) Are there any refunds due on meter and service line installations?  
Yes  No . If Yes, mark the block below that describes the proposed disposition of refunds.

Transferor will continue to refund after the transfer.

Transferee will assume the refunding obligations.

A full refund will be made at closing by Transferor.

Other (explain).

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S. (Transferee) Attach the following exhibit(s):

1. Copy of bill of sale, purchase contract or other instrument, which conveys the assets to the transferee.
2. Articles of Incorporation (if corporation)
3. By-Laws (if corporation)
4. Certificate of Good Standing (if corporation)
5. Articles of Partnership (if partnership)
6. Articles of Organization (if limited liability company)
7. Corporate Resolution if required by Articles of Incorporation
8. Attach a copy of the transfer of City or County Franchise from the Transferor to Transferee.

T. List names and addresses of any other public utility interest Transferee has:

1. \_\_\_\_\_
2. \_\_\_\_\_

U. Indicate the date that notice of the application was sent, or will be sent to the customers.

\_\_\_\_\_, 20\_\_\_\_.

DATED the 15th day of September, 2011

*[Handwritten Signature]*

(Signature of Authorized Representative of Transferor)

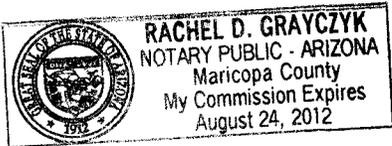
Jim West

(Type Name Here)

Manager

(Title)

SUBSCRIBED AND SWORN to before me on this 15<sup>th</sup> day of September 2011



*Rachel D. Grayczyk*

NOTARY PUBLIC

My Commission Expires August 24 2012

\_\_\_\_\_  
(Signature of Authorized Representative of Transferee)

\_\_\_\_\_  
(Type Name Here)

\_\_\_\_\_  
(Title)

SUBSCRIBED AND SWORN to before me on this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires \_\_\_\_\_