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BEFORE THE ARIZONA CORPORATIC

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CHAIRMAN

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GARY PIERCE  
COMMISSIONER

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BRENDA BURNS  
COMMISSIONER

Arizona Corporation Commission

DOCKETED

SUSAN BITTER SMITH  
COMMISSIONER

APR 21 2014

BOB BURNS  
COMMISSIONER

DOCKETED BY

IN THE MATTER OF THE FORMAL  
COMPLAINT OF FIDENCE  
DEVELOPMENT, LLC AGAINST EPCOR  
WATER ARIZONA, INC.

DOCKET NO. W-01303A-09-0097

RESPONSE TO PROCEDURAL  
ORDER

Through this filing, EPCOR Water Arizona, Inc. ("EWAZ") responds to the Procedural Order dated April 9, 2014. As required by the Procedural Order, EWAZ has mailed a copy of the Motion to Dismiss to the current owner of the North Pointe Development, VRE North Pointe, LLC ("VRE"), at the address provided by the current owner. See Declaration attached as Exhibit A.

EWAZ notes, however, that for purposes of this Complaint, VRE is not a Complainant. VRE did not assume (and Fidence did not assign) the Extension Agreement between Fidence Development and EWAZ (which forms the basis for the Complaint) to VRE or any other party. Any assignment would have required the prior written approval of EWAZ pursuant to the underlying Extension Agreement.<sup>1</sup>

EWAZ notes that it is currently negotiating a new agreement for the property with VRE and that agreement will be submitted to the Commission for approval once it is finalized.

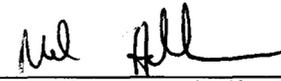
<sup>1</sup> See Extension Agreement, Section 8.13 attached as Exhibit B to Complaint (requiring prior written approval of any assignment).

40 North Central Avenue  
Suite 1900  
Phoenix, Arizona 85004-4429  
**LEWIS ROCA**  
**ROTHGERBER**

1 As noted in the Procedural Order, Fidence has not responded to the Motion to  
2 Dismiss. This continued failure to respond confirms that this action should be dismissed  
3 with prejudice.  
4

5 RESPECTFULLY SUBMITTED this 21st day of April, 2014.

6 LEWIS ROCA ROTHGERBER, LLP

7  
8 By   
9 Thomas H. Campbell  
10 Michael T. Hallam  
11 201 E. Washington, Suite 1200  
12 Phoenix, Arizona 85004  
13 Attorneys for EPCOR Water Arizona, Inc.

12 ORIGINAL and thirteen (13) copies  
13 of the foregoing filed  
14 this 21st day of April, 2014, with:

14 The Arizona Corporation Commission  
15 Utilities Division – Docket Control  
16 1200 W. Washington Street  
17 Phoenix, Arizona 85007

17 Copy of the foregoing hand-delivered  
18 this 21st day of April, 2014, to:

18 Steve Olea, Director  
19 Utilities Division  
20 Arizona Corporation Commission  
21 1200 W. Washington Street  
22 Phoenix, Arizona 85007

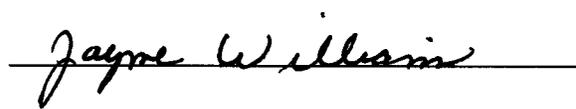
21 Janice Alward  
22 Legal Division  
23 Arizona Corporation Commission  
24 1200 W. Washington Street  
25 Phoenix, Arizona 85007

24 Lyn Farmer  
25 Hearing Division  
26 Arizona Corporation Commission  
27 1200 W. Washington Street  
28 Phoenix, Arizona 85007

1 COPY of the foregoing mailed  
this 21st day of April, 2014 to:

2 Robert Metli  
3 Munger Chadwick, P.L.C.  
4 2398 E. Camelback Rd., Ste. 240  
Phoenix, AZ 85016

5 Thomas P. Kack  
6 Musgrove Drutz & Kack PC  
7 1135 Iron Springs Road  
Prescott, Arizona 86305

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40 North Central Avenue  
Suite 1900  
Phoenix, Arizona 85004-4429

**LEWIS ROCA**  
**ROTHGERBER**

## DECLARATION OF BRAD FINKE

Brad Finke declares, under penalty of perjury, that the following statements are true and correct:

1. My name is Brad Finke. I am an Engineering Manager for EPCOR Water (USA), Inc., the parent company for EPCOR Water Arizona, Inc.

2. On April 21, 2014, I mailed by certified mail a copy of EPCOR Water Arizona, Inc.'s Motion to Dismiss in Docket No. W-01303A-09-0097 to VRE North Pointe, LLC at the following address:

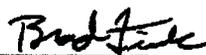
Paul Sharpe  
5734 E. Rancho Manana Blvd.  
Cave Creek, AZ 85331

This address was provided to me by Paul Sharpe, EPCOR's contact at VRE North Pointe, LLC.

3. A copy of the motion to dismiss was also mailed by certified mail to the statutory agent for VRE North Pointe, LLC at the following address:

William Spresser  
1429 N. Scottsdale Rd.  
Tempe, AZ 85281

Executed this 21<sup>st</sup> day of April, 2014.



Brad Finke, P.E.

