



0000156700

BEFORE THE ARIZONA CORPORATION COMMISSION

RECEIVED

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27

COMMISSIONERS

BOB STUMP, Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH

2014 OCT 14 P 3:33

CORP COMMISSION
DOCKET CONTROL

ORIGINAL

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.

RESPECTFULLY submitted this 14th day of October, 2014.

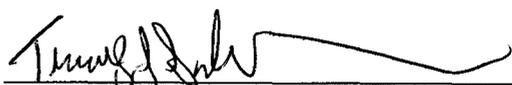
Arizona Corporation Commission

DOCKETED

OCT 14 2014

DOCKETED BY 

ROSHKA DEWULF & PATTEN, PLC

By 

Michael W. Patten
Timothy J. Sabo
One Arizona Center
400 East Van Buren Street, Suite 800
Phoenix, Arizona 85004

ROSHKA DEWULF & PATTEN, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN STREET - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
FACSIMILE 602-256-6800

1 Original + 13 copies of the foregoing
2 filed this 14th day of October, 2014, with:

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

6 Copies of the foregoing hand-delivered/mailed
7 this 14th day of October, 2014, to:

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

11 Janice Alward, Esq.
12 Chief Counsel, Legal Division
13 Arizona Corporation Commission
14 1200 West Washington
15 Phoenix, Arizona 85007

14 Steve Olea, Director
15 Utilities Division
16 Arizona Corporation Commission
17 1200 West Washington
18 Phoenix, Arizona 85007

17 Brian Bozzo
18 Compliance Manager
19 Utilities Division
20 Arizona Corporation Commission
21 1200 West Washington
22 Phoenix, Arizona 85007

21 
22

23
24
25
26
27

Attachment B
Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0586 and No. W-03576A-03-0586.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

PART 2

As of August 31, 2014, 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%
Equity**	76,578,204	100%	58,517,551	100%
	<u>\$ 76,578,204</u>	<u>100%</u>	<u>\$ 58,517,551</u>	<u>100%</u>
	Francisco Grande		Water Utility of Greater Buckeye	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	2,431	0%
Equity**	-	0%	796,486	100%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 798,917</u>	<u>100%</u>
	Valencia Water Co		Water Utility of Greater Tonopah	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	(1,484,661)	100%	4,902,296	100%
	<u>\$ (1,484,661)</u>	<u>100%</u>	<u>\$ 4,902,296</u>	<u>100%</u>
	Willow Valley Water Co		Water Utility of North Scottsdale	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	2,743,931	100%	(346,108)	100%
	<u>\$ 2,743,931</u>	<u>100%</u>	<u>\$ (346,108)</u>	<u>100%</u>
	Hassayampa Utility Co		CP Water Co.	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	2,503,022	100%	14,041	100%
	<u>\$ 2,503,022</u>	<u>100%</u>	<u>\$ 14,041</u>	<u>100%</u>
	Picacho Cove Water		Picacho Cove Utilities	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	131,827	100%	457,426	100%
	<u>\$ 131,827</u>	<u>100%</u>	<u>\$ 457,426</u>	<u>100%</u>
	Balterra Sewer			
	Amount	%		
Long-Term Debt*	-	0%		
Equity**	1,770,045	100%		
	<u>\$ 1,770,045</u>	<u>100%</u>		

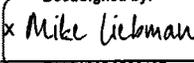
*Include current portion of Long-term Debt.
**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

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 **RON FLEMING AND MIKE LIEBMAN**, 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.

DocuSigned by:

Signature of Officer

DocuSigned by:

Signature of Officer

Ron L. Fleming

Mike Liebman