

**BEFORE  
THE PUBLIC UTILITIES COMMISSION OF OHIO**

2012 FEB 13 PM 2:45

In the Matter of the Joint Application of )  
American Water Works Company, Inc., Ohio- )  
American Water Company and Aqua Ohio, )  
Inc. for Approval of the Purchase of Common )  
Stock of Ohio American Water Company by )  
Aqua Ohio, Inc. )

PUCO

Case No. 11-5102-WS-ATR

**SECOND SUPPLEMENT TO JOINT APPLICATION  
FOR APPROVAL OF THE PURCHASE OF THE COMMON STOCK OF  
OHIO-AMERICAN WATER COMPANY BY AQUA OHIO, INC.**

On September 13, 2011, American Water Works Company, Inc. ("American"), Ohio-American Water Company ("Ohio-American") and Aqua Ohio, Inc. ("Aqua") (collectively "Joint Applicants") filed a Joint Application requesting Commission approval of Aqua's acquisition of 100% of the common stock of Ohio-American. On January 23, 2012, the Joint Applicants filed a supplement to the Joint Application to clarify the Joint Application and requested relief.

The purpose of this filing is to further supplement and clarify the Joint Application and Supplement. Accordingly, the Joint Applicants state:

1. As stated in paragraph 2 of the Joint Application, Ohio-American is a "public utility," "water-works company" and "sewage disposal system company" as defined in R.C. 4905.02, 4905.03(A)(7) and 4905.03(A)(13), and is subject to the Commission's jurisdiction. Ohio-American holds Amended Certificate of Public Convenience and Necessity No. 12 authorizing it to furnish "waterworks service" to its seven districts (Ashtabula, Franklin County, Lawrence County, Mansfield, Marion, Portage County, and Tiffin), located in the counties of Ashtabula, Franklin, Lawrence, Marion, Morrow, Pike, Portage, Preble, Richland and Seneca ("Certificate No. 12"). *Certificate No. 12, executed on April 25, 2002, in Case No. 00-938-WS-ATR, is attached hereto as Exhibit A.*

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2. Ohio-American also has Certificate of Public Convenience and Necessity No. 28. This Certificate, issued in Case No. 82-1068-WW-AAC on December 22, 1987, includes water works services to Fayette and Union Townships in Lawrence County. This service territory, however, was the incorporated into Amended Certificate of Public Convenience and Necessity No. 12, issued in Case No. 88-986-WW-AAC on November 16, 1988, which would eventually be superseded and replaced by the current Certificate No. 12.

3. In Case No. 00-938-WS-ATR, the Commission approved the asset transfer between Ohio-American and Citizens Utilities Company of Ohio. *See In the Matter of the Joint Petition of Ohio-American Water Company and Citizens Utilities Company of Ohio to Transfer the Assets of Citizens Utilities Company of Ohio to Ohio-American Water Company Pursuant to Section 4905.48, Revised Code*, Case No. 00-938-WS-ATR, Finding and Order (Sept. 7, 2000). Specifically, the Commission found:

We believe that Ohio-American has demonstrated the requisite experience, capabilities, and resources necessary to operate the additional water and sewer system assets that will be acquired from Citizens. Given these findings, and the fact that the transaction will not result in a change of rates for current Citizens customers, we conclude that approval of the proposed acquisition should be approved. Accordingly, effective upon closing of the acquisition transfer: Ohio-American's Certificate No. 12 shall be amended to incorporate Citizens' service area; Citizens shall be removed from the rolls of public utilities operating within this state; and Ohio-American shall notify the Commission within 10 days of the date that the acquisition transfer is completed.

*Id.* at Finding (5). The Commission ordered that "upon notification to the Commission that the transfer of assets has been completed, Ohio-American's Certificate No. 12 shall be amended to incorporate Citizens' service area...." *Id.* at 4.

4. Certificate No. 12, attached as Exhibit A, was signed and issued by the Commission on April 25, 2002. Certificate No. 12, however, did not specifically list that Ohio-American was serving Citizen's sewer service territory.

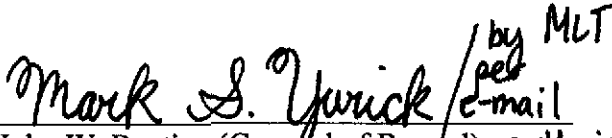
5. Pursuant to the Commission's Order in that case and Ohio Utilities Certificate Nos. 1, 10, and 17, attached hereto as Exhibit B, Ohio-American has been providing sewer service to Franklin County since the transaction closed on January 15, 2002. As of that date, Ohio-American filed revised tariff cover pages and provided sewer service to Franklin County.

6. Ohio-American requests that the Commission consider the certificates, located in Exhibit B, as part of its operating authority for sewer service in this proceeding.

WHEREFORE, the Joint Applicants respectfully renew their request for issuance of a Final Order, approving the transaction described in the Joint Application, and granting all other necessary and proper relief.

Dated: February 13, 2012

AQUA OHIO, INC.

  
John W. Bentine (Counsel of Record) *by MCT*  
Mark S. Yurick *per e-mail authorization*  
TAFT STETTINIUS & HOLLISTER LLP  
65 East State Street, Suite 1000  
Columbus, Ohio 43215  
(614) 221-4000 (Telephone)  
(614) 221-4012 (Facsimile)  
jbentine@taftlaw.com  
myurick@taftlaw.com

ATTORNEYS FOR AQUA OHIO, INC.

Respectfully submitted,

AMERICAN WATER WORKS CO., INC.  
OHIO AMERICAN WATER COMPANY

  
Mark A. Whitt (Counsel of Record)  
Melissa L. Thompson  
WHITT STUTEVANT LLP  
PNC Plaza, Suite 2020  
155 East Broad Street  
Columbus, Ohio 43215  
(614) 224-3911 (Telephone)  
(614) 224-3960 (Facsimile)  
whitt@whitt-sturtevant.com  
thompson@whitt-sturtevant.com

ATTORNEYS FOR AMERICAN WATER  
WORKS COMPANY, INC. AND OHIO-  
AMERICAN WATER COMPANY


**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Second Supplement to Joint Application was served by electronic mail to the following on this 13th day of February, 2012.

John W. Bentine  
Mark S. Yurick  
Taft Stettinius & Hollister LLP  
65 East State Street, Suite 1000  
Columbus, Ohio 43215  
jbentine@taftlaw.com  
myurick@taftlaw.com

Thomas Lindgren  
Devin Parram  
Office of the Ohio Attorney General  
Public Utilities Section  
180 East Broad Street, 6th Floor  
Columbus, Ohio 43215  
thomas.lindgren@puc.state.oh.us  
devin.parram@puc.state.oh.us

Kyle L. Kern  
Melissa R. Yost  
Office of The Ohio Consumers' Counsel  
10 West Broad Street, Suite 1800  
Columbus, Ohio 43215-3485  
kern@occ.state.oh.us  
yost@occ.state.oh.us

  
One of the Attorneys for  
American Water Works Company, Inc. and  
Ohio American Water Company

## **EXHIBIT A**

**Certificate of Public Convenience and Necessity No. 12**

PUBLIC UTILITIES COMMISSION OF OHIO

Amended Certificate Supersedes All Previous Issues

Certificate of Public Convenience and Necessity

Certificate Number:

12

Pursuant to Case Number:

00-938-WS-ATR

A Certificate of Public Convenience and Necessity is hereby granted to **OHIO-AMERICAN WATER COMPANY**, a waterworks company under the laws of Ohio, whose office or principal place of business is located at **416 CHURCH STREET, MARION, OHIO, 43320** to provide waterworks service to the public area described as follows:

The City of Marion and environs, the Village of Prospect and environs and the River Valley Local School District located in Marion County, Ohio; and portions of Washington Township and Canaan Township in Morrow County, Ohio, as shown on the attached map.

The City of Tiffin and environs, in Seneca County, Ohio, as shown on the attached map.

The City of Ashtabula and environs, in Ashtabula County, Ohio, as shown on the attached map.

Portions of Lawrence County, Ohio, including the Village of Chesapeake and environs, as shown on the attached map.

Portions of Preble County, Ohio, including portions of Jefferson Township, as shown on the attached map.

Portions of Richland County, Ohio, including a one-hundred fifty-three (153) square mile area surrounding the City of Mansfield and the Village of Ontario and environs, as shown on the attached map.

Portions of Pike County, Ohio, beginning at State Route 220 where it intersects with the current Corporate Limits of the City of Waverly and proceeding in a southerly direction along the current Corporate Limits of the City of Waverly to its intersection with US Route 23. Thence proceeding in a southerly direction along US Route 23 to a point approximately 1 mile south of the intersection of US Route 23 and Pee Pee Creek. Thence proceeding in a westerly direction to a point intersection with State Route 104. Thence proceeding in a northerly direction along State Route 104 to the intersection with Boswell Run Road. Thence proceeding in a north westerly direction along Boswell Run Road to the intersection with State Route 220. Thence proceeding in a north easterly direction along State Route 220 to the first intersection with Pee Pee Creek, being west of Lake White. Thence proceeding in an easterly direction along the centerline of Pee Pee Creek and Lake White to a point where State Route 552 and State Route 220 intersect at the north most part of Lake White. Thence proceeding along State Route 220 in a north easterly direction to the point of beginning. (As shown on the attached map)

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Portions of Franklin County, Ohio, including Blacklick Estates and Qualstan East Subdivisions located in Madison Township. Huber Ridge, Glengary Heights, Glengary Woods, Hamstead and Sunbury Woods Subdivisions located in Blendon Township. Service Area #2 located in Sharon and Blendon Townships. Other service areas located north of State Route #161 in Blendon Township. Lake Darby Estates and Feder Land Development located in part of Brown and Prairie Townships. Timberbrook Estates and Timberbrook Extension Subdivisions located in Norwich Township. Worthington Hills Nos. 1, 2, 3 & 4, Old Woods Farm, The Woods of Worthington Hills, Worthington Hills (Phase V) and Worthington Hills Village and adjacent territory of about 104 acres of said subdivisions and of about 240 acres north of said subdivision, in Perry and Sharon Townships.

Portions of Portage County, Ohio, including the Brimfield (Beechcrest) service area located in Brimfield Township. Portage Commons developed located contiguous to the existing Brimfield (Beechcrest) service area lying east of SR 43, west of Congress Lake Road and south of Old Forge Road.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: April 25, 2002

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Ronald D. Rose

Gary E. Vigorito, Secretary

Daisy L. Crockron, Acting Secretary

Ronald D. Rose, Acting Secretary

## **EXHIBIT B**

**Certificate of Public Convenience and Necessity Nos. 1, 10, 17**

***In the Matter of the Joint Petition of Ohio-American Water Company and Citizens Utilities Company of Ohio to Transfer Assets of Citizens Utilities Company of Ohio to Ohio-American Water Company Pursuant to Section 4905.48, Revised Code, Case No. 00-938-WS-ATR, Finding and Order (Sept. 7, 2000).***



## Certificate of Public Convenience And Necessity

Number 1 (AMENDED)

A Certificate of Public Convenience and Necessity is Hereby Granted

OHIO UTILITIES COMPANY

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

22 N. Main Ave.  
NIGHT HART LONG STREET, COLUMBUS, OHIO 43205

to provide sewage disposal system service to the public in the area described as follows:

IN THE AREAS DESCRIBED AS BLACKLICK ESTATES ONE, TWO, THREE, FOUR,  
FIVE, SIX, SEVEN, EIGHT, AND THAT AREA KNOWN AS THE KOCH TRACT  
(ALSO DESIGNATED ON THE PLAT AS QUALSTAN EAST)

(THIS CERTIFICATE AMENDS CERTIFICATE NO. 1, ISSUED NOVEMBER 9, 1962  
AND AMENDED JANUARY 22, 1964.)

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

OCT 30 1964

Dated \_\_\_\_\_

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

*Sam Nicola*SECRETARY *11/11/64*

## Certificate of Public Convenience And Necessity

Number 10 (AMENDED)

(CASE NO. 36,594)

A Certificate of Public Convenience and Necessity is Hereby Granted

## OHIO UTILITIES COMPANY

A Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

22 WINNER AVENUE, CITY OF COLUMBUS, FRANKLIN COUNTY, OHIO

to provide sewage disposal system service to the public in the area described as follows:

SERVICE AREA NO. 1 AND NO. 2, LOCATED IN SHARON AND BLENDON TOWNSHIP, FRANKLIN COUNTY, OHIO, NORTH OF STATE ROUTE 161. THIS SERVICE AREA BEGINS AT KARL ROAD ON THE WEST AND EXTENDS EASTERLY TO A POINT APPROXIMATELY ONE-HALF MILE EAST OF STATE ROUTE 3 AND CONTAINS APPROXIMATELY 666 ACRES, IN ACCORDANCE WITH THE ORDER OF THE COMMISSION IN CASE NO. 32,313.

SERVICE AREA DESIGNATED AS HAMSTEAD NO. 1 SUBDIVISION, LOCATED IN SHARON AND BLENDON TOWNSHIPS, FRANKLIN COUNTY, OHIO, EAST OF STATE ROUTE 3 AND NORTH OF DEMPSEY ROAD. IN ACCORDANCE WITH THE ORDER OF THE COMMISSION IN CASE NO. 32,925.

THAT SERVICE AREA LYING SOUTH OF DEMPSEY ROAD, EAST OF WESTERVILLE ROAD, WEST OF BIG WALNUT CREEK, AND NORTH OF ROUTE 161, IN BLENDON TOWNSHIP, FRANKLIN COUNTY, OHIO, WHICH CONSIST OF APPROXIMATELY 272 ACRES, IN ACCORDANCE WITH THE ORDER OF THE COMMISSION IN CASE NO. 33,244.

THAT SERVICE AREA IN BLENDON TOWNSHIP, FRANKLIN COUNTY, OHIO DESCRIBED AS FOLLOWS: BEING A 9.618 ACRE TRACT OF LAND IN BLENDON TOWNSHIP, FRANKLIN COUNTY, OHIO, BOUND ON THE WEST BY THE ETHEL J. COLASANTE 4.129 ACRE TRACT ON THE NORTH BY LAND OWNED BY HUBER HOMES, INC., AND OHIO HOLDING COMPANY, AND BEING BOUND ON THE EAST AND SOUTHERLY SIDE BY THE PROPOSED OUTERBELT (I-270) AND STATE ROUTE 161, IN ACCORDANCE WITH THE ORDER OF THE COMMISSION IN CASE NO. 35,831, ISSUED SEPTEMBER 17, 1969.

THAT SERVICE AREA IN BLENDON TOWNSHIP, FRANKLIN COUNTY, OHIO DESCRIBED AS FOLLOWS: BEING A 42.07 ACRES TRACT OF LAND KNOWN AS HAMSTEAD NO. 2 SUBDIVISION, IN ACCORDANCE WITH THE ORDER OF THE COMMISSION IN CASE NO. 36,594 ISSUED JULY 29, 1970.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated October 16, 1970

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Sam Micola  
Secretary

## Certificate of Public Convenience And Necessity

Number 17 (AMENDED)

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Hereby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Ohio Utilities Company proposes to enlarge its service area in Brown and Prairie Townships, Franklin County, Ohio, as follows:

Situate in the State of Ohio, County of Franklin, Townships of Brown and Prairie and being part of Virginia Military Surveys Numbers 7071, 6749, 7066 and 5227, and being all the 80.30 acre 31.002 acre and 69 acre tracts shown of record in Deed Book 2888, Page 664, part of the 49.832 acre tract shown of record in Deed Book 2334, Page 396, and all of the 54.5 acre, 34 acre, 31.983 acre, 29.86 acre and 6.03 acre tracts shown of record in Deed Book 3194, Page 592, Recorder's Office, Franklin County, Ohio and being more particularly described as follows:

Beginning at an iron pin at the point of intersection of the centerline of Feder Road (50 feet in width) with the centerline of Amity Road (50 feet in width), said point being in the southeasterly line of Virginia Military Survey Number 1046, and the northwesterly line of Virginia Military Survey Number 7066;

Thence N. 58° 09' 10" E. along the centerline of Feder Road and the southeasterly line of Virginia Military Survey Number 1046, and the northwesterly line of Virginia Military Survey Number 7066, a distance of 600.14 feet to a railroad spike, said railroad spike being in the southerly line of Virginia Military Survey Number 7071 and the southerly line of the aforesaid 80.30 acre tract;

Thence N 58° 09' 10" E continuing along the centerline of Feder Road and the southeasterly line of Virginia Military Survey Number 1046 and the westerly line of Virginia Military Survey Number 7071 and the westerly line of the aforesaid 80.30 acre tract, a distance of 615.17 feet to a railroad spike at an angle point in said Feder Road;

Thence N. 58° 28' 10" E continuing along the centerline of Feder Road and the southeasterly line of Virginia Military Survey Number 1046 and the westerly line of Virginia Military Survey Number 7071 and the westerly line of the aforesaid 80.30 acre tract, a distance of 1.759.49 feet to an iron pin at an angle point in said Feder Road said point being at the northwesterly corner of the aforesaid 80.30 acre tract;

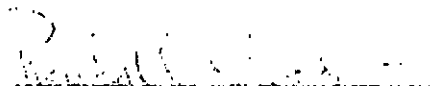
Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO



## Certificate of Public Convenience And Necessity

Number 17 AMENDED

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Heroby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Thence S 84° 40' 21" E continuing along the centerline of Feder Road and along the northerly line of the aforesaid 80.30 acre tract, a distance of 1114.61 feet to an iron pin at the intersection of the centerline of Jones Road with the centerline of Feder Road said iron pin being at an angle point in Feder Road;

Thence S 84° 58' 21" E continuing along the centerline of Feder Road and the northerly line of the aforesaid 80.30 acre and 31.002 acre tracts, a distance of 1201.58 feet to a railroad spike at the northeasterly corner of the aforementioned 31.002 acre tract and the northwesterly corner of a 0.999 acre tract shown of record in Deed Book 3036, Page 10;

Thence S 8° 04' 47" E along the easterly line of the aforesaid 31.002 acre tract and the westerly line of the aforesaid 0.999 acre tract a distance of 1448.27 feet to an iron pin at the southeasterly corner of the aforesaid 31.002 acre tract and the southwesterly corner of the aforesaid 0.999 acre tract, said iron pin also being in the northerly line of a 49.001 acre tract as shown of record in Deed Book 3036, Page 10 and the southerly line of Virginia Military Survey Number 7071 and the northerly line of Virginia Military Survey Number 6746;

Thence N. 84° 46' 24" W along the southerly lines of the Virginia Military Survey Number 7071 and the aforesaid 31.002 acre tract and the northerly lines of the Virginia Military Survey Number 6746 and the aforesaid 49.001 acre tract, a distance of 717.99 feet to an iron pin at the northwesterly corner of the Virginia Military Survey Number 6746, and the aforesaid 49.001 acre tract and the northeasterly corner of the Virginia Military Survey Number 6749, and the aforesaid 69 acre tract;

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

## Certificate of Public Convenience And Necessity

Number 17 (AMENDED)

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Hereby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Thence S. 4° 31' 65" W along the easterly lines of the Virginia Military Survey Number 6749 and the aforesaid 69 acre tract and the westerly lines of the Virginia Military Survey Number 6746, and the aforesaid 49.001 acre tract and the 34.962 acre tract shown of record in Deed Book 3036, Page 17, a distance of 1728.95 feet to an iron pin at the southeasterly corner of the aforesaid 69 acre tract and the northeasterly corner of the aforesaid 34 acre tract;

Thence S. 4° 33' 04" W along the easterly line of the afore mentioned 34 acre tract and Virginia Military Survey Number 6749 and the westerly line of the aforementioned 34.962 acre tract and Virginia Military Survey Number 6748 a distance of 375.46 feet to an iron pin at the southwesterly corner of the aforementioned 34.362 acre tract and the northwesterly corner of that 4.50 acre tract shown of record in Deed Book 3014, Page 598;

Thence S 3° 31' 01" W continuing along the easterly line of the aforementioned 34 acre tract and Virginia Military Survey Number 6749 and the westerly line of Virginia Military Survey Number 6746 and the westerly line of the aforementioned 4.50 acre tract a distance of 488.64 feet to an iron pin at the southeasterly corner of the aforementioned 34 acre tract and Virginia Military Survey Number 6749 and the southwesterly corner of the aforementioned 4.50 acre tract and Virginia Military Survey Number 6746 said iron pin also being in the southerly line of Brown Township and the northerly line of Prairie Township, Virginia Military Survey Number 5227 and that 22.957 acre tract shown of record in Deed Book 3014, Page 598;

Thence N. 85° 43' 26" W along the southerly line of the aforementioned 34 acre tract, Virginia Military Survey Number 6749 and Brown Township and the northerly line of the aforementioned 22.957 acre tract, Virginia Military Survey Number 5227 and Prairie Township a distance of 288.26 feet to an iron pin at the northwesterly corner of the aforementioned 22.957 acre tract and a northeasterly corner of that 31.938 acre tract shown of record in Deed Book 3194, Page 592;

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

## Certificate of Public Convenience And Necessity

Number 17 (AMENDED)

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Hereby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Thence S. 4° 48' 11" W along the westerly line of the aforementioned 22.957 acre tract and the easterly line of the aforementioned 31.938 acre tract a distance of 1092.20 feet to an iron pin at the southwesterly corner of the aforementioned 22.957 acre tract;

Thence N. 86° 59' 48" E along a southerly line of the aforementioned 22.957 acre tract and a northerly line of the aforementioned 31.938 acre tract a distance of 753.00 feet to an iron pin at an angle point in said line;

Thence S 4° 14' 41" W along a westerly line of the aforementioned 22.957 acre tract and the most easterly line of the aforementioned 31.938 acre tract a distance of 113.89 feet to an iron pin in the northerly right-of-way line of the Penn Central Railroad.

Thence S 86° 59' 48" W along the northerly right-of-way line of said Penn Central Railroad a distance of 2229.00 feet to the railroad spike in the centerline of Amity Road;

Thence N 40° 32' 39" W along the centerline of Amity Road a distance of 1007.81 feet to a railroad spike marking an angle point in said road;

Thence N. 42° 36' 51" W continuing along the centerline of Amity Road a distance of 360.92 feet to a railroad spike at the southwesterly corner of the aforementioned 6.03 acre tract and the southwesterly corner of that 0.693 acre tract (known as Parcel 1) shown of record in Deed Book 3266, Page 19;

Thence N. 48° 40' 44" E along a northwesterly line of the aforementioned 6.03 acre tract and a southeasterly line of the aforementioned 0.693 acre tract a distance of 190.50 feet to an iron pin, at the southeasterly corner of the aforementioned 0.693 acre tract, passing an iron pin on line at a distance of 25.01 feet;

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

## Certificate of Public Convenience And Necessity

Number 17 (AMENDED)

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Hereby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Thence N 14° 04' 37" W along a westerly line of the aforementioned 6.03 acre tract, and the northeasterly line of the aforementioned 0.693 acre tract 0.820 acre and 0.643 acre tracts shown of record in Deed Book 2961, Page 691, and Deed Book 3283, Page 356, respectively, a distance of 346.10 feet to a post at the northwesterly corner of the aforementioned 6.03 acre tract, the southeasterly corner of that 5.795 acre tract (known as Parcel No. 2) shown of record in Deed Book 3266, Page 19 and the southwesterly corner of that 54.5 acre tract shown of record in Deed Book 3194, Page 592, said post also being in the northerly line of Virginia Military Survey Number 5227 at the southwesterly corner of Virginia Military Survey Number 6749 and the southeasterly corner of Virginia military Survey Number 7066, said post also being in the northerly line of Prairie Township and the southerly line of Brown Township;

Thence N. 4° 16' 50" E along westerly line of the aforementioned 54.5 acre tract and Virginia Military Survey Number 6749 and the easterly line of the aforementioned 5.759 acre tract, the 60.03 acre tract shown of record in Deed Book 2198, Page 444 and Virginia Military Survey Number 7066 a distance of 1375.85 feet to a stone at a southeasterly corner of the aforesaid 49.832 acre tract shown of record in Deed Book 2234, Page 396;

Thence N. 84° 54' 34" W along the southerly line of the aforesaid 49.832 acre tract and the northerly line of the aforesaid 60.030 acre tract a distance of 1239.45 feet to a railroad spike in the centerline of Amity Road;

Thence N. 19° 23' 28" W along the centerline of Amity Road a distance of 313.59 feet to an angle point in said Amity Road said angle point being at the northeasterly corner of a 2.488 acre tract of record in Deed Book 2392, Page 159;

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

# Certificate of Public Convenience And Necessity

Number 17 (AMENDED)

Case No. 75-198-ST-AAC

A Certificate of Public Convenience and Necessity is Hereby Granted

Ohio Utilities Company

a Sewage Disposal System Company under the laws of Ohio, whose office or place of business is at

5481 Buenos Aires Boulevard, Westerville, Ohio 43081

to provide sewage disposal system service to the public in the area described as follows:

Thence N. 18° 12' 16" W continuing along the centerline of Amity Road a distance of 619.51 feet to the point of beginning containing 378.088 acres more or less, of which 311.949 acres, more or less, is located in Brown Township and 66.139 acres, more or less, is located in Prairrie Township and 4.149 acres, more or less, lies within the right-of-way of Amity Road and Feder Road. The above described tract being subject to all easements and restrictions shown of record.

\* \* \* \* \*

Part of Brown and Prairrie Townships, Franklin County, Ohio, encompassed in the service area map filed July 13, 1967 in Case No. 33,839 and encompassed in the service area map filed June 18, 1969 in Case No. 35,265.

In accordance with the Orders of the Commission in Case No. 33,839, dated July 10, 1967 and in Case No. 35,265 dated June 12, 1969.

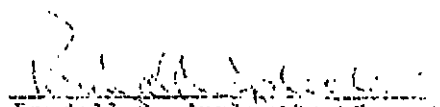
Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated March 23, 1976

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

  
Randall G. Applegate, Secretary



BEFORE

THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Joint Petition of Ohio- )  
American Water Company and Citizens )  
Utilities Company of Ohio to Transfer the ) Case No. 00-938-WS-ATR  
Assets of Citizens Utilities Company of )  
Ohio to Ohio-American Water Company )  
Pursuant to Section 4905.48, Revised Code. )

FINDING AND ORDER

The Commission finds:

- (1) On May 30, 2000, as amended on July 12, July 28, August 25, and August 28, 2000, Ohio-American Water Company (Ohio-American) and Citizens Utilities Company of Ohio (Citizens) filed a joint petition seeking authority, pursuant to Section 4905.48, Revised Code, for Ohio-American to purchase the water and sewage disposal systems of Citizens. The agreement provides for a purchase price of \$35,140,000. Ohio-American expects to pay cash for Citizens' assets with short-term borrowing. Ohio-American will replace the short-term debt with long-term financing, subject to the Commission's approval under Section 4905.40, Revised Code. The joint petition states that Ohio-American has agreed to purchase substantially all of Citizens' assets, and that Ohio-American intends to operate the Citizens system with many of Citizens' current employees. Ohio-American proposes to adopt all of the current rates and tariffs for Citizens customers, including the rate steps authorized by the Commission for Citizens' customers in the company's last rate case. *In the Matter of the Application of Citizens Utilities Company of Ohio to Increase Its Rates and Charges for Water and Wastewater Services in Franklin and Portage Counties, Ohio*, Case No. 98-178-WS-AIR (January 14, 1999). The joint petition also states that the transfer of Citizens' assets is in the public interest and will not adversely affect the current customers of Citizens because Ohio-American will continue to provide quality water and sewer service at the same rates.
- (2) Ohio-American is a public utility and water works company under Sections 4905.02 and 4905.03(A)(8), Revised Code. Ohio-American operates in six districts in Ohio under Certificate of Public Convenience and Necessity (Certificate)

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Technician Dana M. Hix Date Processed Sept 8, 2000

No. 12. American Water Works Company, Inc. (American), a holding company, is the parent company of Ohio-American and other water and sewer companies operating in 23 states. American is a non-jurisdictional entity that will not be involved in the ownership or operation of the assets being acquired from Citizens. Citizens is a public utility, and a water works and sewage disposal company, pursuant to Sections 4905.02 and 4905.03(A)(8) and (A)(14), Revised Code. Citizens holds Certificate Nos. 1, 2, 10, 17, and 27. The Commission has jurisdiction over this transaction pursuant to Sections 4905.05, 4905.06, and 4905.48, Revised Code. In accordance with its jurisdiction over the proposed acquisition, the Commission must ensure that the acquiring company possesses the financial and technical capabilities necessary to continue to provide adequate service, and that the transfer of ownership will not harm the public interest. *See, In the Matter of the Joint Petition of Vectren Energy of Ohio, Inc., Indiana Gas Company, Inc., and The Dayton Power & Light Company, to Transfer the Natural Gas Assets of the Dayton Power & Light Company to Vectren Energy of Ohio, Inc. and/or Indiana Gas Company, Inc. Pursuant to Section 4905.48(B) and (C), Revised Code, Case No. 00-524-GA-ATR et al. (July 11, 2000).*

- (3) In the joint petition, Ohio-American and Citizens request that the Commission take the following actions: (1) approve the purchase and sale of the water and sewage disposal system assets from Citizens to Ohio-American pursuant to Section 4905.48, Revised Code; (2) approve, pursuant to Section 4933.25, revised Code, the amendments set forth in Exhibit 2 to the petition by either amending Ohio-American's current Certificate No. 12 to incorporate the acquisition of Citizens' assets, or by issuing a new certificate recognizing the acquisition; (3) remove Citizens from the Commission's rolls of public utilities, effective upon the closing of the purchase and sale of the assets; (4) approve Ohio-American's adoption of Citizens' existing tariffs, effective upon the closing of the purchase and sale of the assets; and (5) grant such other relief to which the joint petitioners may reasonably be entitled.
- (4) By entry issued July 24, 2000, the petitioners were directed to publish notice of the joint petition. Publication was accomplished in accordance with the entry and, on August 3, 2000,

Ohio-American and Citizens filed proofs of publication. No person or entity sought intervention or submitted opposition to the joint petition. At the staff's request, the joint petitioners filed a letter on August 25, 2000. The letter indicates that Ohio-American agrees to make improvements to the "Quarterly Water Company Operating Report" that the company submits to the staff, specifically with respect to operational data and customer contact information. With these commitments, the staff does not oppose the proposed transfer of assets and recommends approval of the transaction in accordance with the amended joint petition.

- (5) The Commission has reviewed the application and supporting exhibits and finds that the proposed transaction is reasonable, will not adversely affect the customers of either petitioner, and should be approved. No hearing has been requested, and we do not believe that a hearing is necessary for approval of the joint petition. Our authority over the rates, services, and operations of Citizens' assets will not change as a result of the acquisition by Ohio-American. Nor will the transaction impair our ability to protect ratepayers. We are also satisfied that the transfer of ownership of Citizens' assets will not impair the quality of service currently provided to Citizens' customers, and that Ohio-American has the ability to adequately manage the acquired assets. Ohio-American has indicated its intent to operate the Citizens system with many of Citizens' current employees and changes in the operation of that system are expected to take place gradually. We believe that Ohio-American has demonstrated the requisite experience, capabilities, and resources necessary to operate the additional water and sewer system assets that will be acquired from Citizens. Given these findings, and the fact that the transaction will not result in a change of rates for current Citizens customers, we conclude that approval of the proposed acquisition should be approved. Accordingly, effective upon closing of the acquisition transfer: Ohio-American's Certificate No. 12 shall be amended to incorporate Citizens' service area; Citizens shall be removed from the rolls of public utilities operating within this state; and Ohio-American shall adopt Citizens' existing tariffs. Ohio-American shall notify the Commission within 10 days of the date that the acquisition transfer is completed. These changes will be effective upon the

filing of four complete printed copies of the tariffs reflecting the changes.

- (6) The joint petitioners have submitted a proposed customer letter that will be sent to the current Citizens customers following closing of the acquisition transaction. The staff has reviewed the letter and the staff agrees that the letter represents an appropriate means of informing customers of the acquisition by Ohio-American. We find that the proposed customer notice letter is reasonable and should be approved. We direct Ohio-American to send the approved letter to current Citizens customers, either as a separate mailing or as a bill insert, concurrent with the first available billing cycle following the closing of the acquisition.

It is, therefore,

ORDERED, That the joint petition of Ohio-American and Citizens to transfer Citizens' water and sewer system assets to Ohio-American is hereby granted. It is, further,

ORDERED, That the joint petitioners notify the Commission in writing within 10 days of the date that the acquisition transaction is completed. It is, further,

ORDERED, That, upon notification to the Commission that the transfer of assets has been completed, Ohio-American's Certificate No. 12 shall be amended to incorporate Citizens' service area; Citizens shall be removed from the rolls of public utilities operating within this state; and Ohio-American shall adopt Citizens' existing tariffs. These changes will be effective upon the filing of four complete printed copies of the tariffs reflecting the changes. It is, further,

ORDERED, That the proposed customer notice letter is approved and that Ohio-American accomplish service of the letter to current Citizens customers in accordance with Finding 6. It is, further,

ORDERED, That Ohio-American undertake the improvements to its "Quarterly Water Company Operating Report," in accordance with the commitments set forth in the August 25, 2000 letter. It is, further,

ORDERED, That a copy of this finding and order be served upon all parties of record.

THE PUBLIC UTILITIES COMMISSION OF OHIO



Alan R. Schriber, Chairman



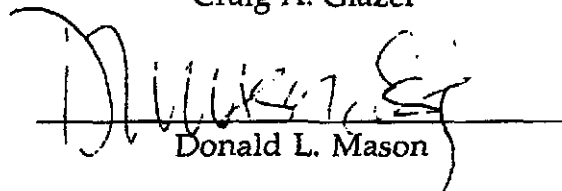
Ronda Hartman Fergus



Craig A. Glazer



Judith A. Jones




Donald L. Mason

DDN;geb

Entered in the Journal

**SEP 7 2000**

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Gary E. Wgorito  
Secretary