SANFORD LAW OFFICE, PLLC

Jo Anne Sanford, Attorney at Law

May 11, 2022

Ms. A. Shonta Dunston, Chief Clerk North Carolina Utilities Commission 4325 Mail Service Center Raleigh, North Carolina 27699-4325

Via Electronic Filing

Re: Second Revision to Application for Transfer of Public Utilities Franchise and for Approval of Rates, Filed by Water Resource Management, Inc. (W-1073, Sub 7) and Carolina Water Service, Inc. of North Carolina (W-354, Sub 396)

Dear Ms. Dunston:

Attached please find a second revision to the Application for Transfer of Public Utility Franchise and for Approval of Rates, filed on April 22, 2022, by Water Resource Management, Inc., ("Water Resource"), the Seller, and Carolina Water Service, Inc., of North Carolina ("CWSNC"), the Purchaser. These pleadings are filed in Docket Nos. W-1073, Sub 7 and W-354, Sub 396.

The Public Staff in its filing of May 9, 2022, identified three items for which supplemental data or information is required:

The Company incorporated by reference the financial statements filed for CWSNC and for its parent in the last rate case (W-354 Sub 386); the Public Staff seeks the most recent fiscal year financial statements, audited if available. (citing the terms of the Application, page 8, Exhibits, Lines 7 and 8).

Attached as Exhibit 7 is the most recent fiscal year financial statement for CWSNC which is unaudited. Similarly, Exhibit 8 is the most recent fiscal year audited financial statement for CWSNC's parent, Corix Regulated Utilities (US) Inc. (Exhibit 8 is being filed confidentially). Further, the revised application includes reference to the dockets for the proposed and present rates and the signed and verified signature of James E. Harrill for Water Resource Management, Inc.

As always, thank you and your staff for your assistance; please feel free to contact me if there are any questions or suggestions.

Sincerely,

Electronically Submitted

/s/Jo Anne Sanford Attorney for Carolina Water Service, Inc. of North Carolina

cc: Parties of Record

SELLER DOCKET NO. PURCHASER DOCKET NO. FILING FEE RECEIVED W-1073, Sub 7 W-354, Sub 396

N/A for revised

BEFORE THE NORTH CAROLINA UTILITIES COMMISSION

REVISED APPLICATION FOR TRANSFER OF PUBLIC UTILITY FRANCHISE AND FOR APPROVAL OF RATES

INSTRUCTIONS

Notes or explanations placed in the margins of the application are acceptable. If additional space is needed, supplementary sheets may be attached. If any section does not apply, write "not applicable" or cross out the section.

SELLER

Trade name used for utility business Water Resource Manage	gement, Inc.		
Mailing address151 Mr Bish Boulevard, Boone, NC, 28607			
Business telephone number 828-963-7600			
<u>PURCHASER</u>			
Trade name used for utility business Carolina Water Service	e, Inc. of North Carolina		
Name of owner (if different from trade name) Corix Regulated Utilities, Inc.			
Business mailing address P.O. Box 240908			
City and state Charlotte, NC	Zip code <u>28224</u>		
Business street address (if different from mailing address) 4	1944 Parkway Plaza Blvd., Suite 375, Charlotte, NC 28217		
Business telephone number 704-525-7990			
If corporation, list the following:			
President Donald Denton	/ice President Allen Wilt		
Secretary Allen Wilt	Freasurer Jim Andrejko		
Three (3) largest stockholders and percent of voting shares h	eld by each		
Corix Regulated Utilities, Inc. 100%			
If partnership, list the owners and percent of ownership held I	by each		
N/A			
Is the purchaser acquiring the utility assets or stock? Asset	ets		
(No filing fee required if stock transfer only.)			
	-NT DATE:		
PROPOSED AND PRESI	<u>ENTRATES</u>		
Proposed Rates	Present Rates		
Metered Residential Service:			
Water: CWSNC Uniform Rate Group - W-354, Sub 38	4 N/A		
Sewer: CWSNC Uniform Rate Group – W-354, Sub 384	4 N/A		
Sewer: <u>CWSNC Uniform Rate Group – W-354, Sub 384</u> Flat Rate Residential Service:	N/A		
Flat Rate Residential Service:			
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group – W-354, Sub 384	\$20 monthly flat rate <mark>– W-1073, Sub 4</mark>		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group – W-354, Sub 384 Sewer: CWSNC Uniform Rate Group – W-354, Sub 384	\$20 monthly flat rate <mark>– W-1073, Sub 4</mark>		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain):	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group – W-354, Sub 384 Sewer: CWSNC Uniform Rate Group – W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group – W-354, Sub 384	\$20 monthly flat rate - W-1073, Sub 4 \$28.20 monthly flat rate - W-1073, Sub 5 N/A		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384	\$20 monthly flat rate - W-1073, Sub 4 \$28.20 monthly flat rate - W-1073, Sub 5 N/A		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Tap-on fees:	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A		
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Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Tap-on fees:	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A		
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Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Tap-on fees: Water: See APA. Sewer: See APA. OTHER PROPOSED	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A \$300 — W-1073, Sub 4 \$200 — W-1073, Sub 5 RATES due 25 days after billing cycle		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: See APA. Sewer: See APA. OTHER PROPOSED Finance charge for late payment: (NCUC Rule R12-9) specifies not more than one percent (1.09)	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A \$300 — W-1073, Sub 4 \$200 — W-1073, Sub 5 RATES due 25 days after billing cycle 6) per month will be applied to the unpaid balance of		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Tap-on fees: Water: See APA. Sewer: See APA. Sewer: OTHER PROPOSED Finance charge for late payment: (NCUC Rule R12-9) specifies not more than one percent (1.0% all bills still past due 25 days after billing date.) Reconnection charge if water service cut off by utility as specifies.	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A \$300 — W-1073, Sub 4 \$200 — W-1073, Sub 5 RATES due 25 days after billing cycle (6) per month will be applied to the unpaid balance of fied in NCUC Rule R7-20: \$27.00		
Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: See APA. Sewer: See APA. Sewer: See APA. Sewer: OTHER PROPOSED Finance charge for late payment: (NCUC Rule R12-9) specifies not more than one percent (1.0% all bills still past due 25 days after billing date.) Reconnection charge if water service discontinued at custome	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A \$300 — W-1073, Sub 4 \$200 — W-1073, Sub 5 RATES due 25 days after billing cycle by per month will be applied to the unpaid balance of fied in NCUC Rule R7-20: \$27.00 r's request: \$27.00		
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Flat Rate Residential Service: Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Nonresidential Service (explain): Water: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: CWSNC Uniform Rate Group - W-354, Sub 384 Sewer: See APA. Sewer: See APA. Sewer: See APA. Sewer: OTHER PROPOSED Finance charge for late payment: (NCUC Rule R12-9) specifies not more than one percent (1.0% all bills still past due 25 days after billing date.) Reconnection charge if water service discontinued at custome	\$20 monthly flat rate — W-1073, Sub 4 \$28.20 monthly flat rate — W-1073, Sub 5 N/A N/A \$300 — W-1073, Sub 4 \$200 — W-1073, Sub 5 RATES due 25 days after billing cycle by per month will be applied to the unpaid balance of field in NCUC Rule R7-20: \$27.00 field in NCUC Rule R10-16: Actual Cost borm Rate Group		
	Trade name used for utility business Carolina Water Service Name of owner (if different from trade name) Corix Regulate Business mailing address P.O. Box 240908 City and state Charlotte, NC Business street address (if different from mailing address) Business telephone number 704-525-7990 If corporation, list the following: President Donald Denton Secretary Allen Wilt Three (3) largest stockholders and percent of voting shares in Corix Regulated Utilities, Inc. 100% If partnership, list the owners and percent of ownership held in N/A Is the purchaser acquiring the utility assets or stock? Asset (No filing fee required if stock transfer only.) PROPOSED AND PRESIDENT CAROLINIA WATER CAROLINIA		

PURCHASER'S PROPOSED BILLING

1.	requency of billing shall be (monthly, quarterly, etc.) Monthly				
2.	<u> </u>	shall be for service (in advance or arrears) Arrears Arrears			
3.	Bills past due 45 days after billing dates: (NCUC Rule R12-9 specifies that bills shall not be past due less than fifteen (15) days after billing date).				
4.	Will regular billing be by written statement? (yes or no) Yes				
5.	Will the billing statement contain the following? (Indicate yes or no for each item)				
	(a) Meter reading at beginning and end of billing period				
	(b) Date of meter readings				
	• •	•			
		= :	separate amount		
		= :	s a separate amount		
0	(f) Amount due for each special charge (i.e., deposits, tap fees, etc.) listed as a separate amoun				
6.	3 11				
	(a) Mailing address of	Company: PO Box 70723 P	miladelphia PA 19176-0723		
	(b) Address where bill	can be paid in person: Not A	Applicable		
	(c) Name and phone n	number of alternative persons	to contact for emergency service after busines	s hours:	
	Donald Denton, To	ny Konsul – 704-525-5049			
7.	Is service already metered	l? (yes or no) No			
8.	Does the Purchaser under	stand the provisions for estab	olishing credit and collecting customer deposits	set forth in	
	NCUC Rules and Regulati	ons, Chapter 12? (yes or no)	Yes		
			ring not more than two (2) bills overdue during	a 12-month	
	· ·		of their bills, per NCUC Rule R12-5.)		
9.		er deposits still held by Seller			
	Water: <u>\$19,647</u>		Sewer: <u>\$10,578</u>		
		PURCHASER'S SERVI	CE ORGANIZATION		
		NAME	ADDRESS TEL	<u>EPHONE</u>	
10.	General Manager	Donald Denton	4944 Parkway Plaza, Suite 800-52 375 Charlotte NC 28217	25-7990	
11.	Complaints or Billing	Karen Sasic	Altamonte Springs, FL	72-0368	
12.	Engineering Operations	Donald Denton	4944 Parkway Plaza, Suite 800-52 375 Charlotte NC 28217	25-7990	
13.	Emergency Service	Customer Service	4944 Parkway Plaza, Suite 800-52 375 Charlotte NC 28217	25-7990	
14.	Accounting	Phil Drennan	500 W Monroe St Ste 3600, 704-3 Chicago, IL 60661	19-0502	
15.					
16.	Will customers be able to (yes or no) Yes	make telephone calls for serv	ice without being charged for a long distance p	hone call?	
17.	Will persons designated to	receive phone calls for emer	gency service, after regular business hours, ha	ave authority	
	to provide the needed repa	airs without first contacting ow	vner? (yes or no) Yes		
18.	List the qualifications of th Harold Ken Whitaker – NO	e person in charge of the utilit	ty system:		
	Ronnie Neil Reece – NC A				
	TOTITIO NEIL NEGOE - NO F	(DIGUIDUUOII			
19.	• •	be any DENR violation(s) sind ttached Exhibit A	ce the last application for franchise, transfer, or	rate	

SERVICE AREA

Fill in one column for each Subdivision or Service Area.

Permit No.

Sewer N/A

NC0035149

(2) (1)Name of Subdivision(s) or Service Seven Devils 1. **Echota** Area(s) 2. County (or Counties) Watauga Watauga Water Sewer 3. Type of service (water, sewer, etc.) N/A If water is purchased, list from whom N/A 4. 5. Source of water supply (wells, etc.) Wells N/A Number of wells in service N/A 6. Pumping capacity of each pump in N/A 7. 345 gpm Elevated storage tank capacity (gals.) 220,000 N/A 8. 9. Pressure tank capacity (gals.) N/A N/A Types of water treatment (chlorine, Chlorine N/A etc.) 25 11. Number of fire hydrants installed N/A 12. Is sewage disposal by septic tank or by sewer system? Sewer System Sewer System If disposal is by sewer system, is sewage treated by utility company or Others Utility by others? 14. Capacity of Company's sewage N/A treatment plant (gallons per day) No 15. Is service metered? (yes or no) No Number of water meters in use N/A Number of service taps in use 613 - 3/4" (list number of each size) Water N/A Sewer N/A 149 - 4' 18. Number of customers at the 613 end of test year Water N/A Sewer N/A 149 Number of customers that can 19. be served by mains already installed (including present customers, vacant lots, etc.) Water 750 N/A Sewer N/A 200 Number of customers that can 200 be served by pumping Water 750 capacity Number of customers that can N/A be served by storage tank Water 750 capacity 22. Number of customers that can be served by treatment plant 200 Sewer N/A capacity 23. Name nearest water/sewer utility system **Hound Ears** Hound Ears 24. Distance to nearest water/sewer utility system <1 mile <1 mile 25. Does any other person or utility seek to furnish the service(s) proposed herein? No No (yes or no) 26. Has the system been offered for sale to the customers, county, or municipality? (yes No No or no) If not, why not? No municipal in area No municipal in area DENR System I.D. No. Water NC30-95-002 27. a. N/A NPDES or Nondischarge

FINANCIAL STATEMENT

- Will a separate set of books be maintained for the utility business?
 Yes
- 2. Will a separate bank account be maintained for the utility business?
- Are the revenues and expenses listed below based on past operations or are they estimated for future operations?
 (actual or estimated) Actuals for past operations (WRM 2021 Annual Report). Estimates for future operations are provided in the attached addendum at proposed rates.

REVENUES AND EXPENSES

For 12 Months Ended December 31, 2021 (Date)

	Revenues	<u>Water</u>	Sewer
4.	Residential service (flat rate)	\$ 145,286	\$ 50,422
5.	Residential service (metered rate)	\$ 	\$
6.	Nonresidential service (flat rate)	\$ 	\$
7.	Nonresidential service (metered rate)	\$ 	\$
8.	Other revenues (describe in remarks below)	\$ 4,200	\$ 0
9.	Total Revenues (Lines 4 thru 8)	\$ 149,486	\$ 50,422
10.	Total salaries (except owner)	\$ 54,730	\$ 25,733
11.	Salaries paid to owner	\$ 	\$
12.	Administrative and office expense (except salaries)	\$ 25,264	\$ 5,506
13.	Maintenance and repair expense (except salaries)	\$ 236,692	\$ 3,342
14.	Transportation expenses	\$ 0	\$
15.	Electric power expense	\$ 37,248	\$ 3,880
16.	Chemicals expense	\$ 3,266	\$ 834
17.	Testing fees	\$ 7,335	\$ 265
18.	Permit fees	\$ 	\$
19.	Purchased water/sewer treatment	\$ 230,852	\$ 420
20.	Annual depreciation	\$ 1,344	\$ 695
21.	Taxes: State income taxes	\$	\$
22.	Federal income taxes	\$	\$
23.	Gross receipts (or franchise tax)	\$ 150	\$ 53
24.	Property taxes	\$ _	\$ 137
25.	Payroll taxes	\$	\$
26.	Other taxes	\$ 192	\$ 68
27.	Interest on debt during year	\$ 1	\$
28.	Other expenses (describe in remarks below)	\$ 1,797	\$
29.	Total Expenses (Lines 10 thru 28)	\$ 598,870	\$ 40,933
30.	Net Income (Line 9 minus Line 29)	\$ (449,384)	\$ 9,489
Rem	<u>narks</u>		
31.	Line 8 – Tap Fees		
32.	Line 28 – Lift Station & Pump Telemetry		
33.		 	
34.			
35.			

NUMBER OF CUSTOMERS SERVED

		Water		Sewer	
		Flat Rate	<u>Metered</u>	<u>Flat Rate</u>	<u>Metered</u>
36.	Customers at beginning of year	599		149	
37.	Customers at end of year	613		149	
38.	Average gallons used per customer	Unmetered			

PURCHASER'S COST OF UTILITY SYSTEM

ODICINAL COST OF LITHE	TV OVOTEM	
<u>ORIGINAL COST OF UTILI</u> As of Year	I I STSTEW	
Ended December 31,	2021 (Date)	
Note: List the total original cost to construct and establis the Seller.	h the system, whethe	er or not paid for by
	Roland	oo at End of Voor
<u>Utility Property in Service</u>	<u>Balanc</u> <u>Water</u>	ce at End of Year Sewer
Land and rights-of-way	\$	\$
Structures and site improvement	\$	\$ 21,523
Wells	\$ 27,654	\$
Pumping equipment	\$ 25,542	\$
Treatment equipment	\$ 6,220	<u> </u>
Storage tanks	\$	<u> </u>
Mains (excluding service connections)	\$	
Service connections	\$	\$
Meters (including spare meters)	\$	\$
Office furniture and equipment	\$	\$
Transportation equipment	\$	\$
Other utility property in service (describe in remarks below)	\$	\$
Total utility property in service (Lines 2 thru 13)	\$ <u>59,416</u>	\$ 36,393
Less: acquisition adjustments (difference between original cost	•	•
above and cost to Seller)	\$	\$ <u></u>
Less: Seller's accumulated depreciation	\$ <u>(39,169)</u>	<u>(23,992)</u>
Less: Seller's accumulated tap fees and other contributions in aid of construction	\$	\$
Seller's net investment in utility property	÷ 20 247	- 12.404
(Line 14 minus 15, 16, & 17)	\$ 20,247	<u>\$ 12,401</u>
Utility Property Not in Service	Raland	ce at End of Year
Ounty 1 Toperty Not III Dervice	<u>Water</u>	Sewer
Construction work in progress	\$	\$
Property held for future use	\$	
Other (describe in remarks below)	\$ \$	_
,		<u> </u>
<u>rks</u>		
Seller provided original costs that match annual reports		
ANNUAL DEPRECIAT	<u>ON</u>	
If appual depreciation is alsimond union a second-life and first	ontino ovetana ala access	o of doors sisting
If annual depreciation is claimed using a <u>composite</u> rate for the	•	e of depreciation used
Water:		
Sewer:		
If annual depreciation is claimed using individual rates for each	type of equipment show	w rates of depreciation
used: Current approved for CWSNC – W-354, Sub 364	Jpo or oquipmoni, ono	a.co oi doprociation
4004.		

OTHER FINANCIAL INFORMATION

Please provide the following capital structure information for the Purchaser $\underline{prior\ to}$ the purchase of the new water and/or sewer system(s):

	oital structure balances:		Percent Of
		Amount	Total Capital
Lor	ng-term debt/loans	\$ 324,498,571	48.37
Pre	ferred stock (if any)	\$	
Cor	mmon equity:		
	Common stock	\$ 110	
	Retained earnings	\$ 346,306,810	51.63
	Total common equity	\$ 346,306,920	51.63
Tot	al capital	\$ 670,805,491	100%
	·		
he purch	nase price of the system will be financed as fo	llows:	
ı. Lon	ng-term debt	\$	
	ort-term debt	\$	
. Cor	mmon stock	\$	
l. Ret	ained earnings	\$	
	ner (please describe below on Line g)	\$	
	Total purchase price	\$	
j. Des	scription of other: Cash Purchase		
4. 170-	Casil Fulchase		
	ovide the following for improvements/additions	s to be made in the first ye	ar:
Please pr	of description: AMI Motor installation	s to be made in the first ye	
Please pr	of description: AMI Motor installation	•	
Please pr	ef description: AMI Meter installation	•	
Please pro	ef description: AMI Meter installation ancing:		
Please pr	ef description: AMI Meter installation ancing: Long-term debt		
Please pro	ef description: AMI Meter installation ancing:	•	
Please produced in the second	ef description: AMI Meter installation ancing: Long-term debt	\$ \$	
Please production	ef description: AMI Meter installation ancing: Long-term debt Short-term debt	\$ \$ \$ \$	
Please production of the produ	ef description: AMI Meter installation ancing: Long-term debt Short-term debt Common stock	\$ \$ \$ \$	
Please production in the produ	ancing: Long-term debt Short-term debt Common stock Retained earnings	\$ \$ \$ \$	
Please production of the produ	ancing: Long-term debt Short-term debt Common stock Retained earnings Other (please describe below on Line (7))	\$ \$ \$ \$ \$ \$	

short-term debt, common stock, retained earnings, and other (please explain)).
0 - 5 years - no replacement expected
5 - 10 years - routine replacement of pumps/meters
10 - 20 years - routine replacement of pumps/meters
20 - 40 years - routine replacement of pumps/meters
Are there any major replacements required in the next five years and the next ten years? Indicate the estil cost of each replacement, the year it will be made, and how it will be financed (long-term debt, short-term common stock, retained earnings, and other (please explain))
cost of each replacement, the year it will be made, and how it will be financed (long-term debt, short-term common stock, retained earnings, and other (please explain)). 0 - 5 years - no replacement expected
cost of each replacement, the year it will be made, and how it will be financed (long-term debt, short-term common stock, retained earnings, and other (please explain)). 0 - 5 years - no replacement expected 5 - 10 years - routine replacement of pumps/meters
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- of operation of this system. This addendum should be for the utility system for which the subject application is being submitted, exclusively. Instructions are included on page 3 of the addendum. The following information may be provided instead of filing the addendum:
 - (1) Audited financial statements for the Purchaser and/or parent company.
 - (2) Budgets, capital and operating, for the Purchaser's North Carolina utility operations for the next five years.
 - (3) The most recent fiscal year budgets, capital and operating, and the actual amounts for that year for the Purchaser's and/or parent company's North Carolina utility operations.

EXHIBITS

THE FOLLOWING EXHIBITS SHALL BE ATTACHED TO THE APPLICATION:

- 1. If the Purchaser is a corporation, enclose a copy of the Articles of Incorporation on file with the North Carolina Secretary of State. (Not required if previously filed with the Commission.) **On File.**
- 2. If the Purchasers are doing business as a partnership, enclose a copy of the partnership agreement. (Not required if previously filed with the Commission.) **N/A**
- 3. If the Purchaser is conducting business under a trade name or d/b/a, enclose a copy of the certificate filed with the register of deeds in each county where the Applicant will be conducting business as required by G.S. 66-68.

 On File.
- 4. Enclose a copy of (1) exhibits showing that the Seller has ownership of all property necessary to operate the utility and (2) a purchase agreement reduced to writing. Any changes in the purchase agreement should be filed immediately with the Commission. **See Exhibit 4**
- 5. If the application is for a stock transfer, enclose a copy of the most recent financial statements, including a balance sheet, for the Seller. **N/A**
- 6. Enclose a copy of contracts or agreements, including all attachments, exhibits, and appendices, between the utility and any other party (land developers, customers, etc.) regarding the proposed utility services, including contracts regarding tap fees, construction costs, easements, and rights-of-way, etc. (If none, write "none"). See Exhibit 6
- 7. Enclose a copy of the most recent fiscal year financial statements, audited if available, for the Purchaser. **See**Exhibit 7
- 8. Enclose a copy of the most recent fiscal year financial statements, audited if available, for the parent company of the Purchaser. See Exhibit 8 Confidential
- 9. If the information requested in Exhibits 7 and 8 is not available, enclose a copy of the most recent fiscal year financial statements or statement of net worth for the principals of the Purchaser and/or parent company. **N/A**

FILING INSTRUCTIONS

- 10. Eight (8) copies of the application and exhibits shall be filed with the North Carolina Utilities Commission, 4325 Mail Service Center, Raleigh, North Carolina 27699-4325. Twenty-five (25) copies of an application to acquire a Class A or B utility company should be filed. One of these copies must have original signatures. (Applicants must also provide any copies to be returned to them.)
- 11. Enclose a filing fee as required by G. S. §62-300. A Class A company (annual revenues of \$1,000,000 or more) requires a \$250 filing fee. A Class B company (annual revenues between \$200,000 and \$1,000,000) requires a \$100 filing fee. A Class C company (annual revenues less than \$200,000) requires a \$25 filing fee. MAKE CHECK PAYABLE TO THE N.C. DEPARTMENT OF COMMERCE/UTILITIES COMMISSION. (No filing fee required if stock transfer only.)

SIGNATURES

12.	Application shall be signed and verified by the Applicants.
	SignaturePurchaser
	Date
	SignatureSeller
	Date
13.	(Typed or Printed Name) <u>F. Harrill</u> personally appearing before me and, being first duly sworn, says that the information contained in this application and in the exhibits attached hereto are true to the best of his/her knowledge and belief.
	This the 9^{++} day of May , 2022
	Notary Public Jathern Wald 151 Mr. BishBlvc! Address Boone, NC 28607
	PUBLIMy Commission Expires: Cuy 19, 2022 Date
	PUBLIMy Commission Expires: Quy 19, 2022 Date

SIGNATURES

12.	Application shall be signed and verified by the Applicants.
	Signature Over 17.
	Purchaser
	Date 4/11/22
	Signature
	Seller
	Date
0	(Typed or Printed Name) DONALL DENTON
3.	
	personally appearing before me and, being first duly sworn, says that the information contained in this application and in the exhibits attached hereto are true to the best of his/her knowledge and belief.
	and and seek of morner knowledge and pener.
	This the 22^{nd} day of APUL, 2022.
	Notary Public Sutro Buchus
	Notary Public Setto Buchus
	CONTRACTOR AND MARIOTE N
	Address 8508 14th 19 1132520
	My Commission Expires: Novemen 7th 2026
	Date

Seth Bradbury
Notary Public
Mecklenburg County
My Commission Expires 11/7/26

Carolina Water Service, Inc. of North Carolina W-354, Sub 396

Year Ended: December 31, 2021 Balance Sheet

<u>ASSETS</u>	\$	LIABILITIES AND OTHER CREDITS	\$
Plant In Service			
Water	131,877,380	Capital Stock and Retained Earnings	
Sewer	127,830,712	Common Stock and Paid In Capital	11,099,677
		Retained Earnings	44,852,317
Total	259,708,092		
		Total	55,951,995
Accumulated Depreciation			
Water	(37,328,068)	Current and Accrued Liabilities	
Sewer	(31,381,696)	Accounts Payable-Trade	62,104,374
		Taxes Accrued	3,465,511
Total	(68,709,763)	Customer Deposits	294,854
		Customer Deposits - Interest	40,051
		A/P - Assoc. Companies	4,507,008
Net Utility Plant	190,998,329	Deferred Revenue	20,139
Plant Acquistion Adjustment		Total	70,431,938
Water	(1,879,714)		
Sewer	1,260,201	Advances In Aid of Construction	
		Water	21,103
Total	(619,512)	Sewer	11,837
Construction Work In Process		Total	32,940
Water	3,483,470		_
Sewer	5,520,590	Contributions In Aid of Construction	
		Water	17,979,260
Total	9,004,060	Sewer	20,617,204
Current Assets		Total	38,596,464
Cash	40,179		
Accounts Receivable - Net	(33,883,447)	Accumulated Deferred Income Tax	
Other Current Assets	795,120	Unamortized ITC	10,215
		Deferred Tax - Federal	5,536,311
Total	(33,048,148)	Deferred Tax - State	1,077,036
Deferred Charges	5,302,169	Total	6,623,562
Total Assets	171,636,898	Total Liabilities And Other Credits	171,636,898

Carolina Water Service, Inc. of North Carolina W-354, Sub 396

Year Ended: December 31, 2021 Income Statement

Notes:

CWSNC Combined Operations	Total
compined operations	FY 2021
Operating Revenues	Transactions
Service Revenues - Water	21,434,607
Service Revenues - Sewer	18,442,503
Miscellaneous Revenues	234,514
Uncollectible Accounts	(377,568)
Total Operating Revenues	39,734,056
Maintenance Expenses	
Salaries and Wages	5,980,246
Purchased Power	2,145,837
Purchased Water	2,764,188
Maintenance and Repair	3,644,490
Maintenance Testing	527,083
Meter Reading	253,143
Chemicals	790,878
Transportation	493,545
Operating Exp. Charged to Plant	(827,300)
Outside Services - Other	5,070,404
Total	20,842,515
General Expenses	
Office Supplies & Other Office Exp.	421,297
Regulatory Commission Exp.	291,419
Pension & Other Benefits	1,513,604
Rent	212,810
Insurance	990,619
Office Utilities	176,732
Miscellaneous	184,225
Total	3,790,706
Depreciation	7,010,781
Amortization of PAA	(96,799)
Taxes Other Than Income	751,081
Income Taxes - Federal	(334,249)
Income Taxes - State	(881)213)
Amortization of ITC	(519)
Amortization of CIAC	(1,512,804)
Total	5,817,491
Total Operating Expenses	30,450,712
Net Operating Income	9,283,345
Other Income	90
	(190,918)
Interest During Construction Interest on Debt	2,856,569
Net Income	6,617,604

CWSNC ACQUISITION OF ECHOTA/SEVEN DEVILS FROM WATER
RESOURCES MANAGEMENT
W-354 SUB 396 & W-1073 Sub 7
Exhibit 8 (CONFIDENTIAL)

CORIX FISCAL YEAR FINANCIAL STATEMENT CONFIDENTIAL

NOTE: This document is filed separately using the filing mechanism available for Confidential materials

CERTIFICATE OF SERVICE

On behalf of Carolina Water Services, Inc. of North Carolina, I hereby certify that I have today served a copy of the Second Revision to Application for Transfer of Public Utility and Approval of Rates, in Docket Nos. W-354, Sub 396 and W-1073, Sub 7, on all parties of record in this proceeding, in accordance with North Carolina Utilities Commission Rule R1-39, either by United States mail, first class postage pre-paid; by hand delivery; or by means of electronic delivery upon agreement of the receiving party.

This the 11th day of May, 2022.

Electronically Submitted /s/Jo Anne Sanford State Bar No. 6831

SANFORD LAW OFFICE, PLLC sanford@sanfordlawoffice.com

Tel: 919.210.4900

Attorney for Carolina Water Services,

Inc. of North Carolina