



# Pennsylvania-American Water Company

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888  
(717) 533-5000 • Fax: (717) 531-3314 • E-mail: ssimms@pawc.com

Susan Simms Marsh  
Associate Corporate Counsel

April 17, 2002

James J. McNulty, Secretary  
Pennsylvania Public Utility  
Commission  
Commonwealth Keystone Building  
400 North Street  
PO Box 3265  
Harrisburg, PA 17105-3265

DOCUMENT  
FOI

RECEIVED  
2002 APR 23 AM 9:06  
PA PUC  
SECRETARY'S BUREAU

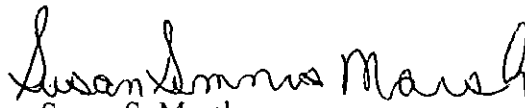
In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos: A-230073F0005 and A-230536 F2000

Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., water system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Numbers: A-212285F01000 and A-213495F2000

Dear Mr. McNulty:

Enclosed please find a Proof of Service which evidences copies served upon the affected offices as per your letter of April 10, 2002.

Sincerely,

  
Susan S. Marsh

blg

Attachment

Our commitment is crystal clear.™

An E.E.O. Employer M/F/H/V



BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

DOCKETED

MAY 06 2002

SECRETARY'S BUREAU

RECEIVED

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc. assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc. and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

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**PROOF OF SERVICE**

I hereby certify that I am this day serving the above-referenced Application upon the persons and in the manner indicated below, which service satisfies the requirements of 52 Pa. Code §3.61 and §3.62 and 1 Pa. Code §33.36:

Service by first class mail addressed as follows:

DOCUMENT  
FILED

Monroe County Planning Commission  
Monroe County Courthouse  
Stroudsburg, PA 18360

Monroe County Commissioners  
Monroe County Courthouse  
Stroudsburg, PA 18360

Middle Smithfield Township  
Board of Supervisors  
5251 Milford Road  
East Stroudsburg, PA 18301

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Planning Commission  
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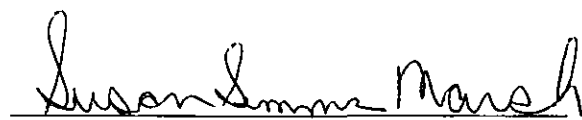
Lehman Township  
Planning Commission  
R. R. 1, Box 314  
Bushkill, PA 18324

Department of Environmental Protection  
Attention: William F. McDonnell  
2 Public Square  
Wilkes-Barre, PA 18711-0790

Office of Trial Staff  
Pennsylvania Public Utility  
Commission  
Pitnick Building  
Harrisburg, PA 17105

Office of Consumer Advocate  
555 Walnut Street, Fifth Floor  
Forum Place  
Harrisburg, PA 17101-1923

Office of Small Business Advocate  
Suite 1102, Commerce Building  
300 North Second Street  
Harrisburg, PA 17101



Velma A. Redmond, Esquire  
Susan S. Marsh, Esquire  
Corporate Counsel for  
Pennsylvania-American Water Company  
800 West Hersheypark Drive  
Hershey, PA 17033  
(717) 533-5000

Dated: April 17, 2002



# Pennsylvania-American Water Company

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888

(717) 533-5000 • FAX: (717) 531-3252

e-mail: vredmond@pawc.com

ORIGINAL

Velma A. Redmond  
Vice President, Corporate Counsel  
and Secretary

May 13, 2002

Mr. James J. McNulty, Secretary  
Pennsylvania Public Utility  
Commission  
Commonwealth Keystone Building  
400 North Street  
PO Box 3265  
Harrisburg, PA 17105-3265

DOCUMENT

RECEIVED  
2002 MAY 15 AM 9:06  
PA PUC  
SECRETARY'S BUREAU

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

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Dear Mr. McNulty:

As directed in your letter of April 10, 2002 on the above-referenced application, attached are the proofs of publication of the required notice.

Sincerely,

Velma A. Redmond

blg  
Attachment

12  
EPA logo

# Proof of Publication of Notice in The Pocono Record

Under Act No. 587, Approved May 16, 1929

State of Pennsylvania  
County of Monroe ss:

David Kelso, Controller..... An Executive of Pocono Record, of the County and State aforesaid, being duly sworn, deposes and says that THE POCONO RECORD, a newspaper of general circulation published at 511 Lenox Street, Borough of Stroudsburg, County and State aforesaid, was established April 2, 1894, since which date THE POCONO RECORD has been regularly issued in said County, and that the printed notice of publication attached hereto is exactly the same as was printed and published in the regular editions and issues of the said THE POCONO RECORD on the following dates, viz:—

and the..... day of..... 19.....

**DOCKETED**  
JUN 13 2002

Affiant further deposes that he is duly authorized by the POCONO RECORD, a newspaper of general circulation, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statements as to time, place and character of publication are true.

*David Kelso*

For The Pocono Record

### COPY OF NOTICE OR PUBLICATION

**PENNSYLVANIA PUBLIC UTILITY COMMISSION**  
**NOTICE TO BE PUBLISHED**  
Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of: 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and; 3) the abandonment by Winona Lakes Utilities, Inc., of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Numbers: A-230073 F0005 and A-230536 F2000.

Notice is hereby given that this Application may be considered without a hearing. Protests or petitions to intervene can be filed with the Pennsylvania Public Utility Commission, P.O. Box 3265, Harrisburg, PA 17105-3265, with a copy served on the applicant on or before May 6, 2002, pursuant to Title 52 of the Pennsylvania Code.

Applicant:  
Pennsylvania-American Water Company  
Winona Lakes Utilities, Inc.  
Through and By Counsel:  
Velma A. Redmond, Esquire  
Susan Simms Marsh, Esquire  
800 West Hershey Park Drive  
P.O. Box 888  
Hershey, PA 17033  
BY THE COMMISSION  
James J. McNulty, Secretary  
P - April 23, 30

Sworn to and subscribed before me this 7 day of May, 2002

*Lois A. Kirkwood*  
Notary Public

My Commission Expires:

NOTARIAL SEAL  
Lois A. Kirkwood, Notary Public  
East Stroudsburg, Monroe County, PA  
My Commission Expires February 24, 2003

**ULTIMENT**

## Statement of Advertising Costs

Pennsylvania-American Water Co.  
Pa. Public Utility Comm.  
Docket #A-230073 E005  
A-230536

To POCONO RECORD

For publishing the notice or publication attached hereto on the above stated dates .....	\$96.80
Probating Same .....	\$ 2.00
<b>Total .....</b>	<b>\$ 98.80</b>

## Receipt for Advertising Costs

THE POCONO RECORD, a newspaper of general circulation, hereby acknowledges receipt of the aforesaid notice and publication cost and certifies that the same have been duly paid.

The Pocono Record  
a Newspaper of General Circulation

By .....

ORIGINAL



**Pennsylvania-American Water Company**

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888

(717) 533-5000 • FAX: (717) 531-3252

e-mail: vredmond@pawc.com

RECEIVED  
2002 AUG 12 AM 9:11  
PA P.U.C.  
SECRETARY'S BUREAU

Velma A. Redmond  
Vice President, Corporate Counsel  
and Secretary

August 9, 2002

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, PO Box 3265  
Harrisburg, PA 17105-3265

DOCUMENT FOLDER

**In Re: Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of the transfer, by sale, of the assets, properties, and rights of Winona Lakes Utilities, Inc., related to Section 18 of its wastewater system to Pennsylvania-American Water Company; the commencement by Pennsylvania-American Water Company of public wastewater service in Section 18 of the certificated service territory of Winona Lakes Utilities, Inc.; and, the abandonment by Winona Lakes Utilities, Inc., of all wastewater service to the public in the Section 18 portion of its certificated service territory. Docket Nos. A-230073F0005, A-230536F2000 and F-00466514**

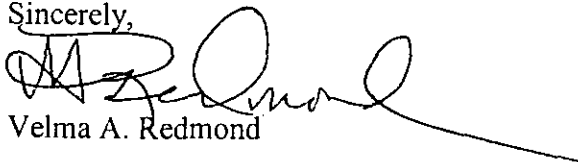
**In Re: Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of the transfer, by sale, of the water works property and right of the Winona Lakes Utilities, Inc., to Pennsylvania-American Water Company; the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and, for the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Nos. A-212285F0100 and A-213495F2000.**

Dear Mr. McNulty:

Enclosed please find four (4) copies of an Amendment to Purchase and Sale Agreement which Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., entered into on November 29, 2001.

A Certificate of Service is also enclosed evidencing service upon all parties of record.

Sincerely,

  
Velma A. Redmond

blg  
Enclosures  
cc: C. W. Johnston



BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

**In Re: Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of the transfer, by sale, of the assets, properties, and rights of Winona Lakes Utilities, Inc., related to Section 18 of its wastewater system to Pennsylvania-American Water Company; the commencement by Pennsylvania-American Water Company of public wastewater service in Section 18 of the certificated service territory of Winona Lakes Utilities, Inc.; and, the abandonment by Winona Lakes Utilities, Inc., of all wastewater service to the public in the Section 18 portion of its certificated service territory. Docket Nos. A-230073F0005, A-230536F2000 and F-00466514**

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**PROOF OF SERVICE**

I hereby certify that I am this day serving the above-referenced Second Amendment to Purchase and Sale Agreement upon the persons and in the manner indicated below, which service satisfies the requirements of 52 Pa. Code §3.61 and §3.62 and 1 Pa. Code §33.36:

Service by first class mail addressed as follows:

Monroe County Commissioners  
Monroe County Courthouse  
Stroudsburg, PA 18360

Monroe County Planning Commission  
Monroe County Courthouse  
Stroudsburg, PA 18360

Pike County Commissioners  
Pike County Courthouse  
412 Broad Street  
Milford, PA 18337

Pike County Planning Commission  
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Milford, PA 18337

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East Stroudsburg, PA 18301

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Board of Supervisors  
5251 Milford Road  
East Stroudsburg, PA 18301

Department of Environmental Protection  
Attention: William F. McDonnell  
2 Public Square  
Wilkes-Barre, PA 18711-1790

Office of Trial Staff  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
P.O. Box 3265  
Harrisburg, PA 17105-3265

PA P.U.C.  
SECRETARY'S BUREAU

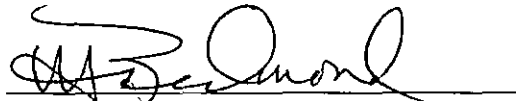
2002 AUG 12 AM 9:11

RECEIVED

Office of Consumer Advocate  
555 Walnut Street, Fifth Floor  
Forum Place  
Harrisburg, PA 17101-1923

Dated: August 9, 2002

Office of Small Business Advocate  
Suite 1102, Commerce Building  
300 North Second Street  
Harrisburg, PA 17101

A handwritten signature in black ink, appearing to read "Velma A. Redmond", is written over a horizontal line.

Velma A. Redmond, Esquire  
Corporate Counsel for  
Pennsylvania-American Water Company  
800 West Hershey Park Drive  
Hershey, PA 17033  
(717) 533-5000

RECEIVED

DOCKETED

AUG 22 2002

2002 AUG 12 AM 9:11

AMENDMENT OF THE ASSET PURCHASE  
AGREEMENT BETWEEN WINONA LAKES UTILITIES, INC.  
AND PENNSYLVANIA-AMERICAN WATER COMPANY

SECRETARY'S BUREAU

DOCUMENT FOLDER

THIS AGREEMENT is made and entered into as of the 7th day of August, 2002, by and between Winona Lakes Utilities, Inc. ("WLU"), a Pennsylvania corporation, P.O. Box 837, Marshalls Creek, PA 18335-0837, and PENNSYLVANIA-AMERICAN WATER COMPANY ("PAWC"), a Pennsylvania corporation, 800 West Hershey Park Drive, Hershey, Pennsylvania 17033.

WITNESSETH

WHEREAS, WLU is a corporation owning and operating a public water supply system in Lehman Township, Pike County and Middle Smithfield Township, Monroe County, Pennsylvania; and

WHEREAS, Pennsylvania-American is a public utility engaged in the business of storing, supplying, distributing and selling water to the public in various areas in Pennsylvania including certain areas in the vicinity of WLU'S public water system in Pike and Monroe Counties, Pennsylvania; and

WHEREAS, Pennsylvania-American and WLU entered into an Asset Purchase Agreement (hereinafter referred to as the Asset Purchase Agreement), dated November 29, 2001 whereby WLU will sell and Pennsylvania-American will purchase substantially all of the assets, properties and rights of WLU's Water System; and

WHEREAS, there may be a delay in the Closing of the sale of the WLU Water System to Pennsylvania-American; and

WHEREAS, Pennsylvania-American and WLU now desire to amend the Agreement by revising Paragraph 3.1 to extend the expiration date of the Agreement; and

WHEREAS, Pennsylvania-American and WLU now desire to enter into this First Amendment to confirm their understanding in writing.

NOW THEREFORE, this Agreement witnesseth that for and in consideration of the respective covenants and agreements of the parties hereinafter set forth, the parties hereto, intending to be legally bound hereby, do covenant, contract and agree as follows:

1. Asset Purchase Agreement. The Asset Purchase Agreement dated November 29, 2001 between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company is incorporated herein by reference.

2. Amendment. (a) Article 3 Section 3.1 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

*3.1 CLOSING. Subject to the terms and conditions of this Agreement, the closing of the sale and purchase of the Acquired Assets (the "Closing") shall be held at such time and date as may be mutually satisfactory to the parties hereto ("the Closing Date"), within forty-five (45) days following the date on which all of the conditions set forth in Article 7 and 8 of this Agreement have been met, at such time and date as may be mutually agreed upon by the parties hereto. Provided, however, that if Closing shall not have occurred on or before November 30, 2002, either party shall have the right to terminate this Agreement by written notice to the other party. The Closing Date, as referred to in this Agreement, shall be the date of Closing. Closing*

shall take place at PAWC's offices at 800 West Hersheypark Drive, Hershey, PA 17033.

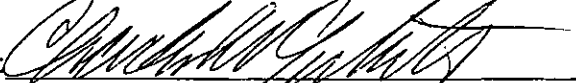
(b) Article 10 Section 10.8 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

10.8 TERMINATION OF AGREEMENT. *If Closing does not occur by November 30, 2002, with the full cooperation and diligent efforts of PAWC and WLU, then either party may terminate this Agreement upon written notice to the other, and the parties shall be relieved of all rights and responsibilities hereunder, except as specified herein.*

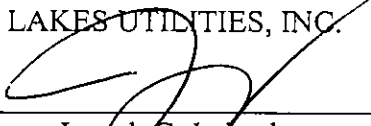
3. Balance of Agreement. All other terms and conditions of the Agreement shall be and remain in effect and the Agreement shall only be amended as set forth in this First Amendment.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment of the Asset Purchase Agreement between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company to be executed on the day and year first above written.

PENNSYLVANIA-AMERICAN WATER COMPANY

By:   
Name: Charles W. Johnston  
Title: (Vice) President

WINONA LAKES UTILITIES, INC.

By:   
Name: Joseph G. Lubeck  
Title: (Vice) President

**ORIGINAL**



**Pennsylvania-American Water Company**

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888

(717) 533-5000 • FAX: (717) 531-3252

e-mail: vredmond@pawc.com

Velma A. Redmond  
Vice President, Corporate Counsel  
and Secretary

December 12, 2002

**RECEIVED**  
2002 DEC 16 AM 9:05  
PA PUC  
SECRETARY'S BUREAU

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, PO Box 3265  
Harrisburg, PA 17105-3265

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

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Dear Mr. McNulty:

Enclosed for your files are four (4) copies of an Amendment to the Asset Purchase Agreement between Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., extending the closing deadline to April 1, 2003.

A Certificate of Service is also enclosed evidencing service upon all parties of record.

Sincerely,

Velma A. Redmond

blg  
Enclosures  
cc: C. W. Johnston  
Winona Lakes Utilities, Inc.

**DOCUMENT  
FOLDER**

52



# ORIGINAL

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

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SECRETARY'S BUREAU  
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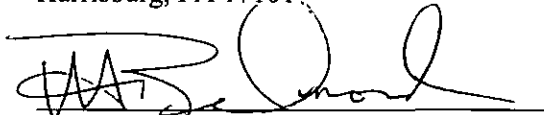
2002 DEC 16 AM 9:05

RECEIVED

Office of Consumer Advocate  
555 Walnut Street, Fifth Floor  
Forum Place  
Harrisburg, PA 17101-1923

Dated: December 12, 2002

Office of Small Business Advocate  
Suite 1102, Commerce Building  
300 North Second Street  
Harrisburg, PA 17101

A handwritten signature in black ink, appearing to read 'V. Redmond', written over a horizontal line.

Velma A. Redmond, Esquire  
Corporate Counsel for  
Pennsylvania-American Water Company  
800 West Hershey Park Drive  
Hershey, PA 17033  
(717) 533-5000

**AMENDMENT OF THE ASSET PURCHASE  
AGREEMENT BETWEEN WINONA LAKES UTILITIES, INC.  
AND PENNSYLVANIA-AMERICAN WATER COMPANY**

THIS AGREEMENT is made and entered into as of the 3rd day of December, 2002, by and between Winona Lakes Utilities, Inc. ("WLU"), a Pennsylvania corporation, P.O. Box 837, Marshalls Creek, PA 18335-0837, and PENNSYLVANIA-AMERICAN WATER COMPANY ("PAWC"), a Pennsylvania corporation, 800 West Hershey Park Drive, Hershey, Pennsylvania 17033.

WITNESSETH

WHEREAS, WLU is a corporation owning and operating a public water supply system in Lehman Township, Pike County and Middle Smithfield Township, Monroe County, Pennsylvania; and

WHEREAS, Pennsylvania-American is a public utility engaged in the business of storing, supplying, distributing and selling water to the public in various areas in Pennsylvania including certain areas in the vicinity of WLU'S public water system in Pike and Monroe Counties, Pennsylvania; and

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DOCUMENT  
FOLDER

DOCKETED  
JAN 23 2003

SECRETARY'S BUREAU  
PAWC

2002 DEC 16 AM 9:05

RECEIVED

WHEREAS, there may be a delay in the Closing of the sale of the WLU Water System to Pennsylvania-American; and

WHEREAS, Pennsylvania-American and WLU now desire to amend the Agreement by revising Paragraph 3.1 to extend the expiration date of the Agreement; and

WHEREAS, Pennsylvania-American and WLU now desire to enter into this First Amendment to confirm their understanding in writing.

NOW THEREFORE, this Agreement witnesseth that for and in consideration of the respective covenants and agreements of the parties hereinafter set forth, the parties hereto, intending to be legally bound hereby, do covenant, contract and agree as follows:

1. Asset Purchase Agreement. The Asset Purchase Agreement dated November 29, 2001 between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company is incorporated herein by reference.

2. Amendment. (a) Article 3 Section 3.1 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

*3.1 CLOSING. Subject to the terms and conditions of this Agreement, the closing of the sale and purchase of the Acquired Assets (the "Closing") shall be held at such time and date as may be mutually satisfactory to the parties hereto ("the Closing Date"), within forty-five (45) days following the date on which all of the conditions set forth in Article 7 and 8 of this Agreement have been met, at such time and date as may be mutually agreed upon by the parties hereto. Provided, however, that if Closing shall not have occurred on or before April 1, 2003, either party shall have the right to terminate this Agreement by written notice to the other party.*

The Closing Date, as referred to in this Agreement, shall be the date of Closing. Closing shall take place at PAWC's offices at 800 West Hersheypark Drive, Hershey, PA 17033.

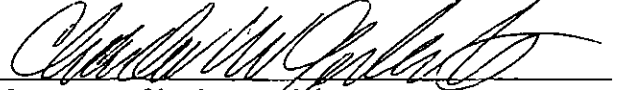
(b) Article 10 Section 10.8 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

10.8 TERMINATION OF AGREEMENT. *If Closing does not occur by April 1, 2003, with the full cooperation and diligent efforts of PAWC and WLU, then either party may terminate this Agreement upon written notice to the other, and the parties shall be relieved of all rights and responsibilities hereunder, except as specified herein.*

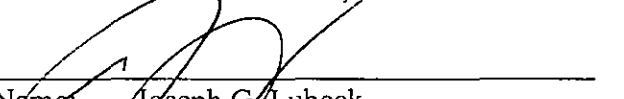
3. Balance of Agreement. All other terms and conditions of the Agreement shall be and remain in effect and the Agreement shall only be amended as set forth in this First Amendment.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment of the Asset Purchase Agreement between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company to be executed on the day and year first above written.

PENNSYLVANIA-AMERICAN WATER COMPANY

By:   
Name: Charles W. Johnston  
Title: (Vice) President

WINONA LAKES UTILITIES, INC.

By:   
Name: Joseph G. Lubeck  
Title: (Vice) President



# Pennsylvania-American Water Company

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888

(717) 533-5000 • FAX: (717) 531-3252

e-mail: vredmond@pawc.com

RECEIVED  
2003 APR -2 AM 9:31  
PA PUC  
SECRETARY'S BUREAU

Velma A. Redmond  
Vice President, Corporate Counsel  
and Secretary

April 1, 2003

Mr. James J. McNulty, Secretary  
Pennsylvania Public Utility  
Commission  
Commonwealth Keystone Building  
400 North Street, PO Box 3265  
Harrisburg, PA 17105-3265

ORIGINAL

DOCUMENT

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., water system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Numbers: A-212285F01000 and A-213495F2000

Dear Mr. McNulty:

Enclosed for your files are four (4) copies of a Second Amendment to the Asset Purchase Agreement between Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., extending the closing deadline to July 1, 2003.

A Certificate of Service is also enclosed evidencing service upon all parties of record.

Sincerely,

Velma A. Redmond

blg

Attachment

cc: C. W. Johnston  
Winona Lakes Utilities, Inc.

Our commitment is crystal clear.®

An E.E.O. Employer M/F//H/V



37

**DOCKETED**

APR 17 2003

RECEIVED  
2003 APR -2 AM 9:32  
PUBLIC BUREAU  
SECRETARY'S

**SECOND AMENDMENT TO THE ASSET PURCHASE  
AGREEMENT BETWEEN WINONA LAKES UTILITIES, INC  
AND PENNSYLVANIA-AMERICAN WATER COMPANY**

THIS AGREEMENT is made and entered into as of the 31st day of March, 2003,  
by and between Winona Lakes Utilities, Inc. ("WLU"), a Pennsylvania corporation, P.O. Box 837,  
Marshalls Creek, PA 18335-0837, and PENNSYLVANIA-AMERICAN WATER COMPANY  
("PAWC"), a Pennsylvania corporation, 800 West Hershey Park Drive, Hershey, Pennsylvania  
17033.

**DOCUMENT**

WITNESSETH

WHEREAS, WLU is a corporation owning and operating a public water supply system in  
Lehman Township, Pike County and Middle Smithfield Township, Monroe County, Pennsylvania;  
and

WHEREAS, Pennsylvania-American is a public utility engaged in the business of storing,  
supplying, distributing and selling water to the public in various areas in Pennsylvania including  
certain areas in the vicinity of WLU'S public water system and Section 18 of WLU's public  
wastewater collection system in Pike and Monroe Counties, Pennsylvania; and

WHEREAS, Pennsylvania-American and WLU entered into an Asset Purchase Agreement  
(hereinafter referred to as the Asset Purchase Agreement), dated November 29, 2001 whereby WLU  
will sell and Pennsylvania-American will purchase substantially all of the assets, properties and  
rights of WLU's water system and Section 18 of WLU's public wastewater collection system; and

WHEREAS, there may be a delay in the Closing of the sale of the WLU water system and Section 18 of WLU's public wastewater collection system to Pennsylvania-American; and

WHEREAS, Pennsylvania-American and WLU now desire to amend the Agreement by revising Paragraph 3.1 to extend the expiration date of the Agreement; and

WHEREAS, Pennsylvania-American and WLU now desire to enter into this Second Amendment to confirm their understanding in writing.

NOW THEREFORE, this Agreement witnesseth that for and in consideration of the respective covenants and agreements of the parties hereinafter set forth, the parties hereto, intending to be legally bound hereby, do covenant, contract and agree as follows:

1. Asset Purchase Agreement. The Asset Purchase Agreement dated November 29, 2001 between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company is incorporated herein by reference.

2. Amendment. (a) Article 3 Section 3.1 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

*3.1 CLOSING. Subject to the terms and conditions of this Agreement, the closing of the sale and purchase of the Acquired Assets (the "Closing") shall be held at such time and date as may be mutually satisfactory to the parties hereto ("the Closing Date"), within forty-five (45) days following the date on which all of the conditions set forth in Article 7 and 8 of this Agreement have been met, at such time and date as may be mutually agreed upon by the parties hereto. Provided, however, that if Closing shall not have occurred on or before July 1, 2003, either party shall have the right to terminate this Agreement by written notice to the other party.*

The Closing Date, as referred to in this Agreement, shall be the date of Closing. Closing shall take place at PAWC's offices at 800 West Hersheypark Drive, Hershey, PA 17033.

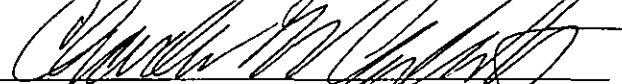
(b) Article 10 Section 10.8 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

10.8 TERMINATION OF AGREEMENT. *If Closing does not occur by July 1, 2003, with the full cooperation and diligent efforts of PAWC and WLU, then either party may terminate this Agreement upon written notice to the other, and the parties shall be relieved of all rights and responsibilities hereunder, except as specified herein.*

3. Balance of Agreement. All other terms and conditions of the Agreement shall be and remain in effect and the Agreement shall only be amended as set forth in this First Amendment.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment of the Asset Purchase Agreement between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company to be executed on the day and year first above written.

PENNSYLVANIA-AMERICAN WATER COMPANY

By: 

Name: Charles W. Johnston  
Title: (Vice) President

WINONA LAKES UTILITIES, INC.

By: 

Name: Joseph G. Lubeck  
Title: (Vice) President

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., water system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Numbers: A-212285F01000 and A-213495F2000

**PROOF OF SERVICE**

I hereby certify that I am this day serving the above-referenced Application upon the persons and in the manner indicated below, which service satisfies the requirements of 52 Pa. Code §3.61 and §3.62 and 1 Pa. Code §33.36:

Service by first class mail addressed as follows:

Monroe County Commissioners  
Monroe County Courthouse  
Stroudsburg, PA 18360

Monroe County Planning Commission  
Monroe County Courthouse  
Stroudsburg, PA 18360

Middle Smithfield Township  
Planning Commission  
5251 Milford Road  
East Stroudsburg, PA 18301

Middle Smithfield Township  
Board of Supervisors  
5251 Milford Road  
East Stroudsburg, PA 18301

Pike County Commissioners  
Pike County Courthouse  
412 Broad Street  
Milford, PA 18337

Pike County Planning Commission  
Pike County Courthouse  
412 Broad Street  
Milford, PA 18337

Lehman Township  
Board of Supervisors  
R. R. 1, Box 314  
Bushkill, PA 18324

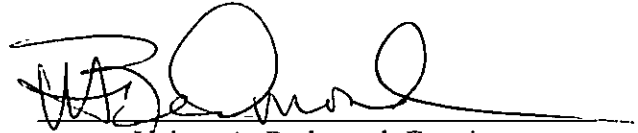
Lehman Township  
Planning Commission  
R. R. 1, Box 314  
Bushkill, PA 18324

Department of Environmental Protection  
Attention: William F. McDonnell  
2 Public Square  
Wilkes-Barre, PA 18711-1790

Office of Trial Staff  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
P.O. Box 3265  
Harrisburg, PA 17105-3265

Office of Consumer Advocate  
555 Walnut Street, Fifth Floor  
Forum Place  
Harrisburg, PA 17101-1923

Office of Small Business Advocate  
Suite 1102, Commerce Building  
300 North Second Street  
Harrisburg, PA 17101

A handwritten signature in black ink, appearing to read 'V. Redmond', written over a horizontal line.

Velma A. Redmond, Esquire  
Susan D. Simms, Esquire  
Corporate Counsel for  
Pennsylvania-American Water Company  
800 West Hersheypark Drive  
Hershey, PA 17033  
(717) 533-5000

Dated: April 1, 2003

ORIGINAL



Pennsylvania-American Water Company

800 West Hershey Park Drive • P.O. Box 888 • Hershey, PA 17033-0888

(717) 533-5000 • FAX: (717) 531-3252

e-mail: vredmond@pawc.com

Velma A. Redmond  
Vice President, Corporate Counsel  
and Secretary

July 31, 2003

RECEIVED

JUL 31 2003

Mr. James J. McNulty, Secretary  
Pennsylvania Public Utility  
Commission  
Commonwealth Keystone Building  
400 North Street, PO Box 3265  
Harrisburg, PA 17105-3265

DOCUMENT  
FOLDER

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., water system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Numbers: A-212285F01000 and A-213495F2000

Dear Mr. McNulty:

Enclosed for your files are four (4) copies of a Third Amendment to the Asset Purchase Agreement between Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., extending the closing deadline to February 1, 2004.

A Certificate of Service is also enclosed evidencing service upon all parties of record.

Sincerely,

Velma A. Redmond

blg  
Attachment

cc: C. W. Johnston  
Winona Lakes Utilities, Inc.

Our commitment is crystal clear.®

An E.E.O. Employer M/F//H/V



133

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

In re: Joint Application of Pennsylvania-American Water Company and Winona Lakes utilities, Inc., for approval of 1) the transfer, by sale, of the Winona Lakes Utilities, Inc., assets, property and rights related to Section 18 of its wastewater system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of wastewater service in the Section 18 portion of the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc. of all wastewater service to the public in the Section 18 portion of its wastewater system. Docket Nos. A-230073F0005 and A-230536 F2000

Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., for approval of 1) the transfer, by sale, of the water works property and rights of the Winona Lakes Utilities, Inc., water system to Pennsylvania-American Water Company, 2) the commencement by Pennsylvania-American Water Company of public water service in the certificated service territory of Winona Lakes Utilities, Inc., and 3) the abandonment by Winona Lakes Utilities, Inc., of all water service to the public. Docket Numbers: A-212285F01000 and A-213495F2000

**PROOF OF SERVICE**

I hereby certify that I am this day serving the above-referenced Third Amendment upon the persons and in the manner indicated below, which service satisfies the requirements of 52 Pa. Code §3.61 and §3.62 and 1 Pa. Code §33.36:

Service by first class mail addressed as follows:

Monroe County Commissioners  
Monroe County Courthouse  
Stroudsburg, PA 18360

Monroe County Planning Commission  
Monroe County Courthouse  
Stroudsburg, PA 18360

Middle Smithfield Township  
Planning Commission  
5251 Milford Road  
East Stroudsburg, PA 18301

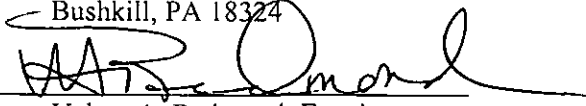
Middle Smithfield Township  
Board of Supervisors  
5251 Milford Road  
East Stroudsburg, PA 18301

Pike County Commissioners  
Pike County Courthouse  
412 Broad Street  
Milford, PA 18337

Pike County Planning Commission  
Pike County Courthouse  
412 Broad Street  
Milford, PA 18337

Lehman Township  
Board of Supervisors  
R. R. 1, Box 314  
Bushkill, PA 18324

Lehman Township  
Planning Commission  
R. R. 1, Box 314  
Bushkill, PA 18324

  
Velma A. Redmond, Esquire  
Susan D. Simms, Esquire  
Corporate Counsel for  
Pennsylvania-American Water Company  
800 West Hersheypark Drive  
Hershey, PA 17033  
(717) 533-5000

RECEIVED

JUL 31 2003

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**THIRD AMENDMENT TO THE ASSET PURCHASE  
AGREEMENT BETWEEN WINONA LAKES UTILITIES, INC.  
AND PENNSYLVANIA-AMERICAN WATER COMPANY**

THIS AGREEMENT is made and entered into as of the 17th day of July, 2003,  
by and between Winona Lakes Utilities, Inc. ("WLU"), a Pennsylvania corporation, P.O. Box 837,  
Marshalls Creek, PA 18335-0837, and PENNSYLVANIA-AMERICAN WATER COMPANY  
("PAWC"), a Pennsylvania corporation, 800 West Hershey Park Drive, Hershey, Pennsylvania  
17033.

WITNESSETH

WHEREAS, WLU is a corporation owning and operating a public water supply system in  
Lehman Township, Pike County and Middle Smithfield Township, Monroe County, Pennsylvania;  
and

WHEREAS, Pennsylvania-American is a public utility engaged in the business of storing,  
supplying, distributing and selling water to the public in various areas in Pennsylvania including  
certain areas in the vicinity of WLU'S public water system and Section 18 of WLU's public  
wastewater collection system in Pike and Monroe Counties, Pennsylvania; and

WHEREAS, Pennsylvania-American and WLU entered into an Asset Purchase Agreement  
(hereinafter referred to as the Asset Purchase Agreement), dated November 29, 2001 whereby WLU  
will sell and Pennsylvania-American will purchase substantially all of the assets, properties and  
rights of WLU's water system and Section 18 of WLU's public wastewater collection system; and

DOCUMENT  
FOLDER

DOCKETED

AUG 19 2003

WHEREAS, there may be a delay in the Closing of the sale of the WLU water system and Section 18 of WLU's public wastewater collection system to Pennsylvania-American; and

WHEREAS, Pennsylvania-American and WLU now desire to amend the Agreement by revising Paragraph 3.1 to extend the expiration date of the Agreement; and

WHEREAS, Pennsylvania-American and WLU now desire to enter into this Second Amendment to confirm their understanding in writing.

NOW THEREFORE, this Agreement witnesseth that for and in consideration of the respective covenants and agreements of the parties hereinafter set forth, the parties hereto, intending to be legally bound hereby, do covenant, contract and agree as follows:

1. Asset Purchase Agreement. The Asset Purchase Agreement dated November 29, 2001 between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company is incorporated herein by reference.

2. Amendment. (a) Article 3 Section 3.1 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

*3.1 CLOSING. Subject to the terms and conditions of this Agreement, the closing of the sale and purchase of the Acquired Assets (the "Closing") shall be held at such time and date as may be mutually satisfactory to the parties hereto ("the Closing Date"), within forty-five (45) days following the date on which all of the conditions set forth in Article 7 and 8 of this Agreement have been met, at such time and date as may be mutually agreed upon by the parties hereto. Provided, however, that if Closing shall not have occurred on or before February 1, 2004, either party shall have the right to terminate this Agreement by written notice to the other party.*

The Closing Date, as referred to in this Agreement, shall be the date of Closing. Closing shall take place at PAWC's offices at 800 West Hersheypark Drive, Hershey, PA 17033.

(b) Article 10 Section 10.8 of the Agreement is hereby deleted, in its entirety, and the following substituted therefore:

10.8 TERMINATION OF AGREEMENT. *If Closing does not occur by February 1, 2004, with the full cooperation and diligent efforts of PAWC and WLU, then either party may terminate this Agreement upon written notice to the other, and the parties shall be relieved of all rights and responsibilities hereunder, except as specified herein.*

3. Balance of Agreement. All other terms and conditions of the Agreement shall be and remain in effect and the Agreement shall only be amended as set forth in this First Amendment.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment of the Asset Purchase Agreement between Winona Lakes Utilities, Inc. and Pennsylvania-American Water Company to be executed on the day and year first above written.

PENNSYLVANIA-AMERICAN WATER COMPANY

By: 

Name: Charles W. Johnston  
Title: (Vice) President

WINONA LAKES UTILITIES, INC.

By: 

Name: Joseph G. Labeck  
Title: (Vice) President

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2006 JAN 30 AM 9:32  
PA P.U.C.  
SECRETARY'S BUREAU



DOCUMENT  
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ORIGINAL

January 27, 2006

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
P.O. Box 3265  
Harrisburg, PA 17105-3265

Dear Mr. McNulty,

Attached are eight (8) copies of Supplement No. 13 to Tariff Wastewater-Pa P.U.C. No. 4 for Pennsylvania American Water, which bear the issue of January 30, 2006, filed in accordance with the Pennsylvania Public Utility Commission Order A230073F0005, entered June 28, 2002. Please date stamp and return the enclosed letter in the stamped, self-addressed envelope.

Sincerely,

A handwritten signature in cursive script that reads "Paul T. Diskin".

Paul T. Diskin  
Manager of Rates and Regulations

PTD\jal

Pc: Office of Consumer Advocate  
Office of Trial Staff  
Office of Small Business Advocate  
Kerry Klinefelter  
Audit Bureau (CSIC Filings Only)  
Judy Carlson (FUS – Acquisitions Only)

Pennsylvania American Water  
800 W. Hershey Park Drive  
Hershey, Pennsylvania 17033  
T 717-531-3253  
F 717-531-3235  
Email: pdiskin@pawc.com



21

RECEIVED  
2006 JAN 30 AM 9:32  
PA P.U.C.  
SECRETARY'S BUREAU

Supplement No. 13 to Tariff  
Wastewater PA P.U.C. No. 4

DOCUMENT  
FOLDER

ORIGINAL

DOCKETED

Pennsylvania American Water Company  
Lehman Pike  
(Hereinafter referred to as the "Company")

JAN 31 2006

D/B/A

Pennsylvania-American Water

RATES, RULES AND REGULATIONS  
GOVERNING THE PROVISION OF WASTEWATER  
COLLECTION TREATMENT AND/OR DISPOSAL SERVICE  
TO THE PUBLIC IN PORTIONS OF  
LEHMAN TOWNSHIP, PIKE COUNTY AND  
MIDDLE SMITHFIELD TOWNSHIP AND PORTIONS OF  
SMITHFIELD AND STROUD TOWNSHIPS, MONROE COUNTY

ALL IN THE COMMONWEALTH OF PENNSYLVANIA

Filed in compliance with Pennsylvania Public Utility Commission Order  
A-230073F0005, entered June 28, 2002.

Issued: January 30, 2006

Effective: January 31, 2006

By: D. W. Warnock, President  
Pennsylvania American Water  
800 West Hersheypark Drive  
Hershey, PA 17033

Pennsylvania-American Water Company-Lehman Pike Canceling 11th Rev. Page 2

LIST OF CHANGES

Changes

This tariff supplement authorizes Pennsylvania American Water to begin to offer or furnish wastewater service to the public in Section 18 of the certificated service territory of Winona Lakes Utilities, Inc. At the time of acquisition, PAW will adopt Winona Lakes Utilities, Inc.'s current rates for wastewater service, in accordance with the Commission's order at A230073F0005, entered June 28, 2002.

Indicates Increase, (D) Indicates Decrease, (C) Indicates Change

Issued: January 30, 2006

Effective: January 31, 2006

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Pennsylvania-American Water Company-Lehman Pike Canceling 11th Rev. Page 4

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11.3 SCHEDULE OF RATES APPLICABLE TO WINONA LAKES (C)

Flat Rates

**Usage Charge:** All lot owners with premises will pay a flat charge of \$27.33 per month.

**Availability Charge:** All lot owners without premises will pay a flat charge of \$15.00 per month.

ORIGINAL  
February 9, 2006



Susan Simms Marsh  
Corporate Counsel

RECEIVED

FEB 9 2006

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

DOCUMENT  
FOLDER

James J. McNulty, Secretary  
Commonwealth of Pennsylvania  
Pennsylvania Public Utility Commission  
PO Box 3265  
Harrisburg, PA 17105-3265

Re: Joint Application of Pennsylvania-American Water Company and Winona Lakes Utilities, Inc., for approval of the transfer, by sale, of the assets, properties, and rights of Winona Lakes Utilities, Inc., related to Section 18 of its wastewater system to Pennsylvania-American Water Company; the commencement by Pennsylvania-American Water Company of public wastewater service in Section 18 of the certificated service territory of Winona Lakes Utilities, Inc.; and, the abandonment by Winona Lakes Utilities, Inc., of all wastewater service to the public in the Section 18 portion of its certificated service territory. A-230073F0005, A-230536F2000; F-00466514

Dear Secretary McNulty:

On June 28, 2002, the Public Utility Commission entered an Order approving the sale of Winona Lakes Utilities, Inc.'s public wastewater system to Pennsylvania-American Water Company ("Company"). On January 26, 2006, the Company closed on the acquisition. I am enclosing copies of letters that were forwarded to the Public Utility Commission and the Department of Environmental Protection in response to Ordering Paragraph Nos. 4 and 5. Please issue a Certificate of Public Convenience authorizing the Company to provide wastewater service in Section 18 of the certificated service territory of Winona Lakes Utilities, Inc.

If you have any questions, please do not hesitate to contact me.

Sincerely,

  
Susan Simms Marsh

Pennsylvania American Water  
800 W. Hershey Park Drive  
Hershey, Pennsylvania 17033  
T 717-531-3208  
F 717-531-3252  
E [smarsh@pawc.com](mailto:smarsh@pawc.com)

eth

Enclosures

VIA UPS Overnight Delivery

cc: K. Klinefelter w/Encs.  
J. Lontz w/Encs.

January 26, 2006

Mr. James J. McNulty  
Secretary  
Commonwealth of Pennsylvania  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
2<sup>nd</sup> Floor North  
Harrisburg, PA 17120

Re: Sale of Winona Lakes Utilities, Inc.'s Public Water Supply System  
and Section 18 of the Public Wastewater Collection System to  
Pennsylvania American Water

Commission Docket Nos. A-230073F0005, A-230536F2000 and  
F-00466514

Dear Secretary McNulty:

Today, Pennsylvania American Water completed the purchase of the above-referenced acquisition. Pursuant to Commission Order entered June 28, 2002, Ordering Paragraph 5 directs Pennsylvania American Water Company to pay the Commission from the proceeds of the sale, \$5,000 for an outstanding fine in the Mandamus Complaint, Docket No. F-00466514.

Please find enclosed Check No. 74122693, made payable to the Pennsylvania Public Utility Commission, in the amount of \$11,157.

If you have any questions, please do not hesitate to contact me. Thank you.

Sincerely,

  
Susan Simms Marsh

American Water  
800 W. Hershey Park Drive  
Hershey, Pennsylvania 17033  
T 717-531-3208  
F 717-531-3252  
E [smarsh@pawc.com](mailto:smarsh@pawc.com)

eth

Enclosure

**VIA** UPS-Overnight Delivery

cc: Rhonda Daviston

January 26, 2006

Ms. Kathleen A. McGinty  
Secretary  
Commonwealth of Pennsylvania  
Pennsylvania Department of Environmental Protection  
Rachel Carson State Office Building  
16<sup>th</sup> Floor  
400 Market Street  
Harrisburg, PA 17015

Re: Sale of Winona Lakes Utilities, Inc.'s Public Water Supply System  
and Section 18 of the Public Wastewater Collection System to  
Pennsylvania American Water

Dear Secretary McGinty:

Today, Pennsylvania American Water completed the purchase of the above-referenced acquisition. Pursuant to an Order entered June 28, 2002, by the Pennsylvania Public Utility Commission, copy enclosed, Paragraph 3 on Page 3 and Ordering Paragraph 4 directs Pennsylvania American Water Company to pay the Department of Environmental Protection \$11,157 for funds used to fix a pump station owned by Winona Lakes Utilities that failed in May 1999.

Please find enclosed Check No. 74122692, made payable to the Commonwealth of Pennsylvania, Department of Environmental Protection, in the amount of \$11,157.

If you have any questions, please do not hesitate to contact me. Thank you.

Sincerely,

  
Susan Simms Marsh

eth

Enclosures

**VIA** UPS-Overnight Delivery

American Water  
800 W. Hershey Park Drive  
Hershey, Pennsylvania 17033  
T 717-531-3208  
F 717-531-3252  
E [smarsh@pawc.com](mailto:smarsh@pawc.com)