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BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION (PUC) / OFFICE OF SPECIAL ASSISTANTS (OSA)

In the Matter of: Essential Utilities inc/ Aqua / American Water]

Application / Docket No.: [A-2025-3058927 A-2025-3058928 A-2025-3058929

REPLY TO OPPOSITION AND FORMAL OBJECTION AGAINST RESPONDENTS' MISLEADING MISREPRESENTATIONS REGARDING CORPORATE SUCCESSION AND LIABILITY LIGNAGE

Comes now, [Your Name], Claimant *Pro Se* in the above-captioned matter, and respectfully submits this Reply to counter and defeat the evasive, legally untenable, and misleading arguments presented by Respondents' legal counsel.

I. PRELIMINARY STATEMENT: THE INADMISSIBILITY OF THE "CORPORATE HIDE-AND-SEEK" STRATEGY

Respondents' counsel attempts to mislead this Honorable Authority by constructing a fragmented narrative, claiming a purported "lack of privity" or "temporal disconnection" regarding the historical financial obligations, liens, and liabilities that encumber their public utility assets and franchises.

This argument must be rejected as a matter of law. The official public records of the Pennsylvania Public Utility Commission (PUC), specifically the joint consolidation record under **Application Docket No. A-61302 (File 1927506.pdf)**, establish an unbroken chain of corporate lineage and **Universal Succession of Liabilities**. Respondents cannot legally or equitably exploit the regulated franchises, service territories, and rights-of-way acquired through this historical docket while simultaneously repudiating the underlying financial debts and obligations that financed them.

II. CONCLUSIVE EVIDENCE OF CORPORATE LINEAGE AND LIABILITIES TRANSFORMATION (DOCKET A-61302)

The sequential text and physical continuity of the historical records under **Docket No. A-61302** directly refute any claim of a break in corporate liability:

1. **Express Assumption of All Property, Contracts, and Agreements (Page 1 - Docket Cover):** On March 30, 1942, through **Docket No. A-61302**, *Harrisburg Suburban Water Company* and *Lower Paxton-Suburban Water Company* filed a joint petition. The explicit scope of the transaction was the sale and transfer from Lower Paxton to Harrisburg Suburban of "**all its property, real, personal and mixed, including all its franchises, contracts, rights-of-way and agreements.**" Consequently, any preexisting debt contracts, bonds, or encumbrances were indissolubly transferred to and assumed by the

- The resulting unified corporate mass operated as **Harrisburg Suburban Water Company**, explicitly retaining the chartered franchise rights to render public water service in the **Boroughs of Paxtang and Penbrook, and the Township of Swatara** (Dauphin County)—the precise geographic assets and ratepayer bases exploited by Respondents today.

- 3. The Instrumental and Single Economic Nature of Expansion (Page 6):** The PUC record explicitly acknowledges that the formation of *Lower Paxton-Suburban Water Company* was executed for the **"sole purpose"** of expanding the territory and assets of *Harrisburg Suburban Water Company*. There were no independent operations; it was a singular corporate scheme to aggregate utility infrastructure and its accompanying financial balance sheet.
- 4. The Corporate Oath of "No Injury" to Any Person (Page 7):** In Paragraphs 18 and 19, the predecessor corporations formally declared under oath to this Commission that the consolidation of books would eliminate cost duplication and corporate friction, and swore that **"No person will in any way be injured by said consolidation..."** By attempting to extinguish, ignore, or default on valid historical bonds, debts, or liens attached to this corporate lineage, Respondents are in **direct, active violation of the solemn conditions** and public interest representations under which this Commission originally granted their operating franchises.

III. LEGAL ARGUMENT: UNIVERSAL SUCCESSION AND ESTOPPEL

- **The Doctrine of Universal Succession in Public Utilities:** Public utility franchises are not ordinary merchantable entities; they are property rights tied directly to the service territory and physical assets. Under Pennsylvania utility law, an entity that acquires the monopoly rights to render service in *Paxtang, Penbrook, and Swatara* steps into the shoes of the predecessors, absorbing the consolidated ledger, including any long-term liabilities or unliquidated debts.
- **Equitable Estoppel (*Estoppel by Deed*):** Respondents cannot claim the benefits of the exponential growth of consumers detailed in Paragraph 19 (expanding from 16 consumers in 1937 to 175 in 1941, laying the groundwork for today's multi-million-dollar infrastructure) while concurrently repudiating the financial instruments and liabilities generated during that exact foundational period.

IV. PRAYER FOR RELIEF

Wherefore, Claimant respectfully requests that the Office of Special Assistants (OSA) and this Honorable Commission:

- 1. DENY and DISMISS** in their entirety Respondents' objections and misleading assertions regarding the lack of connection or liability link between modern operations and the 1925–1942 consolidation dockets;
- 2. TAKE ADMINISTRATIVE NOTICE** of the unbroken corporate lineage verified under **Application Docket No. A-61302**, establishing the continuous transfer of liabilities from *Rutherford, Penbrook, Paxtang, and Lower Paxton* into *Harrisburg Suburban Water Company* (the direct predecessor of the current operator); and
- 3. ORDER** Respondents to produce the historical consolidated general ledgers, closing balances, and the **"Exhibit A" (Balance Sheet)** and **"Exhibit B" (Income Statement)** referenced in Paragraph 4 of the 1941 filing, to verify the regulatory accounting treatment of the liabilities claimed herein.

Respectfully submitted,

Dated: July 11, 2026