

**BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI**

**IN THE MATTER OF THE JOINT)
APPLICATION FOR APPROVAL)
OF THE ACQUISITION BY)
PHILADELPHIA SUBURBAN)
CORPORATION OF THE STOCK)
OF AQUASOURCE DEVELOPMENT)
COMPANY)**

Case No. WM-2003-0133

**MOTION FOR EXTENSION OF TIME TO FILE CERTIFICATE TO
TRANSACTION BUSINESS IN MISSOURI AND SUPPLEMENT TO APPLICATION**

COME NOW Philadelphia Suburban Corporation ("PSC") and AquaSource Development Company ("AquaSource")(collectively "Joint Applicants"), pursuant to Commission Rules 4 CSR 240-2.050(3)(A), and hereby respectfully request that the date for filing PSC's Certificate To Transact Business in Missouri be extended from October 21, 2002, to October 31, 2002. In support thereof, the Joint Applicants respectfully state as follows:

1. On October 9, 2002, the Commission issued its *Order Directing Filing*, wherein the Commission found, *inter alia*, that there was no documentation in the Joint Application showing that PSC is authorized to do business in Missouri, in conformance with Commission Rule 4 CSR 240-2.060(1)(C). Accordingly, the Commission made the following determination:

The joint application does not comply with that part of Commission Rule 4 CSR 240-2.060(1) quoted above in that it did not include for Philadelphia Suburban a certificate from the Missouri Secretary of State showing that Philadelphia Suburban is authorized to do business in Missouri or, if Philadelphia Suburban has submitted the applicable information set forth in subsection (1)(C) of the rule in a previous application, it was not incorporated by reference to the case number in

which the information was furnished.

Philadelphia Suburban will be ordered to supply this information. (Order, pp. 1-2).

As a result, the Commission's Ordered Paragraph 1 provides:

1. That Philadelphia Suburban Corporation must file by October 21, 2002, a certificate from the Missouri Secretary of State showing that it is authorized to do business in Missouri. If Philadelphia Suburban Corporation has submitted the applicable information set forth in Commission Rule 4 CSR 240-2.060(1)(C) in a previous application, then Philadelphia Suburban Corporation may file a supplement to the application, referring to the case number in which the information was furnished, so long as such applicable information is current and correct.

2. PSC is in the process of obtaining a Certificate from the Missouri

Secretary of State's office to comply with the Commission's order. Previously, PSC did not believe it would be required to obtain a certificate from Missouri since PSC, a foreign corporation, is not "conducting or transacting business" in the state of Missouri, by virtue of the purchase of stock which is the basis for the subject Application. *See State ex rel. City of St. Louis v. Public Service Com'n of Missouri*, 73 S.W.2d 393 (Mo. 1934). See also Section 351.572.2.¹ However, in order to expedite the Commission's review of its

¹ Section 351.572.2 states:

The following activities, among others, do not constitute transacting business within the meaning of subsection 1 of this section:

- (1) *Maintaining, defending, or settling any proceeding;*
- (2) Holding meetings of the board of directors or shareholders or carrying on other activities concerning internal corporate affairs;
- (3) Maintaining bank accounts;
- (4) Maintaining offices or agencies for the transfer, exchange, and registration of the corporation's own securities or maintaining trustees or depositories with respect to those securities;
- (5) Creating or acquiring indebtedness, mortgages, and security interests in real or personal property;
- (6) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts;

Application, it will comply with the Commission's Order Directing Filing in the near future. However, due to the fact that PSC did not previously possess a Missouri Certificate To Transact Business, it will take a few days to complete the application process. When PSC receives its Certificate To Transact Business from the Missouri Secretary of State, it will file a copy with the Commission in this proceeding. As a result, PSC respectfully requests that the date for filing its Certificate to Transact Business in Missouri be extended from October 21, 2002, to October 31, 2002.

SUPPLEMENT TO APPLICATION

3. In the Commission's *Order Directing Filing*, the Commission made the following additional finding:

Also, the Commission will, at a later date, issue an order directing notice in this case. Before it can issue the notice, however, the Commission must know what counties or other political subdivisions in which AquaSource operates. The application states that "AquaSource Development furnishes regulated wastewater service in a portion of Morgan County." But AquaSource does not indicate if this is the only area in Missouri where it operates or if there are other areas where it operates.

AquaSource will be ordered to supply this information.

As a result, the Commission's Ordered Paragraph 2 provides as follows:

2. That AquaSource Development must file by October 21, 2002, a supplement to the application, giving the counties or other political subdivisions in the state of Missouri where it operates.

(7) Conducting an isolated transaction that is completed within thirty days and that is not one in the course of repeated transactions of a like nature;

(8) *Transacting business in interstate commerce. (emphasis added).*

Since PSC is maintaining this proceeding to request authority to purchase stock of AquaSource Development within interstate commerce, it is not necessary for PSC to obtain a Certificate to Transact Business in Missouri as a Foreign Corporation.

4. In response to the Commission's Order, AquaSource respectfully provides the following information as a supplement to the Joint Application filed herein:

AquaSource Development operates in the following county in the state of Missouri: rural Morgan County, Missouri, near the Village of Laurie, Missouri. It does not provide public utility services in any other county or political subdivision in Missouri.

WHEREFORE, Joint Applicants Philadelphia Suburban Corporation and AquaSource Development Company respectfully request that the date for the filing of Philadelphia Suburban Corporation's Certificate To Transact Business In Missouri be extended to October 31, 2002, and that the Commission accept this supplement to the Application filed in this proceeding.

Respectfully submitted,


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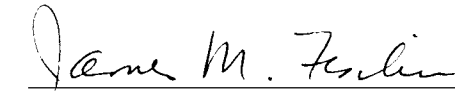
Attorneys for Philadelphia Suburban Corporation

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was hand-delivered, emailed or mailed this 21st day of October, 2002 to:

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Mr. Dan Joyce, General Counsel
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