

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

In the Matter of the Joint Application of)
Brandco Investments, LLC and)
Hillcrest Utility Operating Company, Inc., for) File No. WO-2014-0340
Hillcrest to Acquire Certain Water and Sewer)
Assets of Brandco and, in Connection Therewith,)
Issue Indebtedness and Encumber Assets.)

STATUS REPORT

COMES NOW Hillcrest Utility Operating Company, Inc. (“Hillcrest”) and, as its Status Report, states as follows to the Missouri Public Service Commission (“Commission”):

1. The Nonunanimous Stipulation and Agreement filed on October 10, 2014, among other things, included the following provision:

If closing does not take place within thirty (30) days following the effective date of the Commission’s order, Hillcrest is required to submit a status report within five (5) days after this thirty (30) day period regarding the status of closing, and additional status reports within five (5) days after each additional thirty (30) day period, until closing takes place, or until Hillcrest determines that a sale will not occur.

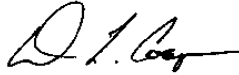
2. The Commission’s Order Approving Stipulation and Agreement and Granting a Certificate of Convenience and Necessity was issued on October 22, 2014, effective November 1, 2014.

3. Closing of this transaction has not yet taken place. Hillcrest continues to work through closing issues related to Attorney General/Department of Natural Resources enforcement issues, the Hillcrest Manor Subdivision Homeowners Association, and other matters. If Hillcrest has not closed on this transaction by January 1, 2015, it will file another status report by January 5, 2015.

WHEREFORE, Hillcrest respectfully requests that the Commission consider this Status

Report to satisfy the identified provision of the Nonunanimous Stipulation and Agreement, as approved by the Commission.

Respectfully submitted,



Dean L. Cooper, MBE #36592
BRYDON, SWEARENGEN & ENGLAND P.C.
312 E. Capitol Avenue
P.O. Box 456
Jefferson City, MO 65012
(573) 635-7166 telephone
(573) 635-3847 facsimile
dcooper@brydonlaw.com

**ATTORNEYS FOR HILLCREST UTILITY
OPERATING COMPANY, INC.**

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail on December 2, 2014, to the following:

Alexander Antal
Office of the General Counsel
Governor Office Building
Jefferson City, MO 65101
Alexander.Antal@psc.mo.gov

Christina Baker
Office of the Public Counsel
Governor Office Building
Jefferson City, MO 65101
christina.baker@ded.mo.gov

