

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
April 13, 1999**

CASE NO: WM-99-238


**Shannon Cook/John B. Coffman
Office of the Public Counsel
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P.O. Box 360
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**Charles Brent Stewart/Jeffrey A. Keevil
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1001 Cherry Street, Suite 302
Columbia, MO 65201**

Enclosed find certified copy of ORDER in the above-numbered case(s).

Sincerely,



**Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge**

Uncertified Copy:

**Michael J. Ashfield
AquaSource, Inc.
16810 Barker Springs, Suite B 215
Houston, TX 77084**

**Garah F. Helms
Capital Utilities, Inc.
P.O. Box 7017
Jefferson City, MO 65102**

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Joint Application of)	
Capital Utilities, Inc., Riverside Utility)	
Company, Inc., and Foxfire Utility Company,)	
Inc. for Authority to Sell and Transfer)	Case No. WM-99-238
Their Stock and to Transfer Control of)	Tariff No. 9900741
Said Companies to Operating Subsidiaries)	
of AquaSource, Inc.)	

ORDER RECOGNIZING ADOPTION NOTICE

In an Order issued on February 4, 1999, the Commission approved the sale and transfer of stock and control of Capital Utilities, Inc. (CU), Riverside Utility Company, Inc. (RU) and Foxfire Utility Company, Inc. (FU) to AquaSource, Inc. The three companies were to be merged into three subsidiaries of AquaSource known as AquaSource/CU, Inc., AquaSource/RU, Inc. and AquaSource/FU, Inc., respectively. On March 26, AquaSource/CU, Inc. filed an Adoption Notice by which it adopted the tariffs of Capital Utilities, Inc., currently on file with and approved by the Commission. That Adoption Notice was assigned Tariff File No. 9900741 and bore an effective date of March 29.

On April 8, the Staff of the Public Service Commission (Staff) filed a memorandum indicating that it has reviewed the tariff filing and found that it is correct and complies with the Commission's order.

The Commission has reviewed the tariff filing and the Staff memorandum and has determined that the filing is in compliance with the Commission's order.

IT IS THEREFORE ORDERED:

1. That P.S.C. MO No. 1, Original Adoption Notice, denominated as Tariff No. 9900741, filed March 26, 1999, by AquaSource/CU, Inc. is hereby recognized in all Commission records.
2. That this order shall become effective on April 13, 1999.
3. That this case may be closed on April 14, 1999.

BY THE COMMISSION

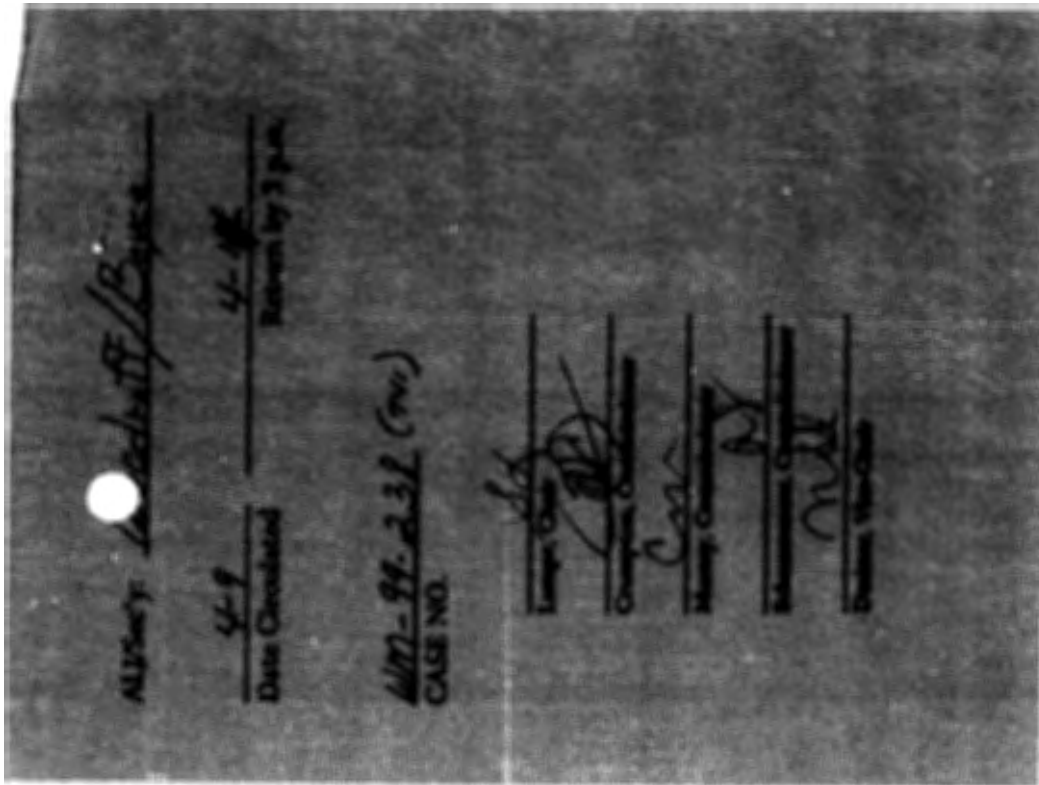


**Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge**

(S E A L)

Morris L. Woodruff, Regulatory
Law Judge, by delegation of authority
pursuant to 4 CSR 240-2.120(1),
(November 30, 1995) and Section 386.240,
RSMo 1994.

Dated at Jefferson City, Missouri,
on this 13th day of April, 1999.



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

I have compared the preceding copy with the original on file in this office and
I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson
City,

Missouri, this 13TH day of APRIL, 1999.



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge