

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Transfer of Assets of)
Hillcrest Utilities Company from Blomeyer)
Investments, Inc. to Brandco Investments, LLC) **Case No. SM-2007-0262**

ORDER DIRECTING NOTICE AND JOINING
BRANDCO INVESTMENTS, LLC AND HILLCREST UTILITIES
COMPANY AS PARTIES

Issue Date: March 1, 2007

Effective Date: March 1, 2007

On January 5, 2007, Blomeyer Investments, Inc. (“Blomeyer”; f/k/a M & W Development Co.) filed an application with the Missouri Public Service Commission for authority to transfer the sewer utility assets of Hillcrest Utilities Company (“Hillcrest”) from Blomeyer to Brandco Investments, LLC (“Brandco”).

On January 22, 2007, the Commission issued a Notice of Deficiency advising Blomeyer that its application, as then filed, lacked the information required by Commission Rules 4 CSR 240-2.060(1)(H), (K), (L), and (M), with which all applications submitted to the Commission must comply. In the same Notice, the Commission advised Blomeyer that its application, as then filed, also did not comply with Commission Rules 4 CSR 240-3.310(1)(A), (D), and (F), which specify various filing requirements for applications in which a sewer utility seeks authority to sell, assign, lease, or transfer its assets. The Commission further notified Blomeyer that these and other deficiencies had to be corrected before the Commission would give any further consideration to Blomeyer’s application for authority to

transfer the sewer utility assets of Hillcrest from Blomeyer to Brandco. Blomeyer filed its Response to Notice of Deficiency on February 21, 2007, which supplied the missing information and brought the application into substantial compliance with the applicable Commission Rules.

The application includes documents indicating that Blomeyer, a Missouri corporation holding a certificate of good standing from the Missouri Secretary of State, is the sole shareholder of all of the stock of Hillcrest, a Commission-certificated water and sewer utility located in Chaffee, Missouri. Brandco, a Missouri limited liability company also in good standing with the office of the Secretary of State, is not currently subject to regulation by the Commission and did not join in the application. Since Brandco's presence as a party is necessary for a full and fair consideration of Blomeyer's application, Brandco will be joined as a party to this case. Likewise, even though Blomeyer is the sole shareholder of all of the stock of Hillcrest, Hillcrest will also be joined as a party to this case.

So that other potentially interested parties are given notice and an opportunity to intervene in this matter, the Data Center of the Commission shall send a copy of this order to the County Commissions of Scott County and Cape Girardeau County, Missouri, and to the Missouri Department of Natural Resources. The Public Information Officer of the Commission shall make notice of this application available to the members of the General Assembly who represent the citizens of Scott County and Cape Girardeau County, and to the media serving those counties.

Proper persons wishing to intervene shall file an application to intervene with the Secretary of the Missouri Public Service Commission no later than March 21, 2007. Copies of the application to intervene should be sent to the parties listed below.

The requirement for a hearing is fulfilled when all those having a desire to be heard are offered an opportunity to be heard. If no proper party is granted intervention and neither the Commission's Staff nor the Office of the Public Counsel requests a hearing, the Commission may determine that a hearing is not necessary, permit Blomeyer to submit evidence in support of the application by verified statement, and make a decision based on the verified pleadings.¹

IT IS ORDERED THAT:

1. Brandco Investments, LLC and Hillcrest Utilities Company are joined as parties to this case.
2. The Data Center and the Public Information Officer of the Missouri Public Service Commission shall provide notice as set out herein.
3. Any interested person wishing to request a hearing or intervene in this case shall file a request or an application on or before March 21, 2007 with:

Colleen M. Dale, Secretary
Missouri Public Service Commission
Post Office Box 360
Jefferson City, Missouri 65102-0360.

Copies shall also be served upon the following:

Stephen R. Southard
Layton & Southard, LLC
24 South Silver Springs Road
Post Office Box 1238
Cape Girardeau, Missouri 63702-1238
Attorney for Blomeyer Investments, Inc.

and

¹ See *State ex rel. Rex Deffenderfer Enterprises, Inc. v. Public Service Commission*, 776 S.W.2d 494, 496 (Mo. App. W.D. 1989).

Brandco Investments, LLC
Legal Department
155 South Minnesota
Cape Girardeau, Missouri 63703

and

Hillcrest Utilities Company
Legal Department
601 Sheridan Drive
Post Office Box 8
Chaffee, Missouri 63740

and

Office of the Public Counsel
Post Office Box 2230
Jefferson City, Missouri 65102-2230.

4. This order shall become effective on March 1, 2007.

BY THE COMMISSION



Colleen M. Dale
Secretary

(S E A L)

Benjamin H. Lane, Regulatory
Law Judge, by delegation of authority
under Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 1st day of March, 2007.