

MILTON J SCHNEBELEN  
PHYLLIS SCHNEBELEN  
CARA L DETRING

LAW OFFICES OF

**SCHNEBELEN AND DETRING**  
WEST FIRST AND SOUTH JEFFERSON  
FARMINGTON, MISSOURI 63640

TELEPHONE  
314-756-6721

December 3, 1980

Mr. D. Michael Hearst  
Secretary of Public Service Commission  
P. O. Box 360  
Jefferson City, Missouri 65102

Re: Application of STALWART ENTERPRISES, INC. to sell  
and transfer its franchise, works & sewer system  
to P. C. B., INC.  
(Bel Air Estates Mobile Home Subdivision)

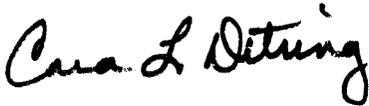
Dear Mr. Hearst:

Enclosed please find an application for authority to sell the assets of  
STALWART ENTERPRISES, INC. to P. C. B., INC.

I have enclosed the original and nine conformed copies.

Please advise me as to further proceedings.

Sincerely yours,



Cara L. Detring  
CLD/jw  
Encl.

cc: Mr. Kent M. Ragsdale, General Counsel

MISSOURI  
PUBLIC SERVICE COMMISSION

DEC 5 1980

RECEIVED

FILED  
DEC 5 1980  
PUBLIC SERVICE COMMISSION

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the application of )  
STALWART ENTERPRISES, INC., to sell and )  
transfer its franchise, works or system )  
to P. C. B., Inc., a corporation of the )  
State of Missouri. )

Case No. SM-81-170

APPLICATION

Comes now Stalwart Enterprises, Inc. and in support of its application pursuant to Section 393.190 R. S. Mo. 1969, states as follows:

1. Stalwart Enterprises, Inc., (Stalwart) is a Missouri Corporation duly organized and existing under the laws of the State of Missouri. Its principal office and place of business is located at 1150 West Highway 76, Branson, Missouri 65616 . Stalwart is a sewer corporation and public utility as defined in Section 386.020 R. S. Mo. 1969. As such it is subject to the jurisdiction, supervision and control of the Commission for the collection, treatment and disposal of sewage in its service area in Jefferson County, Missouri.

2. P. C. B., Inc. is a private Corporation of the State of Missouri, established and existing pursuant to Chapter 351 R. S. Mo. 1969. It is presently managing the existing facilities of Stalwart and providing sewage treatment service in its service area in Jefferson County, Missouri. Said service includes all of the area presently certified to Stalwart. It too is a public utility as defined in Section 386.020 R. S. Mo. 1969.

3. Correspondence, communications, orders and decisions in this matter should be addressed to:

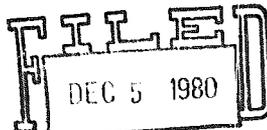
Clyde H. Brinley, President  
Stalwart Enterprises, Inc.  
1150 W. Highway 76  
Branson, Missouri 65616

Mr. John W. Howard  
Attorney at Law  
One Thurman Court  
Hillsboro, Missouri 63050

Patrick Boos, President  
P. C. B., Inc.  
721 Pine Haven  
Fenton, Missouri 63026

Cara L. Detring  
Attorney at Law  
West First & South Jefferson  
Farmington, Missouri 63640

4. Stalwart proposes to sell and transfer all of its franchise, works or system necessary and useful in the rendition of sewer treatment service to its customers in its certified area. These properties are more particularly set forth in Exhibit 1 attached hereto and made a part hereof. A copy of the proposed contract and agreement is attached to this application and made a part hereof as Exhibit 2.



PUBLIC SERVICE COMMISSION

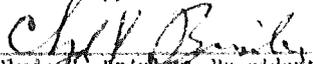
5. A certified copy of the resolutions authorizing the proposed transaction of the Board of Directors of Stalwart and P. C. B., Inc. are attached to this application and made a part hereof as Exhibits 3 and 4.

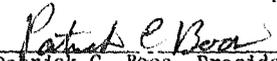
6. The proposed transaction is not detrimental to the public interest in that a) P. C. B., Inc. is able to operate and presently is operating the facility and will continue service, b) the managing officer and shareholder of P. C. B., Inc., Patrick C. Boos, has considerable experience in sewage treatment in that he is a licensed treatment plant operator with the State of Missouri, No. B-2516 and presently works for Metropolitan St. Louis Sewer District. He has been employed by Metropolitan St. Louis Sewer District and its predecessor since 1974. Patrick C. Boos also works with R. E. K. Associates and assists in the building of treatment plants and has been associated with them since 1975. c) Stalwart desires to sell its interest and no longer desires to operate its facilities in its service area, d) P. C. B., Inc is financially stable and can continue operations of the treatment plant and facilities. The financial statement of P. C. B., Inc and its stockholders is attached hereto as Exhibit 5. e) P. C. B., Inc. has been managing the facilities of Stalwart in its service area since May, 1980.

7. P. C. B., Inc. has applied to the Department of Natural Resources for Discharge Permits for Bel Air Estates Mobile Home Subdivision, #MO-0086576 for renewal of present permits and was advised that the ownership change must be made and approved by this Commission before those permits could be renewed under the name of P. C. B., Inc. A copy of the letter received from Department of Natural Resources is attached hereto and made a part hereof as Exhibit 6.

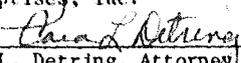
WHEREFORE, Stalwart respectfully requests an order and decision of this Commission:

1. Approving the sale and transfer of all of the franchise, works, and system of Stalwart Enterprises, Inc., to P. C. B., Inc.
2. Authorizing Stalwart Enterprises, Inc. to discontinue providing sewer service in its certified areas as of the date of sale and transfer of such properties to P. C. B., Inc. and
3. For such other relief deemed meet and proper to accomplish the purposes of this application.

  
Clyde H. Brinley, President of Stalwart  
Enterprises, Inc.

  
Patrick C. Boos, President of P. C. B., Inc.

  
John W. Howard, Attorney for Stalwart  
Enterprises, Inc.

  
Cara L. Detring, Attorney for P. C. B., Inc

STATE OF MISSOURI )  
 ) ss.  
COUNTY OF JEFFERSON )

Clyde H. Brinley, President of Stalwart Enterprises, Inc., and  
John W. Howald, Attorney, having been by me first duly sworn, says that the state-  
ments and allegations contained in said application are true to the best of  
their knowledge, information, and belief.

  
Clyde H. Brinley

  
John W. Howald

Subscribed and sworn to before me this 17<sup>th</sup> day of November,  
1980.

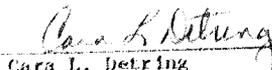
  
Notary Public

My commission expires: 12-9-83

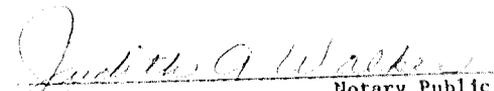
STATE OF MISSOURI )  
 ) ss.  
COUNTY OF ST. FRANCOIS )

Patrick C. Boos, President of P. C. B., Inc. and Cara L. Detring,  
Attorney, having been by me first duly sworn, says that the statements and  
allegations contained in said application are true to the best of their knowledge,  
information, and belief.

  
Patrick C. Boos

  
Cara L. Detring

Subscribed and sworn to before me this 28<sup>th</sup> day of November,  
1980.

  
Notary Public

My commission expires:

JAMES A. WALKER, Notary Public  
State of Missouri, St. Francois County  
My Commission Expires July 4, 1981.

● Cancelling P.S.C.MO. No. \_\_\_\_\_

(Original)  
(vised) SHEET No. \_\_\_\_\_

STALWART ENTERPRISES, INC.

Name of Issuing Corporation

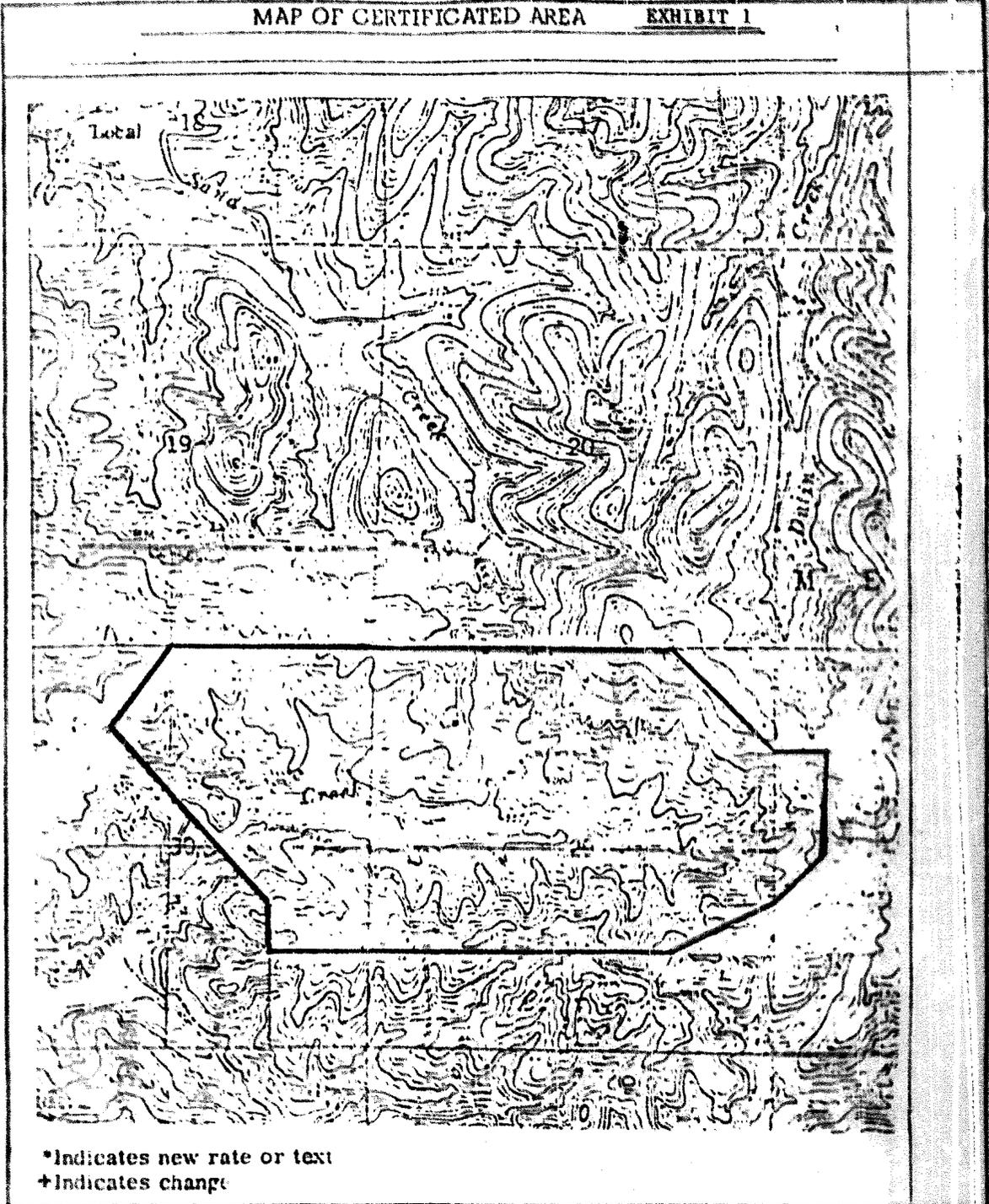
For \_\_\_\_\_

Community, Town or City

JEFFERSON COUNTY

MAP OF CERTIFICATED AREA

EXHIBIT 1



\*Indicates new rate or text  
+Indicates change

DATE OF ISSUE November 20, 1974  
month day year

DATE EFFECTIVE January 15, 1975  
month day year

ISSUED BY Chad D. Smith  
name of officer

President

P.O. Box 7, Cedar Hill, Mo.  
title address

Cancelling P.S.C.MO. No.

(Revised)  
(Original)  
(Revised)

SHEET No.

STALWART ENTERPRISES, INC.

Name of Issuing Corporation

For

Community, Town or City

JEFFERSON COUNTY

LEGAL DESCRIPTION OF  
CERTIFICATED AREA

EXHIBIT 1

An area located in Section 28, 29, and 30, Township 42 North, Range 4 East, Jefferson County, Missouri, and more particularly described as:

Commencing at the northwest corner of said Section 29 thence east along the section line to the northeast corner of the northwest quarter of the northeast quarter of said Section 29; thence southeasterly to the northwest corner of the southwest quarter of the northwest quarter of Section 28; thence east 660 feet; thence south 1320 feet; thence southwesterly to the southeast corner of the northeast quarter of the northeast quarter of the southeast quarter of Section 29; thence southwesterly to the center of the southeast quarter of Section 29; thence west to the southwest corner of the northwest quarter of the southwest quarter of Section 29; thence west to the center of the southeast quarter of Section 30; thence north 660 feet; thence northeasterly to a point on a line extending from the north quarter corner of Section 30 to the northwest corner of the southwest quarter of the southwest quarter of Section 30; thence northeasterly along said line 1200 feet to the north quarter corner of Section 30; thence east along the north side of Section 30 to the northwest corner of Section 29 and point of beginning.

\*Indicates new rate or text  
+Indicates change

DATE OF ISSUE November 20, 1974  
month day year

DATE EFFECTIVE January 15, 1975  
month day year

ISSUED BY C. J. Smith President  
name of officer

P.O. Box 7, Cedar Hill, Mo.  
title address

AGREEMENT

THIS AGREEMENT, made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 1980, by and between SESAME, INC., and STALWART ENTERPRISES, INC., herein referred to as Owners, and PATRICK C. BOOS, hereinafter referred to as Manager.

1. Effective upon immediate notice by Owners, subsequent hereto, Manager shall assume full operational responsibility of certain sewage treatment systems belonging to Owners, located in Jefferson County, Missouri, particularly in subdivisions known as Sandia Heights and Bel Air Estates.

2. Manager agrees to be fully responsible to and for the operation of said sewage treatment systems and to maintain and operate the plants in accordance with all Federal and State laws, and Owners grant Manager the authority to do so.

3. Manager shall collect all sewer charges from customers beginning with the effective date hereof and Owner agrees to notify customers to make their payments for sewage charges to Manager at an address to be determined by Manager, which shall be agreeable to Owner. Manager shall operate the sewage systems, including costs of repair and maintenance thereof, from the collections made from the customers, same being its total managerial fees during the period of this Contract.

4. Manager shall have the option, within a period the three (3) months from the effective date hereof, to elect to purchase the systems from the Owners, and upon such election shall be entitled to purchase same for the total price of \$2,500.00 for each system, aggregating \$5,000.00, which said sum shall be paid net to the Owners on terms that are agreeable to both parties at the time of the exercise of the option. Owners agree that for a period of one (1) year from the date of exercise of the option, no principal payment will be demanded on the purchase price, and thereafter payments can be made at an agreeable term with interest being due from the

date of the exercise of the option.

5. Parties understand that upon election to purchase, application will have to be made to the Missouri Public Service Commission for obtaining the franchises from Owners and transferring same to Manager and upon denial by the Missouri Public Service Commission of application for transfer, this Agreement would be null and void and Manager would owe Owner nothing for the purchase thereof and would be responsible for an immediate accounting of all charges collected and all actual expenses paid, and shall retain the difference as and for his management fee.

6. Parties agree to execute any and all documents, resolutions, and other evidences required to effect the transfer, it being understood that all expenses involved in the application for transfer shall be borne by Manager and shall be at no cost to Owners.

SESAME, INC.

BY: \_\_\_\_\_  
Authorized Officer

STALWART ENTERPRISES, INC.

BY: \_\_\_\_\_  
Authorized Officer

\_\_\_\_\_  
Patrick C. Boos

# RESOLUTION OF DIRECTORS

EXHIBIT 3

St. Louis, October 25, 1980

At a Meeting of the Board of Directors of the STALWART ENTERPRISE, INC.

Company,

duly called and held this day, the following Resolution was adopted on motion duly made and seconded, all of the directors voting in favor thereof:

"RESOLVED, that the Corporation sell its right, title, and interest in and to the sewer system, to Patrick C. Boos, and/or a corporation formed by him for the purpose of operating the sewer system.

The above is certified to be a true copy from the record of the Meeting of the Board of Directors.

*Martha Shirley*  
Secretary.

Approved by the following, constituting all of the Directors of said Corporation:

*Chuck Bunch*  
*Martha Shirley*

(Signatures of all Directors.)

Subscribed and sworn to before me this 25th day of October, 1980.

*Sharon I. Carter*  
Sharon I. Carter Notary Public.

My term expires May 13, 1982

EXHIBIT 4

SPECIAL MEETING OF BOARD OF DIRECTORS  
P. C. B., INC

Be it resolved by the Board of Directors of P. C. B., Inc. a Missouri Corporation, that P. C. B., Inc. is hereby authorized to purchase the sewer systems and treatment plants now owned by Sesame, Inc. and Stalwart Enterprises, Inc., located in Jefferson County in Subdivisions known as Sandia Heights and Bel Air Estates. The corporation is hereby authorized to operate, manage and otherwise run said sewer facilities and is hereby authorized to apply for permits, licenses or other documentation from the State authorities governing public utilities. That the officers authorized to sign and execute documents for P. C. B., Inc. are Patrick Boos, President and Carla Boos, Secretary.

The above resolution was passed in a special meeting of the Board of Directors of P. C. B., Inc. held on Monday, October 6, 1980 at which all members of the Board of Directors were present.

Carla Boos  
Carla Boos, Secretary.

I hereby certify that the above is a true and accurate copy of the resolution as passed by the Board of Directors of P. C. B., Inc. on October 6, 1980.

Carla Boos  
Carla Boos, Secretary.

# Maloney, Wright & Robbins

CERTIFIED PUBLIC ACCOUNTANTS

P.O. BOX 207

150 WESTMOUNT DRIVE

FARMINGTON, MISSOURI 63640

JOSEPH P. MALONEY, C.P.A.  
JOHN C. WRIGHT, C.P.A.  
HARRY A. ROBBINS, C.P.A.

PHONE 756-6656

## EXHIBIT 5

P. C. B., Inc.  
761 Pine Haven  
Fenton, Missouri 63026

The accompanying balance sheet of P.C.B., Inc. as of October 31, 1980, and the related statement of operations for the five months then ended have been compiled by us. These financial statements do not conform to generally accepted accounting principles because the statement of changes in financial position is not presented.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

*Maloney, Wright & Robbins*

MALONEY, WRIGHT & ROBBINS  
Certified Public Accountants

Dated: December 2, 1980

TABLE OF CONTENTS

ACCOUNTANTS' COMPILATION REPORT

BALANCE SHEET

STATEMENT OF OPERATIONS

EXHIBIT A

EXHIBIT B

P. C. B., INC.  
(A Missouri Corporation)

BALANCE SHEET

October 31, 1980

(See Accountants' Compilation Report)

ASSETS

CURRENT ASSETS

Cash		\$ 914.04
Accounts Receivable		<u>2,000.00</u>
Total Current Assets		\$ 2,914.04

FIXED ASSETS

Equipment	\$ 1,100.00	
Accumulated Depreciation	<u>(19.64)</u>	
Net Book Value		1,080.36

OTHER ASSETS

Permits		<u>150.00</u>
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TOTAL ASSETS

\$ 4,144.40

LIABILITIES AND OWNERS' EQUITY

CURRENT LIABILITIES

Note Payable		<u>\$ 1,332.00</u>
Total Liabilities		\$ 1,332.00

OWNERS' EQUITY

Common Stock	\$ 100.00	
Additional Paid In Capital	1,866.27	
Retained Earnings	<u>846.13</u>	
Total Owners' Equity		<u>2,812.40</u>

TOTAL LIABILITIES AND OWNERS' EQUITY

\$ 4,144.40

P. C. B., INC.  
(A Missouri Corporation)

STATEMENT OF OPERATIONS

For The Period June 1, 1980 to October 31, 1980

(See Accountants' Compilation Report)

REVENUES

Sales \$ 2,293.70

EXPENSES

Utilities \$ 774.45

Repairs and Maintenance 557.35

Supplies 96.13

Depreciation 19.64

Total Expenses 1,447.57

NET INCOME \$ 846.13

# Maloney, Wright & Robbins

CERTIFIED PUBLIC ACCOUNTANTS

P.O. BOX 307

150 WESTMOUNT DRIVE

FARMINGTON, MISSOURI 63640

PHONE 756-6656

JOSEPH P. MALONEY, C.P.A.  
JOHN C. WRIGHT, C.P.A.  
HARRY A. ROBBINS, C.P.A.

Patrick C. And Carla Boos  
761 Pine Haven  
Fenton, Missouri 63026

The accompanying statement of assets, liabilities and net worth of Patrick C. and Carla Boos as of October 31, 1980, has been compiled by us.

A compilation is limited to presenting in the form of financial statements information that is the representation of the individuals. We have not audited or reviewed the accompanying financial statements and accordingly do not express an opinion or any other form of assurance on it.

*Maloney, Wright & Robbins*  
MALONEY, WRIGHT & ROBBINS  
Certified Public Accountants

Dated: December 2, 1980

TABLE OF CONTENTS

ACCOUNTANTS' COMPILATION REPORT

STATEMENT OF ASSETS, LIABILITIES AND NET WORTH

EXHIBIT A

**PATRICK C. AND CARLA BOOS**  
**FENTON, MISSOURI**

**STATEMENT OF ASSETS, LIABILITIES AND NET WORTH**

October 31, 1980

(Compiled From Information Furnished And Fair Market  
 Values Assigned By Patrick And Carla Boos Without Audit)

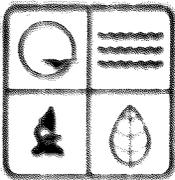
**ASSETS**

Checking Accounts	\$ 500.00
Savings Accounts	3,500.00
Note Receivable	4,000.00
Personal Residence - Fenton, MO	45,000.00
Personal Residence Furnishings And Effects	5,000.00
1974 Ford Truck	1,500.00
1974 Ford Auto	800.00
Tools And Equipment	5,000.00
Bass Boat	250.00
<b>TOTAL ASSETS</b>	<b><u>\$ 65,550.00</u></b>

**LIABILITIES**

Accounts Payable	\$ 300.00
Note Payable - Secured By Personal Residence - Fenton, Missouri	28,600.00
<b>TOTAL LIABILITIES</b>	<b><u>\$ 28,900.00</u></b>

<b>EXCESS OF ASSETS OVER LIABILITIES (NET WORTH)</b>	<b><u>\$ 36,650.00</u></b>
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3.100 Jefferson County  
Sandia Heights Mobile Home Subdivision

MO-0087301

3.100 Jefferson County  
Bel Air Estates Mobile Home Subdivision

MO-0086576

EXHIBIT 6

August 13, 1980

Ms. Cara L. Detring  
Schnebelen and Detring  
West First and South Jefferson  
Farmington, Missouri 63640

Dear Ms. Detring:

Attached please find returned Applications for Discharge Permits:  
MO-0087301, Sandia Heights Mobile Home Subdivision and MO-0086576,  
Bel Air Estates Mobile Home Subdivision, of Jefferson County, Missouri.

As I indicated, the applications must be signed by the owner or his  
legally authorized representative.

Please submit the completed and properly signed applications to the  
St. Louis Regional Office. No additional filing fees will be required.

Sincerely,

David Lembach  
Environmental Specialist II  
St. Louis Regional Office  
Department of Natural Resources

DL/dak

CC: Central Office, Water Pollution Control Program - Permit Section

MISSOURI DEPARTMENT OF NATURAL RESOURCES  
8460 Watson Road St. Louis, Missouri 63119 (314) 842-1313

Joseph P. Teasdale Governor  
Fred A. Lufser Director  
St. Louis Regional Office