

FRANKEL, RUBIN, BOND & DUBIN, P.C.

ATTORNEYS AT LAW

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MARK S. RUBIN

March 6, 2002

FILED³

MAR 08 2002

The Honorable Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
Truman Building
301 W. High Street, Room 530
Jefferson City, Missouri 65101

Missouri Public
Service Commission

Re: Case No. SC-99-135 - House Springs Sewer Company, Inc.

Dear Mr. Roberts:

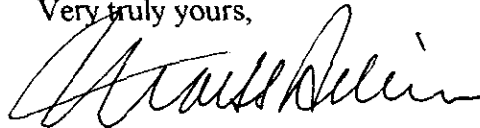
Enclosed is an original and eight (8) copies of my memorandum of withdrawal as counsel of record for the Respondent in the above-referenced case, House Springs Sewer Company, Inc.

As indicated in the memorandum, we received a letter from Patricia A. Fribis, the Court-appointed Receiver of House Springs Sewer Company, Inc. requesting that we turn our files over to another firm. It had been our understanding that Craig Smith of Suelthaus & Walsh was going to enter in the matters pending before the Public Service Commission.

Presumably, Mr. Smith will promptly enter his appearance for House Springs Sewer Company, Inc., if he has not already done so.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Mark S. Rubin

MSR/dce

Enclosure

cc: Attorneys of Record
Craig Smith, Esq.

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED³

MAR 08 2002

Missouri Public
Service Commission

Staff of the Missouri Public Service
Commission

Complainant,

Case No. SC-99-135

vs.

House Springs Sewer Company,

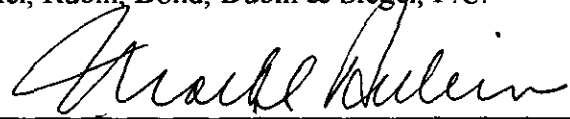
Respondent.

WITHDRAWAL AS COUNSEL FOR RESPONDENT

COMES NOW, Frankel, Rubin, Bond, Dubin & Siegel, P.C., f/k/a Frankel, Rubin Bond & Dubin, P.C., by Mark S. Rubin, and hereby withdraws as counsel for Respondent, House Springs Sewer Company, Inc. following receipt of a letter terminating our services from Patricia A. Fribis, Court-appointed Receiver of the Respondent in Henry C. Collins, Jr. and Patricia A. Fribis v. Eugene A. Fribis, Imperial Utility Corporation and House Springs Sewer Company, Inc., Cause No. 98CC-0022202 in Division 39 of the Circuit Court of St. Louis County, Missouri; a copy of the letter of the Receiver, dated November 16, 2001 is marked Exhibit "A," attached hereto and incorporated herein.

Frankel, Rubin, Bond, Dubin & Siegel, P.C.

By:



Mark S. Rubin, ME 25859
231 S. Bemiston, Suite 1111
Clayton, Missouri 63105
(314) 725-8000
(314) 726-5837 fax

34

CERTIFICATE OF SERVICE

The undersigned hereby certifies that copies of the foregoing Withdrawal as Counsel for Respondent were mailed, postage prepaid, on this 6th day of March, 2002 to all counsel of record as shown on the service list below:

Cliff Snodgrass, Esq.
Office of the General Counsel
Attorney for the Staff of the
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

Office of the Public Counsel
P.O. Box 7800
Jefferson City, Missouri 65102

and

Craig A. Smith, Esq.
Suelthaus & Walsh
Attorney for Respondent
7733 Forsyth Boulevard, 12th Floor
Clayton, Missouri 63105

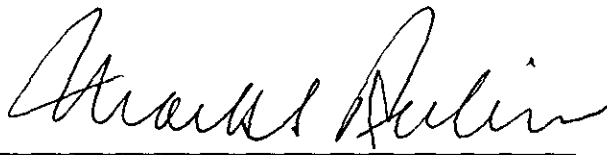


EXHIBIT "A"

November 16, 2001

Mark S. Rubin
Leonard J. Frankel
Frankel Rubin Bond & Dubin, P.C.
231 S. Bemiston
Clayton, MO 63105

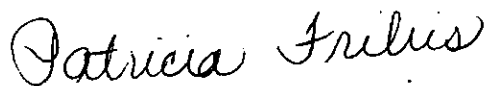
Dear Mark and Leonard:

This letter is formal notice that your services for me in my capacity as Receiver of EPCO, House Springs Sewer Co., Inc., and Imperial Utility Corporation are terminated effective November 16, 2001.

Please forward all my files to Suelthaus & Walsh, P.C., c/o Kyler L. Humphrey and Craig A. Smith, 7733 Forsyth, 12th Floor, Clayton, Missouri 63105, who I am retaining as my replacement counsel.

Also, please confirm current balances in your firm's trust and retainer accounts, if any, and confirm for which entity these funds are being held. You are hereby further instructed not to deposit any additional "company" funds into either your trust or escrow accounts and should forward any "company" funds hereafter coming into your possession to Suelthaus & Walsh.

Sincerely yours,

A handwritten signature in cursive script that reads "Patricia Fribis".

Patricia Fribis