

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

Carl R. Mills' Request to Transfer Water)
System at Carriage Oaks Estate) **File No. WM-2022-0144**

STAFF RECOMMENDATION

COMES NOW the Staff of the Missouri Public Service Commission (“Staff”), through counsel, and submits this *Staff Recommendation*, recommending that the Commission approve Mr. Mills’ application to transfer his water system to Carriage Oaks Estates Water and Sewer Not-For-Profit Corporation (“Carriage Oaks Estates NFP Corp”), because the transaction is not detrimental to the public interest.

1. On November 30, 2021, Carl. R. Mills filed an *Application for Approval of Transfer* (“Application”) requesting Commission approval to transfer his water system at Carriage Oaks Estates subdivision (“water system”) to Carriage Oaks Estates Water and Sewer Not-For-Profit.¹

2. Mr. Mills established Carriage Oaks Estates subdivision in 2001 in Stone County, Missouri and constructed its water and sewer systems.² Although it is capable of serving all 32 lots in the subdivision, only seven lots are currently developed with homes receiving water service. The Commission granted Mr. Mills a certificate of convenience and necessity for the water system in a *Report and Order* dated October 9, 2019 in File No. WA-2018-0370.³ The Commission does not regulate the sewer system, because it has fewer

¹ Mr. Mills has not filed a notice as required by 20 CSR 4240-4.017 (requires filing a notice of intent 60 days before filing a case) or requested a waiver from this regulation’s requirements. Staff has made Mr. Mills’ counsel aware of this, and Staff understands that he will file a waiver shortly.

² *Report and Order*, WC-2017-0037, *Derald Morgan et al v. Carl Richard Mills, et al.*, P.13 (Apr 12, 2018).

³ *Report and Order*, WA-2018-0370, *In the Matter of Carl R. Mills Trust Certificate of Convenience and Necessity Authorizing it to Install, Own, Acquire, Construct, Operate, Control, Manage and Maintain Water Systems in Carriage Oaks Estates* (Oct 9, 2019).

than 25 connections.⁴ Mr. Mills transferred the sewer system to Carriage Oaks Estates Water and Sewer Not-For-Profit on November 24, 2021, which has been operating it since January 1, 2022.⁵

3. Carriage Oaks Estates Water and Sewer Not-For-Profit was incorporated on November 6, 2021 in order to own and manage the Carriage Oaks Estates subdivision's utilities. On April 30, 2022, this organization filed *Articles of Conversion* with the Secretary of State's office to convert itself to a Chapter 393, RSMo water and sewer corporation, and it is now called Carriage Oaks Estates Water and Sewer Not-For-Profit Corporation ("Carriage Oaks Estates NFP Corp").

4. On August 11, 2022, Mr. Mills filed an *Amended Application for Approval of Transfer* ("Amended Application") to correct technical issues with the original Application. Attached to Mr. Mills' Amended Application is a Bill of Sale in which Mr. Mills agrees to sell the water system, including all associated infrastructure, to Carriage Oaks Estates NFP Corp for \$1.00. On August 12, 2022, Carriage Oaks Estates NFP Corp filed *Articles of Amendment* to amend its articles of incorporation.

5. In his Amended Application, Mr. Mills states that it is in the public interest for Carriage Oaks Estate NFP to own, operate, and maintain the water system, because it has no profit-seeking motive. The corporation's directors are answerable to its membership, and every current member is a director. Further, Carriage Oaks Estates NFP Corp has shown that it is capable of operating the water system, as evidenced by its operation of the sewer

⁴ See §386.020(49) and *Report and Order*, WC-2017-0037, *Derald Morgan et al v. Carl Richard Mills, et al.*, P.14 (Apr 12, 2018).

⁵ Carriage Oaks Estates NFP Corp's Response to DR 19, WM-2022-0144.

system. A current director is a licensed professional engineer, and the corporation has certified operators on call if needed.⁶

6. The parties – Mr. Mills, Carriage Oaks Estates NFP Corp,⁷ and Staff – made motions in this case for an enlargement of time for Staff to file its recommendation. On August 8, 2022, the Commission stated that Staff’s recommendation is due August 25, 2022.

7. Staff inspected Carriage Oaks Estates NFP Corp’s corporate documents, and is of the opinion that Carriage Oaks Estates NFP Corp is a nonprofit sewer and water company formed in accordance with §§ 393.825 to 393.861, 393.175, and 393.900 to 393.951, and Chapter 355, RSMo. The Commission will not regulate Carriage Oaks Estates NFP Corp, nor does it have jurisdiction over its board of directors or the future rates set by that board. However, these concerns may be allayed, because all homeowners in the Carriage Oaks Subdivision are directors and will set rates.

8. Pursuant to § 393.190, RSMo, no water corporation shall sell or transfer its assets without having first receiving Commission authorization. The Commission must authorize transfer of a regulated utility’s assets, unless the transfer is shown to be detrimental to the public interest.⁸

9. As explained in the Staff *Memorandum* (attached), Staff reviewed and investigated Mr. Mills’ request. Based upon this review and investigation, and guided by Commission decisions made in similar past cases, Staff’s opinion is that the transaction is not detrimental to the public interest and recommends that the Commission approve the transfer of water assets from Mr. Mills to Carriage Oaks Estates NFP Corp. Carriage Oaks

⁶ Amended Application, ¶ 2.

⁷ Carriage Oaks Estates NFP Corp did not move to intervene. Staff is not opposed to the Commission treating Carriage Oaks Estates NFP Corp as an intervenor.

⁸ *Environmental Utilities, LLC v. Public Service Comm’n of Missouri*, 219 S.W.3d 256, 265 (Mo. App. W.D. 2007).

Estates NFP Corp has been operating the subdivision's sewer system in a satisfactory manner, and from this Staff can reasonably surmise that it will operate the water system in a satisfactory manner. Further, one of the organization's directors is a licensed professional engineer and the organization has certified operators available, if needed.

10. Under § 393.835, RSMo, articles of incorporation and conversion for a nonprofit sewer company take effect if the Missouri Secretary of State ("SOS") finds that the articles presented conform to the applicable requirements of §§ 393.825 to 393.861 and 393.175, RSMo.

11. Under § 393.847, RSMo, the jurisdiction, supervisions, powers, and duties of the Missouri Department of Natural Resources ("DNR") extends to every nonprofit sewer company formed. Section 393.847.3., RSMo states that the Commission "shall not have jurisdiction over the construction, maintenance or operation of the wastewater facilities, service, rates, financing, accounting or management of any nonprofit sewer company."

12. Section 393.900.3.(1), RSMo provides that DNR must review a nonprofit water company's articles of incorporation and bylaws, and that DNR shall assist the water company to cure any deficiencies with this paperwork. For this reason, Staff recommends that Commission approval of this transfer be contingent upon DNR's approval of Carriage Oaks Estates NFP Corp's Articles of Incorporation and Bylaws.

13. Under § 393.915, RSMo, articles of incorporation and conversion for a nonprofit water company take effect if the SOS finds that the articles presented conform to the applicable requirements of §§ 393.900 to 393.951, RSMo.

14. The SOS accepted Carriage Oaks Estates NFP Corp's Articles of Incorporation and Articles of Conversion. Therefore, its Articles of Incorporation and

Articles of Conversion are effective under §§ 393.825 to 393.861, 393.175, and 393.900 to 393.951, RSMo. The SOS's certificates are attached to Staff's *Memorandum*.

15. To this end, Staff recommends that the Commission:

a. Approve the transfer of the water utility assets to Carriage Oaks Estates NFP Corp, contingent upon Carriage Oaks Estates NFP Corp receiving DNR's approval of its Articles of Incorporation and Bylaws, pursuant to § 393.900.3(1), RSMo;

b. Require Mr. Mills to notify the Commission of closing on the transfer of the water assets to Carriage Oaks NFP Corp within five (5) days after such closing;

c. Authorize Mr. Mills to cease providing service immediately after closing on the assets;

d. If closing does not happen within 30 days, following the effective date of the Commission's order, require Mr. Mills to submit a status report, in File No. WM-2022-0144 within five (5) days after this 30 day period regarding the status of closing, and additional status reports within five (5) days after each additional 30 day period, until the closing takes place, or until Mr. Mills determines that the transfer of the assets will not occur;

e. If Mr. Mills determines that a transfer of the assets will not occur, require Mr. Mills to notify the Commission of such;

f. After the above notice of the transfer of the water assets to Carriage Oaks Estates NFP Corp is received from Mr. Mills, cancel the CCN applying to Mr. Mills' Carriage Oaks Estates subdivision; and

g. Close Mr. Mills' most recent rate case, which is *The Matter of Carl Richard Mills' Request to Maintain Water System Rate*, Case No. WR-2021-0177.

WHEREFORE, Staff recommends that the Commission issue an order approving the requested sale and transfer of assets as set forth in Mr. Mills' Amended Application and grant such other further relief as the Commission considers just in the circumstances.

Respectfully submitted,

/s/ Karen E. Bretz

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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been electronically mailed to all parties and/or counsel of record on this 25th day of August, 2022.

/s/ Karen E. Bretz

MEMORANDUM

TO: Missouri Public Service Commission
Official Case File, Case No. WM-2022-0144

FROM: David C. Roos – Water, Sewer, and Steam Department

/s/ Curt B. Gateley 8/25/2022 /s/ Karen Bretz 8/25/2022
Water, Sewer & Steam Dept. / Date Staff Counsel Department / Date

SUBJECT: Staff’s Recommendation to Approve Transfer of Water Assets and Cancel Certificate of Convenience and Necessity

DATE: August 25, 2022

EXECUTIVE SUMMARY & CASE BACKGROUND

On November 30, 2021, Carl R. Mills (“CRM”) filed his Application for Approval of Transfer (“Application”) with the Missouri Public Service Commission (“Commission”) in Case No. WM-2022-0144. In that application, CRM proposed to transfer the water system he owns at Carriage Oaks Estates Subdivision to Carriage Oaks Estates Water and Sewer Not-for-Profit. On April 30, 2022, this corporation was converted to a Chapter 393, RSMo not-for-profit corporation and is now called Carriage Oaks Estates Water and Sewer Not-For-Profit Corporation (“Carriage Oaks Estates NFP Corp”). On August 11, 2022, CRM filed his Amended Application for Approval of Transfer (“Amended Application”) to correct technical issues with his original Application.

There are two additional open cases involving CRM before the Commission. The first case is a rate proceeding, Case No. WR-2021-0177, filed on December 21, 2020. The Commission, in its Order Approving Unanimous Disposition Agreement and Revised Tariff, effective June 26, 2021, required CRM to accomplish certain operation tasks and filing requirements. Staff considers CRM to have completed the Commission-ordered tasks and is current with his on-going reporting obligations. If the Commission approves CRM’s Amended Application, Staff recommends that the Commission close this case and discontinue the reporting requirements.

The second case, Complaint Case WC-2021-0223, was filed by Dr. Derald Morgan on January 13, 2021. Dr. Morgan alleges that, as required by Commission Order in Case WA-2018-0370, CRM did not notify the Commission of operational changes affecting the contract operation of the water system. On July 29, 2022, the Commission ordered an extension to November 1, 2022 for responses to Dr. Morgan’s motion for summary determination. On July 20, 2022, Dr. Morgan signed a letter of intent, stating that should the Commission approve CRM’s application and Mr. Mills transfers the water system and

corresponding easement to access the system to Carriage Oaks Estates NFP Corp, he would dismiss his complaint against CRM.¹

As detailed below, Staff's position is that the transfer of assets from CRM to Carriage Oaks Estates NFP Corp is not detrimental to the public interest and recommends that it be approved. Staff further recommends that CRM's Certificate of Convenience and Necessity be cancelled, that he be authorized to cease providing service, and that his last rate case be closed. Since the Commission's order in the last rate case, CRM has operated the water system safely and reliably and has complied with the Commission's orders. Mr. Mills no longer wants the responsibility for the operation and maintenance of the water system and has agreed to sell the water system to Carriage Oaks Estates NFP Corp for a nominal amount of \$1.

Staff has reviewed the Amended Application, all data request responses and the additional information provided by the Carriage Oaks Estates NFP Corp during on-site interviews. Staff found that Carriage Oaks Estates NFP Corp has the organizational and operational ability to safely and reliably operate the water system. Carriage Oaks Estates NFP Corp has also demonstrated to Staff that it has the resources and desire to operate the water system in a safe and reliable manner.

BACKGROUND OF CRM

Carl Mills developed Carriage Oaks Estates Subdivision and owns the subject water system, providing water service to seven (7) customers in a certificated service area in Stone County, Missouri. CRM received his Certificate of Convenience and Necessity ("CCN") from the Commission in an order dated October 9, 2019, in case number WA-2018-0370. Prior to Case No. WA-2018-0370, the system was not a PSC-regulated utility.

Each customer has a meter used for billing purposes. The current water rates for CRM customers are a minimum monthly charge of \$68.31 and \$6.3511 per 1,000 gallons of water used per month.

According to information provided to Staff by CRM in Case No. WA-2018-0370, and observed by Staff in the field, the developed area of Carriage Oaks Estates consists of Phase I with eight (8) lots and Phase II with twenty-four (24) lots, for a total of thirty-two (32) lots. Of these 32 existing lots in the developed area of the subdivision, at present there are seven (7) lots upon which homes have been constructed and which are receiving water service.

In his Amended Application, CRM states that it is in the public interest for Carriage Oaks Estates NFP Corp to own, operate, and maintain the water system because it has no profit-seeking motive. The corporation's directors are answerable to its membership, and every current member is a board director. Further, Carriage Oaks Estates NFP Corp has shown that

¹ Carriage Oaks Estates NFP Corp's Response to DR 12, WM-2022-0144.

it is capable of operating the water system, as evidenced by its operation of the wastewater system. A current director is a licensed professional engineer and the corporation has certified operators on call if needed.²

BACKGROUND OF CARRIAGE OAKS ESTATES NFP CORP

The corporation was incorporated on November 6, 2021 as a nonprofit entity called Carriage Oaks Estates Water and Sewer Not-For-Profit, in order to own and manage the Carriage Oaks Estates Subdivision's water and sewer systems. Every member of the Carriage Oaks Estates Homeowners Association ("HOA") is a member of the corporation's board.³ The Missouri Secretary of State ("SOS") accepted its Articles of Incorporation and issued a Certificate of Incorporation on November 6, 2021. On April 30, 2022, this entity converted to a Chapter 393, RSMo corporation, and its name changed to Carriage Oaks Estates Water and Sewer Not-for-Profit Corporation ("Carriage Oaks Estates NFP Corp"). The SOS accepted Carriage Oaks Estates NFP Corp's Articles of Conversion and issued a Certificate of Acceptance on April 30, 2022. On August 12, 2022, Carriage Oaks Estates NFP Corp filed Articles of Amendment of its Articles of Incorporation. The SOS accepted this and issued a Certificate of Amendment on August 12, 2022. All three certificates are attached to this Memorandum as Attachment A. Carriage Oaks Estates NFP Corp complies with Sections 393.825-393.861, 393.175, and 393.900-393.951, and Chapter 355, RSMo and is in good standing with the SOS. As such, Carriage Oaks Estate NFP Corp is not subject to Commission regulation.

STAFF'S INVESTIGATION

Staff of the Water, Sewer, and Steam Department conducted site inspections of CRM's water system on March 5 and March 30, 2021. Staff also met with CRM customer, Dr. Morgan, on April 13, 2021. Dr. Morgan participated in the Local Public Hearing ("LPH") for Case No. WR-2021-0177, entered an appearance in this rate case, and has filed the formal complaint WC-2021-0223 against CRM. Most recently, Staff inspected the water system and the sewer system on July 20, 2022, and met with representatives from both CRM and Carriage Oaks Estates NFP Corp.

Staff has reviewed the amended application, data request responses, records from the Missouri Department of Natural Resources ("DNR") and the SOS, and additional information provided by the Carriage Oaks Estates NFP Corp during the site inspections.

² Amended Application, Paragraph 9.

³ Amended Application, Paragraph 9.

Description of the Water System

The water system consists of a single well with current production capacity of fifty-five (55) gallons per minute (“gpm”), a master meter, a ground storage tank of an approximate volume of 35,000 gallons, two high service booster pumps that provide distribution system water pressure and six bladder type pressure tanks to normalize the distribution system pressure. There is a chlorination system that is used to disinfect the storage tank, high service pumps and distribution system in the event of a loss of pressure or water leak. The water is not routinely chlorinated.

The water main consists of 4-inch PVC pipe and is in place for all of the existing 32 lots in the developed area. The water main has a pressure gauge and air relief valve at its highest elevation, and a flushing valve at the end of the main. There are seven customer service lines and customer meters.

Regulatory Status of Water System

DNR classifies the CRM water system as a private water system. A private water system has less than 15 service connections or will serve an average of less than 25 individuals daily at least 60 days out of the year.⁴ DNR does not issue permits or regulate the operation of private water systems. The Missouri Department of Health and Senior Services (“DHSS”) provides water testing services for private water systems. CRM has used these services, as provided locally by the Stone County Health Department, and Carriage Oaks Estates NFP Corp plans to continue using them. Staff’s search of DNR’s Census of Missouri Public Water Systems by PWS ID Number found no results for the CRM system in the 2006 census, which is the earliest available census, through the 2021 census. These search results further indicate that CRM does not meet the classification criteria and does not need to be regulated by DNR.

Recent Water System Improvements Made By CRM

Since the order in his last rate case, CRM has followed Commission orders and upgraded his billing practices, operations and system infrastructure. These improvements include:

- Taking monthly meter readings and billing customers with a fixed monthly rate and a usage rate.
- Routine flushing of the water system that follows a written procedure.
- Routine water quality sampling and reporting.
- Hiring a contractor to inspect the water storage tank and install vent screen.

⁴DNR PUB 98 Public Drinking Water Permits

- Hiring an engineering firm to evaluate the water system.
- Modifying piping inside the tank house per the engineer's evaluation.

Description of the Wastewater System

Currently, Carriage Oaks Estates NFP Corp is operating the Carriage Oaks Estates wastewater treatment system. Although not regulated by the Commission, a description of the wastewater system and its operation are included in this memorandum to show Carriage Oaks Estates NFP Corp has the ability to manage and operate the development's wastewater treatment system and is capable of managing and operating the water system.

Each residence has a septic tank that collects solids and pretreats the wastewater. The septic tank effluent gravity flows through a collection system consisting of 3-inch and 4-inch PVC pipe to the wastewater treatment system.

The treatment system is a recirculating sand filter with phosphorus removal consisting of the chemical addition of alum, followed by a flocculation tank, settling and tertiary filtration. The wastewater is chlorinated and dechlorinated prior to discharge. The permit design flow is 7,800 gallons per day and the permit actual flow is 1,700 gallons per day.

Although no certified operator is required to operate the system, Carriage Oaks Estates NFP Corp has a certified wastewater operator and a service contractor on call. Homeowners of Carriage Oaks Estates perform the normal operation, sampling and maintenance of the system.⁵

Regulatory Status of Wastewater System

The Carriage Oaks Estates wastewater system collects and treats the wastewater from the seven homes in Carriage Oaks Estates Subdivision. The PSC does not regulate it, because there are fewer than 25 homes. On November 24, 2021, CRM transferred Carriage Oaks Estates' wastewater treatment system to Carriage Oaks Estates Water and Sewer Not-For-Profit, which has been operating and maintaining it and billing its customers for sewer service since January 1, 2022.⁶

Carriage Oaks Estates NFP Corp operates the wastewater treatment system under Missouri State Operating Permit MO-0126098, which was last issued on November 1, 2018, and expires on September 30, 2023. Currently, the permit lists the CRM's non-profit corporation and CRM's address as the owner and address of the sewer system. However, Carriage Oaks Estates NFP Corp is working with DNR to transfer the permit to itself.

⁵ Carriage Oaks Estates NFP Corp's Response to DR 15, WM-2022-0144.

⁶ Carriage Oaks Estates NFP Corp's Response to DR 19, WM-2022-0144.

Based on publically available information on the DNR website, and interviews with Carriage Oaks Estates NFP Corp representatives, the wastewater treatment system has been operating in compliance with the Missouri Clean Water Law since Carriage Oaks Estates NFP Corp has owned and operated the system.

Recent Wastewater System Improvements Made By Carriage Oaks Estates NFP Corp

Carriage Oaks Estates NFP Corp made the following improvements since it began operating the wastewater treatment system:

- Initiated and continues to perform routine maintenance, water sampling and grounds keeping.
- Rewired all pump power supplies and pump controls.
- Replaced the chemical feed pump.

RATE IMPACT

Carriage Oaks Estates NFP Corp states that it has no plans to change the Commission-approved rates applying to the system for the next two years.⁷ There are no houses currently under construction, and there are no plans to begin future construction. The water system is in good condition, and Carriage Oaks Estates NFP Corp has no plans for future capital investments of the water system.⁸

CUSTOMER NOTICE

All seven households who receive water from the water system are on notice of the proposed transfer. According to the Amended Application, the HOA voted unanimously to accept transfer of the water system to Carriage Oaks NFP Corp.⁹ In addition, all customers are board members of Carriage Oaks Estates NFP Corp.¹⁰ To date, Staff received no public comments from customers. For these reasons, additional customer notice of this transaction is not required.

OTHER ISSUES

CRM has no delinquencies with regard to filing its annual reports through calendar year 2022, as documented on the Commission's Electronic Filing and Information System (EFIS). CRM has paid its 2022 annual assessment, as posted by the Commission's Administration Division on its assessment ledgers.

⁷ Carriage Oaks Estates NFP Corp's Response to DR 13, WM-2022-0144.

⁸ Carriage Oaks Estates NFP Corp's Response to DR 14, WM-2022-0144.

⁹ Amended Application, Paragraph 7.

¹⁰ Amended Application, Paragraph 9.

STAFF'S RECOMMENDATIONS AND CONCLUSIONS

Staff reviewed corporation documents and takes the position that the Carriage Oaks Estates NFP Corp Board of Directors properly created a Chapter 393, RSMo nonprofit water and sewer utility. Staff found that the sewer system has been responsibly operated, and since the same small number of homeowners is involved, it is likely that the water system will also be adequately operated. Based upon Staff's investigation, Staff takes the position that the proposed sale and transfer of assets from CRM to Carriage Oaks Estates NFP Corp is not detrimental to the public interest, and therefore recommends approval. While Carriage Oaks Estates NFP Corp is not subject to the jurisdiction of the Commission, Carriage Oaks Estates NFP Corp is led by a Board of Directors who are all water and sewer system customers, who oversee and control the operations of Carriage Oaks Estates NFP Corp, and preside over any customer issues. Staff also recommends that following the completed transfer to Carriage Oaks Estates NFP Corp, the Commission cancel the CCN applying to the water system.

Based upon the above, the Staff recommends that the Commission:

1. Approve the transfer of the water utility assets to Carriage Oaks Estates NFP Corp, contingent upon Carriage Oaks Estates NFP Corp receiving DNR's approval of its Articles of Incorporation and Bylaws, pursuant to Section 393.900.3.(1), RSMo;
2. Require CRM to notify the Commission of closing on the transfer of the water assets to Carriage Oaks NFP Corp within five (5) days after such closing;
3. Authorize CRM to cease providing water service immediately after closing on the assets;
4. If closing does not happen within 30 days, following the effective date of the Commission's order, require CRM to submit a status report, in File No. WM-2022-0144 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 the closing takes place, or until CRM determines that the transfer of the assets will not occur;
5. If CRM determines that a transfer of the assets will not occur, require CRM to notify the Commission of such;
6. After the above notice of the transfer of the water assets to Carriage Oaks Estates NFP Corp is received from CRM, cancel the water CCN applying to CRM's Carriage Oaks Estates Subdivision; and
7. Close CRM's most recent rate case, which is The Matter of Carl Richard Mills' Request to Maintain Water System Rate, Case No. WR-2021-0177.

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF INCORPORATION

WHEREAS, Articles of Incorporation of

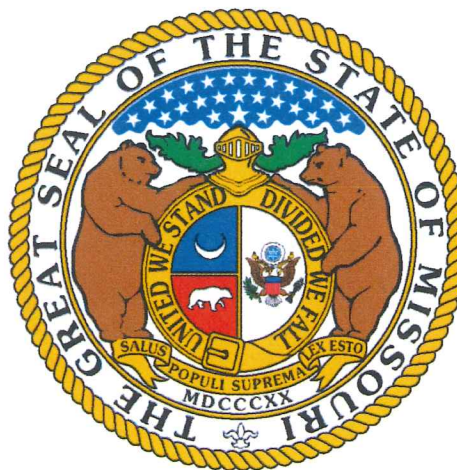
Carriage Oaks Estates Water and Sewer Not-For-Profit
N001687332

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 6th day of November, 2021.


Secretary of State



STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF ACCEPTANCE

I, JOHN R. ASHCROFT, Secretary of State, of the State of Missouri, do hereby certify that a resolution of

Carriage Oaks Estates Water and Sewer Not-For-Profit Corporation
N001689100

FORMERLY,

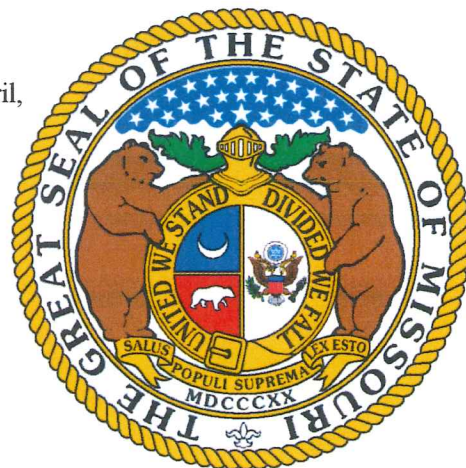
Carriage Oaks Estates Water and Sewer Not-For-Profit
N001687332

a Missouri corporation relating to acceptance of Missouri Chapter 393 RSMo., have been received in this office. The substance thereof is: Acceptance under the law of Missouri, as amended.

Said resolution is found to conform to law. Accordingly, I, by the virtue of the authority vested in me by law, hereby issue this Certificate of Acceptance.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 30th day of April, 2022.


Secretary of State



STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF AMENDMENT

WHEREAS,

Carriage Oaks Estates Water and Sewer Not-For-Profit Corporation
N001689100

a corporation organized under The Missouri Nonprofit Corporation Law has delivered to me Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The Missouri Nonprofit Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 12th day of August, 2022.


Secretary of State

