

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

The Staff of the Missouri Public Service Commission,)	
)	
)	
Complainant,)	
)	
v.)	File No. WC-2010-0227
)	
Aspen Woods Apartment Associates, L.L.C.,)	
Barry Howard, Aspen Woods Apartments, Sapal)	
Associates, Sachs Investing Co., Michael Palin,)	
Jerome Sachs, and National White & Power, Inc.)	
)	
Respondents.)	

**RESPONDENTS SAPAL ASSOCIATES, SACHS INVESTING CO., MICHAEL PALIN,
AND JEROME SACHS' SUBMISSION OF AFFIDAVIT IN SUPPORT OF THEIR
MOTION TO DISMISS**

COME NOW Respondents Sapal Associates, Sachs Investing Co., Michael Palin, and Jerome Sachs, by and through undersigned counsel, and in support of their Motion to Dismiss filed before the Commission on March 12, 2010, respectfully submit the Affidavit attached hereto as Exhibit 1.

Respectfully submitted,

STINSON MORRISON HECKER LLP

By: /s/ Crystal K. Hall
John G. Young, Jr. #25701
Crystal K. Hall #60646
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St. Louis, Missouri 63105
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Facsimile: (314) 863-9288
jyoung@stinson.com
chall@stinson.com

Attorneys for Respondents Sapal Associates,
Sachs Investing Co., Michael Palin and
Jerome Sachs

CERTIFICATE OF SERVICE

I hereby certify that a true and accurate copy of the foregoing was served by U.S. mail, postage prepare, to the following parties this 17th day of March, 2010:

Jennifer Hernandez
General Counsel Office
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Michael Foote
Regulatory Corporate Counsel
NWP Services Corp.
22 Executive Park
Irvine, CA 92614

Lewis R. Mills, Jr.
Public Counsel
Missouri Office of the Public Counsel
P.O. Box 2230
Jefferson City, MO 65102

Lowell D. Pearson
Husch Blackwell Sanders LLP
235 East High Street, Suite 200
P.O. Box 1251
Jefferson City, MO 65102

/s/ Crystal K. Hall

**BEFORE THE PUBLIC SERVICE COMMISSION
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The Staff of the Missouri Public Service Commission,

Complainant,

v.

Aspen Woods Apartment Associates, L.L.C.,
Barry Howard, Aspen Woods Apartments, Sapal Associates, Sachs Investing Co., Michael Palin,
Jerome Sachs, and National White & Power, Inc.

Respondents.

File No. WC-2010-0227

AFFIDAVIT

David Sachs, Michael Palin, Marvin Sachs and Jerome Sachs, each in their individual capacity and in their respective capacities as general partners of Sachs Investing Co., a New York general partnership ("Sachs Investing"), which is the general partner of Sapal Associates, a New York general partnership ("Sapal"), and for Sapal through Sachs Investing, its general partner, (collectively "Affiants"), having each been first duly sworn, upon oath, state as follows:

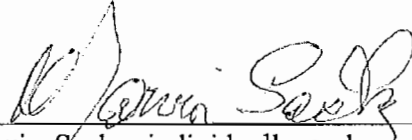
1. David Sachs, Michael Palin, Marvin Sachs and Jerome Sachs are the general partners of Sachs Investing.
2. Sachs Investing is the general partner of Sapal.
3. Sapal is the general partner of Aspen Woods Apartment Co., a New York general partnership ("Aspen Woods Apartment Co.").
4. Aspen Woods Apartment Co. owned and managed Aspen Woods Apartments, LLC, a Delaware limited liability corporation ("Aspen Woods Apartments, LLC – DE").
5. The apartments located on the following streets in Florissant, Missouri: Santiago Drive, Monfort Drive, Nottingham Row, Sir Christopher Lane and New Halls Ferry Road (the "Property") were owned by Aspen Woods Apartments, LLC – DE and operated by Aspen Woods Apartment Co. under the fictitious name Aspen Woods Apartments until the Property was sold and conveyed by Aspen Woods Apartments, LLC – DE to the unrelated Aspen Associates, LLC, a Missouri limited liability company, on February 11, 2003.
6. Since February 11, 2003, none of Sapal, Sachs Investing, David Sachs, Michael Palin, Marvin Sachs, Jerome Sachs, Aspen Woods Apartment Co., Aspen Woods Apartments, LLC – DE, or any affiliated entities have had any interest in or control over the Property, have



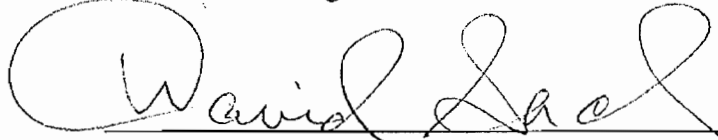
paid any bills relating to the Property, and have conducted no business under the fictitious name Aspen Woods Apartments.

7. The failure by the Affiants to cancel the fictitious name registration with the Missouri Secretary of State for "Aspen Woods Apartments" was inadvertent and should not be the basis for liability of these Affiants if some other person or Respondent improperly used that fictitious name.

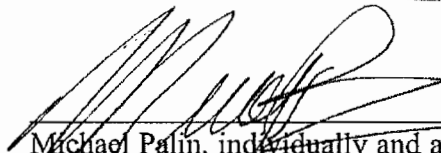
FURTHER AFFIANTS SAYETH NAUGHT.



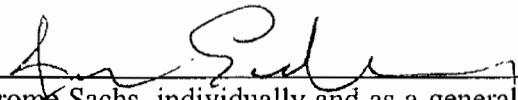
Marvin Sachs, individually and as general partner
for Sachs Investing



David Sachs, individually and as a general partner
for Sachs Investing

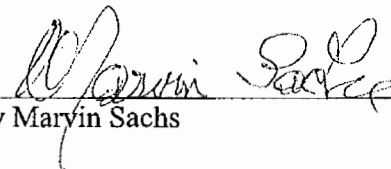


Michael Palin, individually and as a general partner
for Sachs Investing



Jerome Sachs, individually and as a general partner
for Sachs Investing

Sapal Associates, through Sachs Investing, its
general partner



By Marvin Sachs

STATE OF NEW YORK)
COUNTY OF New York)

ss.

On this 17 day of March, 2010, before me personally appeared David Sachs, to me personally known, who, being by me duly sworn, that he did sign the foregoing Affidavit, and acknowledged said instrument to be his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Maya Borko
Notary Public

My Commission Expires: 4/27/2010

MAYA BORKO
Notary Public, State of New York
No. 24-4995786
Qualified in Kings County 2010
Commission Expires 4/27 2010

STATE OF NEW YORK)
COUNTY OF New York) ss.

On this 17 day of March, 2010, before me personally appeared Michael Palin, to me personally known, who, being by me duly sworn, that he did sign the foregoing Affidavit, and acknowledged said instrument to be his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Gary Adelman
Notary Public

My Commission Expires:

GARY ADELMAN
Notary Public, State of New York
No. 01AD4706060
Qualified in Nassau County
Commission Expires Oct 31, 2011

STATE OF NEW YORK)
) ss.
COUNTY OF New York)

On this 17 day of March, 2010, before me personally appeared Jerome Sachs, to me personally known, who, being by me duly sworn, that he did sign the foregoing Affidavit, and acknowledged said instrument to be his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Maya Borko
Notary Public

My Commission Expires: 4/27/2010

MAYA BORKO
Notary Public, State of New York
No. 24-4995786
Qualified in Kings County
Commission Expires 4/27 2010

STATE OF NEW YORK)
) ss.
COUNTY OF New York)

On this 17 day of March, 2010, before me personally appeared Marvin Sachs, to me personally known, who, being by me duly sworn, that he did sign the foregoing Affidavit, and acknowledged said instrument to be his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Maya Borko
Notary Public

My Commission Expires: 4/27/2010

MAYA BORKO
Notary Public, State of New York
No. 24-4995786
Qualified in Kings County
Commission Expires 4/27 2010