

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

In the Matter of the Joint Application of)
Valley Woods Water Company, Inc. and)
Valley Woods Utility, LLC for Authority) Case No. WM-2012-0288
of Valley Woods Water Company, Inc. to)
Sell Certain Assets to Valley Woods)
Utility, LLC.)

**VALLEY WOODS UTILITY, LLC'S RESPONSE
TO STAFF'S RECOMMENDATION**

COMES NOW Valley Woods Utility, LLC and for its Response to Staff's Recommendation states as follows:

1. On March 7, 2012, Valley Woods Water Company, Inc. and Valley Woods Utility, LLC filed a Joint Application seeking authority from the Missouri Public Service Commission (Commission) for Valley Woods to sell certain utility assets to Valley Woods Utility, LLC.

2. On April 20, 2012, the Staff of the Missouri Public Service Commission (Staff) filed its Recommendation to Approve Application and request for the Commission to issue its Order approving the sale and transfer of assets from Valley Woods Water Company, Inc. to Valley Woods Utility, LLC, as recommended.

3. On April 23, 2012 the Commission ordered that Valley Woods Utility, LLC shall respond to Staff's recommendation and notify the Commission by April 30, 2012 if they agree with Staff's recommended conditions.

4. Valley Woods Utility, LLC now states that it agrees with the Staff's recommended conditions.

WHEREFORE, Valley Woods Utility, LLC respectfully submits its Response.

VALLEY WOODS UTILITY, LLC

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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been mailed, emailed or otherwise electronically delivered through EFIS or hand-delivered to the following this 30th day of April 2012:

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