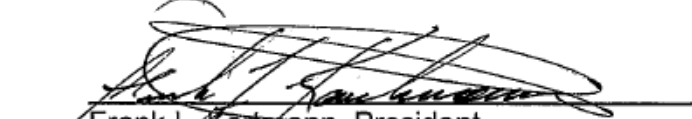


**Verification of Authority**

COMES NOW the undersigned, the President of Missouri-American Water Company ("MAWC"), and does hereby verify that MAWC had and has the requisite authority to enter into the Asset Purchase Agreement dated December 10, 2010 by and between MAWC and Aqua Missouri, Inc., et al. (the "Agreement") and to carry out all the obligations contained in the Agreement.

IN WITNESS WHEREOF, the undersigned has hereto set his hand the 13<sup>th</sup> day of December, 2010.

MISSOURI-AMERICAN WATER COMPANY

  
Frank L. Kartmann, President  
Missouri-American Water Company

State of Missouri     )  
                                  ) ss  
County of St. Louis    )

I, Frank L. Kartmann, having been duly sworn upon my oath, state that I am the President of Missouri-American Water Company, that I am duly authorized to make this Verification on behalf of Missouri-American Water Company, that the matters and things stated in the foregoing Verification are true and correct to the best of my information, knowledge and belief.



Subscribed and sworn before me this 13<sup>th</sup> day of December, 2010.

**JULIE M. POLZIN**  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Louis County  
My Commission Expires 6/11/2012  
Commission # 08575308

  
Notary Public