

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

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In the Matter of the Notice of Merger of )  
Boulder King Ranch Estates Water ) DOCKET NO. 11-2254-01  
Company with and into Boulder Farmstead ) ORDER CANCELING CERTIFICATE OF  
Water Company ) PUBLIC CONVENIENCE AND  
) NECESSITY  
)  
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ISSUED: November 29, 2012

By The Commission:

BACKGROUND

On August, 30, 2011, counsel for Boulder King Ranch Estates Water Company (“Boulder King”) filed a notice of merger, noting that Boulder King is planning to merge with Boulder Farmstead Water Company (“Boulder Farmstead”). See Notice of Merger, filed August 30, 2011. On October 14, 2011, the Division of Public Utilities (“Division”) filed a status report memo with the Commission. See Division Memo, filed October 14, 2011. The Division stated it had met with representatives of both Boulder King and Boulder Farmstead, and it was awaiting filing of copies of several documents, including:

- a) The Plan of Merger between Boulder King and Boulder Farmstead;
- b) Boulder Farmstead’s current Articles of Incorporation;
- c) Boulder Farmstead’s current Bylaws;
- d) Minutes from both Boulder King’s and Boulder Farmstead’s Boards of Directors meetings approving the Plan of Merger;
- e) Minutes from Boulder King’s Shareholder Meeting held on August 31, 2011, and minutes from Boulder Farmstead’s Shareholder Meeting held on September 10, 2011;

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- f) A letter from an officer of both Boulder King and Boulder Farmstead each indentifying when the merger will be complete (or was completed), the impact, if any, to current customers, and what transferred (or will be transferred) as a result of the merger; and
- g) A letter to the Division of Corporations requesting dissolution of Boulder King.

See id.

On October 2, 2012, the Division filed a second memo recommending the Commission cancel Boulder King's certificate of public convenience and necessity ("CPCN") and acknowledge the merger between Boulder King and Boulder Farmstead. See Division Memo, filed October 2, 2012. However, as of that date none of the documents referred to above had been filed in this docket.

The Division subsequently filed a third memo which includes as attachments a variety of corporate governance documents describing the plan of merger and affirming its consummation as of December 1, 2011. See Division Memo, filed November 20, 2012. Accordingly, the merger is hereby acknowledged and Boulder King's CPCN should be canceled. Based on the examination and recommendation of the Division, Letter of Exemption #106 previously issued to Boulder Farmstead remains valid.

ORDER

Certificate #2254 previously granted to Boulder King Ranch Estates Water Company is hereby canceled.

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DATED at Salt Lake City, Utah, this 29<sup>th</sup> day of November, 2012.

/s/ Ted Boyer, Chairman

/s/ Ric Campbell, Commissioner

/s/ Ron Allen, Commissioner

Attest:

/s/ Gary L. Widerburg  
Commission Secretary  
D#239490

Notice of Opportunity for Agency Review or Rehearing

Pursuant to Utah Code Ann. §§ 63G-4-301 and 54-7-15, a party may seek agency review or rehearing of this order by filing a request for review or rehearing with the Commission within 30 days after the issuance of the order. Responses to a request for agency review or rehearing must be filed within 15 days of the filing of the request for review or rehearing. If the Commission fails to grant a request for review or rehearing within 20 days after the filing of a request for review or rehearing, it is deemed denied. Judicial review of the Commission's final agency action may be obtained by filing a Petition for Review with the Utah Supreme Court within 30 days after final agency action. Any Petition for Review must comply with the requirements of Utah Code Ann. §§ 63G-4-401, 63G-4-403, and the Utah Rules of Appellate Procedure.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 29<sup>th</sup> day of November, 2012, a true and correct copy of the foregoing was served upon the following as indicated below:

By Electronic Mail:

Craig Smith ([jcsmith@smithlawonline.com](mailto:jcsmith@smithlawonline.com))  
SMITH HARTVIGSEN, PLLC

Patricia Schmid ([pschmid@utah.gov](mailto:pschmid@utah.gov))  
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Assistant Utah Attorneys General

By U.S. Mail:

Jim Arnold  
Susan Heaton  
Boulder King Ranch Estates Water Company  
30 East Center  
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Boulder Farmstead Water Company  
125 W 5th N  
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By Hand-Delivery:

Division of Public Utilities  
160 East 300 South, 4<sup>th</sup> Floor  
Salt Lake City, Utah 84111

Office of Consumer Services  
160 East 300 South, 2<sup>nd</sup> Floor  
Salt Lake City, Utah 84111

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Administrative Assistant