

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

WASTE WATER SOLUTIONS, LLC
SC-123-2463-00

DOCKET NO. 2020-UA-070

IN RE: JOINT APPLICATION OF MISSISSIPPI NATURAL, INCORPORATED & WASTE WATER SOLUTIONS, LLC, TO TRANSFER ALL OF THE PUBLIC CONVENIENCE AND NECESSITY AUTHORIZING IT TO CONSTRUCT, OPERATE AND MAINTAIN A SEWER SYSTEM IN A SPECIFIED AREA IN LAUDERDALE, RANKIN & LAMAR COUNTIES, MISSISSIPPI

ORDER APPROVING SALE AND TRANSFER

THIS DAY, there came on for consideration before the Mississippi Public Service Commission ("the Commission"), the request of the Joint Petitioners seeking approval of the sale and transfer of the Certificates of Public Convenience and Necessity ("Certificates"), along with sewer assets, held by Mississippi Natural, Incorporated ("Mississippi Natural"), to Waste Water Solutions, LLC ("WWS") for the provision of sewer service in specified areas of Lauderdale, Rankin & Lamar Counties, Mississippi. The Commission, having jurisdiction over the parties and subject matter, and being fully apprised in the premises and having considered the documents and record before it, as well as having the recommendation of the Public Utilities Staff, finds as follows:

1.

On June 19, 2020, the Joint Petitioners filed their request that the Certificates and sewer assets currently held by Mississippi Natural, pursuant to the Commission's Final Orders issued in Dockets 2001-UA-494; 2003-UA-266; & 2006-UA-194, be transferred to WWS.

The Commission takes administrative notice of its Order issued in Docket 2007-UA-333 wherein Robert Conrad purchased the common stock and Certificates held by Mississippi

Wastewater for the rendition of sewer service in the counties of Rankin, Lamar, and Lauderdale, Mississippi. Further, this Order authorized that Mississippi Wastewater be renamed, Mississippi Natural.

The Commission incorporates, by reference, as though fully written herein, its Final Orders issued in the Dockets identified in this paragraph.

The sewer systems at issue are known as: *Magnolia Lake Estates* in Lauderdale County; *The Fountains at North Shore* in Rankin County; & *Backwater Subdivision* in Lamar County.

2.

WWS, a Mississippi LLC, seeks to expand its current Certificated Areas to furnish sewer service, to the public for compensation, within the Certificated Areas, specifically described in the Commission's Final Orders issued in the Dockets identified in Paragraph 1.

3.

The Commission, in accordance with Miss. Code Ann. §77-3-23, is required in a sale and transfer proceeding to publish notice in a newspaper having general circulation in the county or counties wherein the facilities or areas that are the subject of the Joint Petition are located. Due and proper publication of the filing was made, as reflected in the record of this matter, in *The Meridian Star*; *The Clarion-Ledger*; *The PineBelt NEWS*; & the *Rankin County News*, which publications are incorporated herein by reference. In addition, notice was provided by WWS to all interested persons, pursuant to RP 2.115 of the Commission's *Public Utilities Rules of Practice and Procedure*, and to each current customer located within the Certificated Area, at issue herein. There have been no objections or requests to intervene filed in this Docket.

4.

Pursuant to negotiations, the Joint Petitioners executed an *Asset Purchase Agreement* (“*Agreement*”) whereby Mississippi Natural agreed to sell to WWS all assets used to provide sewer service, along with the real property, and other assets, as defined in the *Agreement*. This *Agreement* is on file in the record as Exhibit “5”.

5.

WWS is ready, willing, fit and able to properly provide the sewer service, intends to comply with the lawful rules, regulations and requirements of the Commission, and intends to furnish sewer service to all persons within the Certificated Areas.

6.

The proposed transaction is presented in good faith and is consistent with the public interest. Moreover, the present and future public convenience and necessity justifies and requires the complete transfer of the Certificates and sewer operations held by Mississippi Natural to WWS, as fully described herein.

7.

WWS shall apply to the customers impacted by the transaction, at issue herein, the current Commission-approved Tariff for Mississippi Natural, approved in Docket 2001-UN-0495; however, the name on the Tariff shall be revised to read, “*Waste Water Solutions, LLC*”. The Joint Petitioners aver that customer deposits have been transferred to WWS.

8.

The Executive Secretary of the Commission is directed to remove Mississippi Natural from the Commission’s Database of active sewer public utilities.

9.

No acquisition adjustment has been requested by WWS due to the transaction at issue and none is hereby authorized, now or at any future time.

IT IS, THEREFORE, ORDERED that:

1.

The sale and transfer, as set out in the Joint Petition, whereby WWS will acquire the Certificate and sewer assets used by Mississippi Natural to furnish sewer service to the Certificated Areas at issue, is hereby authorized and approved.

2.

WWS shall apply the Tariff, as described in Paragraph 7 herein, to the customers located within the Certificated Areas, at issue. The name, *Mississippi Natural*, on said Tariff, shall be revised to read, *Waste Water Solutions, LLC*.

3.

No acquisition adjustment is authorized, now or in the future, due to approval of the sale and transfer at issue herein.

4.

The Executive Secretary for the Commission shall remove Mississippi Natural from the Commission's Database of active sewer public utilities.

This Order shall be deemed issued on the date it is served upon the parties herein by the Executive Secretary of this Commission who shall note the service date in the file of this Docket.

Chairman Dane Maxwell

Aye X Nay _____

Commissioner Brent Bailey

Aye X Nay _____

Commissioner Brandon Presley

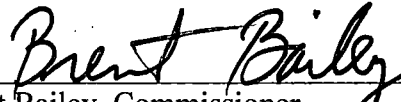
Aye X Nay _____

DATED this the 2nd day of February 2021.

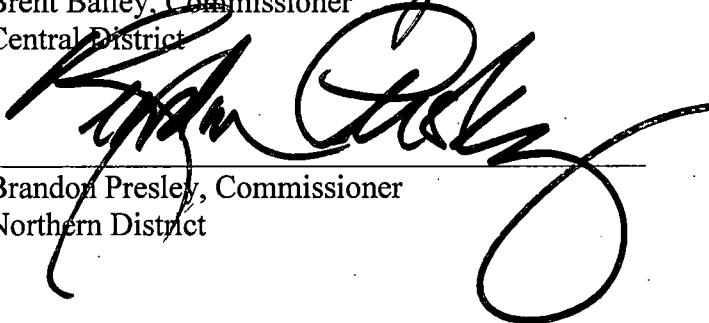
MISSISSIPPI PUBLIC SERVICE COMMISSION



Dane Maxwell, Chairman
Southern District



Brent Bailey, Commissioner
Central District



Brandon Presley, Commissioner
Northern District



ATTEST: A TRUE COPY



Katherine Collier, Executive Secretary

Effective this the 2nd day of February 2021.