RECEIVED

OCT 31 2011

PUBLIC SERVICE
COMMISSION

October 26, 2011

Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Post Office Box 615
Frankfort, KY 40602

Re: Coolbrook Utilities, LLC 2011 Rate Case Filing

Dear Sirs:

Attached please find an original and 10 copies of Coolbrook Utilities, LLC's Alternative Rate Filing, including a notice to customers and mailing verification. In addition, please incorporate by reference in this case Coolbrook's annual reports on file with the PSC, and note that Coolbrook filed its articles of incorporation and any amendments in Case No. 2008-00257 ("Joint Application of Classic Construction, Inc. And Coolbrook Utilities, LLC For Approval Of The Transfer of Wastewater Treatment Plant To Coolbrook Utilities, LLC").

Coolbrook is proposing that the new rates become effective on December 1, 2011, and has provided a proposed tariff to that effect after Attachment A of this filing. In addition, Coolbrook has attempted to the best of its ability to fully comply with the Commission's ARF filing requirements. However, please consider this a request for waiver of any filing requirements which Coolbrook may have inadvertently overlooked, on the grounds that all relevant information has been provided to allow the processing of this case to begin.

Finally, please note that Coolbrook believes reduction of the estimated rate case expenses included within this application is in the best interests of all parties. Therefore, we respectfully request that the Commission Staff perform a field review rather than issuing data requests to process this case, and Sam Bryant's field review and professionalism in the prior case helped to reduce rate case expenses. In addition, we respectfully suggest that the Commission Staff consider holding an informal conference to attempt to stipulate to certain routinely contested issues - such as billing and collection fees - in this case.

Sincerely,

Lawrence Smither, Member/President
Coolbrook Utilities, LLC

10/31/11 - ON this DATE A COPY OF this RATE
FILING is DELIVERED TO the A.G.'s OFFIC
JWJ

APPLICATION FOR RATE ADJUSTMENT
BEFORE THE PUBLIC SERVICE COMMISSION

For Small Utilities
Pursuant to 807 KAR 5:076
(Alternative Rate Filing)

Coolbrook Utilities, LLC
Name of Utility

P.O. Box 91588

Louisville, KY 40291
Business Mailing Address

Telephone Number 502 / 241-4809
Area Code Number

I. Basic Information

NAME, TITLE, ADDRESS and Telephone number of the person to whom correspondence or communications concerning this application should be directed:

Name: Mr. Lawrence W. Smither, President

Address: P.O. Box 91588

Louisville, KY 40291

Telephone Number: (502) 241-4809

1)	Do you have 500 customers or fewer?	**Yes**	No
2)	Do you have $300,000 in Gross Annual Revenue or less?	**Yes**	No
3)	Has the Utility filed an annual report with this Commission for the past year and the two previous years?	**Yes**	No
4)	Are the utility's records kept separate from any other commonly-owned enterprise?	**Yes**	No

NOTICE: To be eligible for consideration of a rate adjustment under this regulation, you must have answered yes to either question 1 or 2 and yes to both questions 3 and 4 above. If you answer no to questions 3 or 4, you must obtain written approval from the Commission prior to filing this Application. If these requirements are not met, you must file under the Commission's procedural rules, 807 KAR 5:001.

II. Increased Cost Information

(1) The most recent Annual Report will be used as the basic test period data in order to determine the reasonableness of the proposed rates. The Annual Report used as the basis for the 12 months ending December 31, 2010.

a. If you have reason to believe some of the items of revenue and expense listed in the Annual Report will increase or decrease, please list each item, the expected increase or decrease and the adjusted amount. – **Please See Attachment A**

Item Per Annual Report	Amount Per Annual Report	Increase (Decrease)	Adjusted Amount
Revenues:	$	$	$
Total Revenues	$	$	$
Expenses:			
Total Expenses	$	$	$
Revenues Less Expenses	$	$	$

b. Please describe each item that you adjusted on page 2 and how you know it will change. (Please attach invoices, letters, contracts or receipts which will help in proving the change in cost).

Please see Attachment A

c. Please list your present and proposed rates for each class (i.e., residential, commercial, etc.) of customer and the percentage of increase proposed for each class:

Customer Class	Present Rates	Proposed Rates	Percent Increase
All Classes	$30.15 per month	$36.80 per month	22%
12-mo. Surcharge	$ 0.00 per month	$ 6.75 per month	NA

III. Other Information

a. Please complete the following questions:

1) Please describe any events or occurrences, which may have an effect on this rate review that should be brought to the Commission's attention (e.g., excessive line losses, major repairs, planned construction).

Coolbrook's sewer plant is aging and needs significant repairs, as discussed throughout this application. In addition, Coolbrook is being required by the Kentucky Division of Water to perform an Inflow and Infiltration study, and Coolbrook is proposing a surcharge to pay this cost.

2) Total number of Customers as of the date of filing: 435 residential

3) Total amount of increased revenue requested: $34,694/yr. + $35,200 one-year surcharge

4) Please circle Yes or No:

a) Does the utility have any outstanding indebtedness? **Yes** No

If yes, attach a copy of any documents such as promissory notes, bond resolutions, mortgage agreements, etc.

b) Were all revenues and expenses listed in the Annual Report for 2010 incurred and collected from January 1 to December 31 of that year? **Yes** No

If no, list total revenues and total expenses incurred prior to or subsequent to this period and attach

invoices or other analysis which show how amounts were calculated.

5) Attach a copy of the utility's depreciation schedule of utility plant in service. Reconcile any differences between total depreciation shown on the Annual Report for _2010_ and the amount shown on this schedule. **Attached**

6) If utility is a sewer utility:

a) Attach a copy of the latest State and Federal Income Tax Returns. **Attached.**

b) How much of the utility plant was recovered through the sale of lots or other contributions ___**Unknown**_____ $ or %? (If unknown, state the reason). **Coolbrook Utilities, LLC acquired the system in 2008 and does not have the original records.**

b. Please state the reason or reasons why a rate adjustment is requested. (Attach additional pages if necessary).

Coolbrook's sewer plant is aging and needs significant repairs, as discussed throughout this application. In addition, this system's operating costs for repairs, electricity and other expenses have continued to increase since the last rate case.

IV. Billing Analysis

The billing analysis is the chart reflecting the usage by the customers as well as the revenue generated by a specific level of rates. A billing analysis of both the current and proposed rates is mandatory for analysis of this rate filing. The following is a step-by-step description which may be used to complete the billing analysis. A completed sample of a billing analysis is also included. Although the sample reflects water usage, it is equally applicable for gas companies using declining block rate design. This billing analysis is not intended for companies using a flat rate design.

a. Usage Table (Usage by Rate Increment)

Information needed to complete the usage table should be obtained from the meter books or other available usage records. The usage table is used to spread total usage into the proper incremental rate step.

Column No. 1 is the incremental steps in the present or proposed rate schedule for which the analysis is being made. Column No. 2 is the number of bills in each incremental rate step. Column No. 3 is the total gallons used in each incremental rate step. Column Nos. 4, 5, 6, 7, 8, and 9 are labeled to correspond to the incremental rate steps shown in Column No. 1 and contain the actual number of gallons used in each incremental rate step.

Example for completing Usage Table is as follows:

Column No. 1 is incremental rate steps.

Columns numbered 2 and 3 are completed by using information obtained from usage records.

Columns numbered 4, 5, 6, 7, 8, and 9 are completed by the following steps:

Step 1: 1st 2,000 gallons minimum bill rate level
432 Bills
518,400 gallons used
All bills use 2,000 gallons or less, therefore, all usage is recorded in Column 4.

Step2: Next 3,000 gallons rate level
1,735 Bills
4,858,000 gallons used
1st 2,000 minimum x 1,735 bills = 3,470,000 gallons – record in Column 4.
Next 3,000 gallons – remainder of water over 2,000 = 1,388,000 gallons – record in Column 5.

Step3: Next 10,000 gallons rate level
1,830 Bills
16,268,700 gallons used
1st 2,000 minimum x 1,830 bills = 3,660,000 gallons – record in Column 4.
Next 3,000 gallons x 1,830 bills = 5,490,000 gallons – record in Column 5.
Next 10,000 gallons – remainder of water over 3,000 = 7,118,700 gallons – record in Column 6.

Step4: Next 25,000 gallons rate level
650 Bills
15,275,000 gallons used
1st 2,000 minimum x 650 bills = 1,300,000 gallons – record in Column 4.

Next 3,000 gallons x 650 bills = 1,950,000 gallons – record in Column 5.
Next 10,000 gallons x 650 bills = 6,500,000 gallons – record in Column 6.
Next 25,000 gallons – remainder of water over 10,000 = 5,525,000 gallons – record in Column 7.

Step5: Over 40,000 gallons rate level
153 Bills
9,975,600 gallons used
1st 2,000 minimum x 153 bills = 306,000 gallons – record in Column 4.
Next 3,000 gallons x 153 bills = 459,000 gallons – record in Column 5.
Next 10,000 gallons x 153 bills = 1,530,000 gallons – record in Column 6.
Next 25,000 gallons x 153 bills = 3,825,000 gallons – record in Column 7.
Over 40,000 gallons – remainder of water over 25,000 = 3,855,600 gallons – record in Column 8.

Step6: Total each column for transfer to Revenue Table.

b. Revenue Table (Revenue by Rate Increment)

The Revenue Table is used to determine the revenue produced from the Usage Table. Column No. 1 is the incremental rate steps in the rate schedule for which the analysis is being made. Column No. 2 indicates the total number of bills. Column No. 3 is the number of gallons accumulated in each rate increment (Totals from Columns 4, 5, 6, 7, and 8 of the above usage table). Column No. 4 is the rates to be used in determining revenue. Column No. 5 contains the revenue produced.

SAMPLE

Revenue from Present/Proposed Rates
Test Period from __01-01-XX__ to __12-31-XX__

USAGE TABLE

Usage by Rate Increment

Class: Residential

(1)	(2) Bills	(3) Gallons/Mcf	(4) First 2,000	(5) Next 3,000	(6) Next 10,000	(7) Next 25,000	(8) Over 40,000	(9) Total
First 2,000 Minimum Bill	432	518,400	518,400					518,400
Next 3,000 Gallons	1,735	4,858,000	3,470,000	1,388,000				4,858,000
Next 10,000 Gallons	1,830	16,268,700	3,660,000	5,490,000	7,118,700			16,268,700
Next 25,000 Gallons	650	15,275,000	1,300,000	1,950,000	6,500,000	5,525,000		15,275,000
Over 40,000 Gallons	153	9,975,600	306,000	459,000	1,530,000	3,825,000	3,855,600	9,975,600
Totals	4,800	46,895,700	9,254,400	9,287,000	15,148,700	9,350,000	3,855,600	46,895,700

REVENUE TABLE

Revenue by Rate Increment

(1)	(2) Bills	(3) Gallons/Mcf	(4) Rates	(5) Revenue
First 2,000 Minimum Bill	4,800	9,254,400	$ 5.00 Minimum Bill	$ 24,000.00
Next 3,000 Gallons		9,287,000	$ 2.50 per 1,000 Gal.	23,217.50
Next 10,000 Gallons		15,148,700	$ 2.00 per 1,000 Gal.	30,297.40
Next 25,000 Gallons		9,350,000	$ 1.25 per 1,000 Gal.	11,687.50
Over 40,000 Gallons		3,855,600	$ 0.75 per 1,000 Gal.	2,891.70
Totals	4,800	46,895,700		$ 92,094.10 Total Revenue

Instructions for Completing Revenue Table:

(1) Complete Columns No. 1, 2, and 3 using information from Usage Tables.
(2) Complete Column No. 4 using rates either present or proposed.
(3) Column No. 5 is completed by first multiplying the bills times the minimum charge.
(4) Then, starting with the second rate increment, multiply Column No. 3 by Column No. 4 and total.

V. General Information/Customer Notice

1) Filing Requirements:

a. If the applicant is a corporation, a certified copy of its articles of incorporation must be attached to this application. If the articles and any amendments thereto have already been filed with the Commission in a prior proceeding, it will be sufficient to state that fact in the application and refer to the style and case number of the prior proceeding. **Filed in Case No. 2008-00257 (see cover letter)**

b. An original and 10 copies of the completed application should be sent to:

Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Post Office Box 615
Frankfort, Kentucky 40602

Telephone: 502 / 564 – 3940

c. One Copy of the completed application should also be sent at the same time to:

Office of Rate Intervention
Office of the Attorney General
1024 Capital Center Drive, Suite 200
Frankfort, Kentucky 40601-8204

2) A copy of the customer notice must be filed with this application. Proper notice must comply with Section 4 of this regulation.

3) Copies of this form and the regulation may be obtained from the Commission's Office of Executive Director; or by calling 502 / 564 – 3940.

4) I have read and completed this application, and to the best of my knowledge all the information contained in this application is true and correct.

Signed _____
Officer of the Company

Title MEMBER / PRESIDENT

Date 10/26/11

Coolbrook Utilities, LLC
Exhibit Index

1. Attachment A – Pro Forma Income Statement with Explanations

2. Proposed Tariff

3. Customer Notice & Written Statement Verifying Customer Notice Mailed

4. Documentation of Debt (per ARF form page 4)

5. Depreciation Schedule

6. Latest Federal and State Tax Returns

7. 2010 Coolbrook General Ledger

8. Documentation Supporting Proposed Expense Adjustments:
-Electricity Increase.
-Rate Case Consulting Contract for $2,400.
-Info Summarizing Maintenance of Other Plant Expense Adjustment

9. Surcharge Justification

Coolbrook 2011 Proforma – Attachment A

	Stipulation	2010	Adjustments	Adjusted
Total Revenue	NA	$116,892	$40,491	$157,383
Owner/Manager Fee	$3,600	$7,200	$7,800	$15,000
Sludge Hauling	$7,085	$11,713	0	$11,713
Water	$370	$1,058	0	$1,058
Other Labor, Matls., Exp.	$10,556	$8,974	0	$8,974
Fuel & Power Expense	$24,136	$27,108	$1,247	$28,355
Chemicals	$6,192	$6,775	0	$6,775
Routine Maintenance Fee	$19,200	$17,600	$1,600	$19,200
Mt. of Collection System	$1,850	$7,592	0	$7,592
Mt. of Trtmt. & Disp. Plant	$17,751	$6,019	0	$6,019
Mt. of Other Plant	$7,764	$42,452	($25,912)	$16,540
Agency Collection Fees	$17,605	$17,534	$71 $5,683	$23,288
Office Supplies & Other	$1,269	$208	0	$208
Outside Services Employed	$4,368	$4,189	0	$4,189
Insurance Expense	$5,778	$900	$4,878	$5,778
Regul. Com. Exp.(Rate Case)		$1,968	($1,968)	0
Misc. General Expense	$250	$358	0	$358
Rents	$1,200	0	$1,200	$1,200
Total O&M Expenses	*$*	*$161,648*	*($5,401)*	*$156,247*
Depreciation Expense	$3,852	$6,957	($3,105)	$3,852
Amortization Expense	$1,232	0	$1,232 $3,090	$4,312
Taxes Other Than Income		$4,616	0	$4,616
Total Operating Expenses	$138,478	**$173,221**	**($4,194)**	**$169,027**
Interest on LT Debt	0	$414	($414)	0
Other Interest Expense	0	$2,749	($2,749)	0
Net Income		*($59,492)*		*($11,644)*

Revenue Requirement Calculation:
$ 169,027 – Operating Expenses
$ / 88% – 88% Operating Ratio
$ 192,077 – Revenue Requirement before Interest Expense
$ 0 - Add Interest Expense
$ 192,077 - Revenue Requirement
($157,383) – Normalized Revenue
$ 34,694 - Requested Increase (22.04% increase; results in $36.80 rate)

Reference Notes

A. Sales Revenues were increased by $40,491 to reflect normalized revenues of $157,383. At the end of 2010, this sewer system had a total of 435 customers paying a $30.15 monthly rate.

B. Owner/Manager Fee has been increased by $7,800 to $15,000. Coolbrook's President has spent a significant amount of time on environmental compliance, regulatory issues, financial issues, routine and extraordinary repairs, and other Coolbrook matters since assuming ownership of the utility in the last few years. In response to PSC guidance that owner/manager fees above $3,600 could only be justified with

documentation and justification of time spent, the President has begun tracking time spent on Coolbrook matters. The $15,000 pro forma expense is based on 300 hours spent annually at $50 per hour.

C. Fuel & Power Expense was adjusted to reflect increased expense from BlueGrass Energy, Coolbrook's electric utility. On January 14, 2011, the PSC approved new rates for East Kentucky Power Cooperative, resulting in an average increase of 4.6% to EKPC's distribution cooperatives. The increase applied to the 2010 expense of $27,108 results in an adjustment of $1,247.

D. Routine Maintenance Fees Expense for 2010 included only 11 months of charges from Thacker Environmental, and was therefore adjusted by $1,600 to include 12 months at the $1,600 monthly fee.

E. Maintenance of Other Plant Expense was adjusted to be consistent with PSC Staff recommendations factored into the stipulation reached in Coolbrook's previous rate case No. 2010-314. That stipulation allowed depreciation expense of $3,852 based on the Staff depreciating certain plant additions over 8.5 years, and it is important to trace the expenditures which Staff classified as plant additions vs. those which Staff found to be operating expenses, in order to arrive at pro forma maintenance expenses in this case.

The ARF application filed in August 2010 contained a list of significant 2010 repair expenditures totaling $28,436.98 as of June, 2010. In the PSC Staff Report issued on February 25, 2011, Staff recommended that these expenditures be capitalized and depreciated over 8.5 years, for a pro forma depreciation expense of $3,346. Along with the filing of at least two rounds of comments and an Informal Conference held on March 22, 2011 in that case, Coolbrook on April 1, 2011 filed an additional list of significant repair expenditures made from June 10, 2010 to March 9, 2011 and totaling $19,783. Noting that significant and expensive repairs continued to be necessary to maintain the plant, Coolbrook requested that these expenditures also be depreciated over 8.5 years, for additional requested depreciation expense of $2,327.41. After reviewing these expenditures, Staff informally determined that only four of the requested items – specifically two pumps, a duplex control panel, and a flowmeter - should be capitalized and included in depreciation expense. The stipulation at Item #5 reflects this recommendation, and increased depreciation expense by $496 (or $4,216 of plant items depreciated over 8.5 years). Staff found the remaining items on the April 1 list to be operating expenses. The following table summarizes these expenditures and their treatment by Staff:

Date	Amount	Account	April 1, 2011 List of Repairs – CN 2010-00314
6/10	$1,300.00		River City Controls – Honeywell Chart Recorder
6/30	$913.57		Art's Electric – Repair 100 Amp Disconnect
7/19	$1,149.68		Quality Electric – 5 HP KSB Pump
7/28	**$1,240.00**		**River City Controls – Install flow meter**
8/6	$1,272.00		Hall Pump - Pump
8/11	$2,485.70		D&F Distributors – 2 HP pump
9/30	$1,700.00		Martin's Sanitation – Pump digesters
10/20	$2,874.14		River City Controls – Installed pumps, etc.
10/29	$1,690.00	Sewer Rep. ($7,592)	Murphy's Excavating – Emergency excavation and restoration.
12/31	$1,260.00	($7,592)	Murphy's Excavating – Repair 8-inch main.
12/31	$1,280.00	($7,592)	Murphy's Excavating – Repair 8-inch main
	$17,165.09		**Repairs listed from 6/10 – 12/31/10**
3/1/11	$1,200.00		River City Controls
3/9/11	$1,417.91		Quality Electric
	$2,617.91		**Total of two expenditures in 2011**

	$19,783.00		**Total of 4/1/11 List of Additional Repairs**
	($4,216.00)		Less Amounts capitalized by Staff (8.5 yrs. X $496)
	$15,567.00		**Amounts expensed by Staff**
	($2,617.91)		Less Two 2011 Expenditures
	$12,949.09		**Amounts expensed by Staff 6/10 – 12/31/10 and included in 2010 maintenance accounts.**

Therefore, Coolbrook has reduced its 2010 Maintenance of Other Plant Expense of $42,452 by $32,653 for two adjustments. First, Coolbrook has removed the original $28,437 depreciated by Staff in its Staff Report. Second, Coolbrook has removed the additional $4,216 capitalized by Staff consistent with the stipulation. Included with Exhibit 8 is a background summary of this issue.

In addition, the 2010 PSC Annual Report prepared by Coolbrook's CPA was done without knowing the Staff's subsequent treatment of the 2010 expenses in the rate case decided later in 2011. On page 5 of the 2010 PSC Annual Report, 2010 plant additions of $6,741 are shown. In the preceding paragraph, this rate application recognizes and removes $32,653 of 2010 expenses to capitalize them consistent with Staff's treatment, so the $6,741 entry should be reversed to avoid adjusting twice for $6,741 of repair expenditures.

The $32,653 reduction and the $6,741 increase result in a net reduction of $25,912.

F. Agency Collection Fees were adjusted in two ways. First, a $71 adjustment was made to the test year expense to reflect the $17,605 amount allowed in the previous rate case stipulation. Second, a $6,857 adjustment was made to partly reflect increased billing and collection expenses occurring because of the new rate approved by the PSC in Case No. 2010-00314, as well as the new rate proposed herein.

It is important to note that Coolbrook is proposing what we believe is a reasonable compromise on this issue. Coolbrook fully understands the PSC's longstanding position on the 15% billing and collection charge imposed by the Farmdale Water District. Coolbrook does not agree with this position because of the nightmarish costs of doing sewer collections independent of the local water utility, as Coolbrook's shareholders have experienced with Airview and other sewer systems. However, Coolbrook is proposing to roughly split 50/50 the increased billing and collection expense between ratepayers and shareholders based on what our known and measurable pro forma expense would be at a proposed rate of $37. (Our actual proposed rate is slightly different at $36.80.) At a $37 rate, Farmdale Water District's 15% billing and collection charge applied to 435 customers results in annual expense of $28,971. This cost increase is $11,366 greater than the stipulated amount of $17,605, and a 50% split of this amount results in a pro forma adjustment of $5,683.

It is also important to note that Coolbrook will not fully recover this known and measurable cost, which results from an arm's length transaction with an outside service provider. Unless the PSC changes its longstanding position on this issue and allows full recovery of this cost, Coolbrook will experience a known and measurable shortfall between its actual cost and the cost allowed to be recovered by the PSC. If the shortfall is high enough – for instance, if the PSC holds Coolbrook to the stipulated amount of $17,605, the shortfall could be $11,366 depending upon the outcome of this case – the disallowance causes a permanent and significant injury to Coolbrook's cash flow position, and guarantees that Coolbrook will never make a profit. It is therefore critical that the PSC recognize some billing and collection cost increase in Coolbrook's rates, even if the cost increase is not 100% reflected in rates.

G. Insurance Expense was adjusted by $4,878 to reflect the $5,778 insurance expense amount allowed in the previous rate case stipulation based on increased liability insurance expense. However, this amount will increase based upon the pro forma revenues requested herein.

H. Rents was adjusted by $1,200 to include the rent of $100 per month allowed in the prior rate case.

I. Depreciation Expense was adjusted to $3,852 consistent with the stipulation in Case No. 2010-00314.

J. Amortization Expense was adjusted by $4,312 for two reasons. First, the amortization expense approved in the most recent rate case stipulation was $1,232. Second, amortization expense was adjusted by $3,090 for the current rate case to reflect estimated rate case expenses of $9,270 spread over 3 years. Coolbrook hired a consultant to prepare the application at a cost of $2,400, and the estimated cost to mail customer rate increase notices is $270. The additional $6,600 estimate is for estimated legal and other fees. As stated in the cover letter of our application, Coolbrook wishes to reduce these fees, and proposes to do by having the Commission Staff do a field review rather than data requests, and by exploring the potential for reaching stipulated agreements on certain contentious issues such as the agency collection fees.

K. Interest on Long-Term Debt was adjusted to remove the interest expense disallowed in the prior rate case.

L. Other Interest Expense was adjusted to remove the interest expense disallowed in the prior rate case.

FOR Coolbrook Subdivison
Community, Town or City

P.S.C. KY. NO. _____

_____SHEET NO._____

Coolbrook Utilities, LLC
(Name of Utility)

CANCELLING P.S.C. KY. NO._____

_____SHEET NO._____

CONTENTS

Schedule of Rates

Monthly Sewer Rate
$36.80 per month

Surcharge
$6.75 per month for a period of 12 months, or until $35,200 has been collected, whichever comes first.

DATE OF ISSUE October 26, 2011
Month / Date / Year

DATE EFFECTIVE December 1, 2011
Month / Date / Year

ISSUED BY _____
(Signature of Officer)

TITLE Member

BY AUTHORITY OF ORDER OF THE PUBLIC SERVICE COMMISSION
IN CASE NO. _____DATED _____

NOTICE

Coolbrook Utilities, LLC has filed an application with the Public Service Commission proposing to increase its monthly sewer rate from $30.15 to $36.80. Coolbrook is also proposing to begin charging a temporary 12-month surcharge of $6.75 to fund an environmental study mandated by the Kentucky Division of Water. The proposed effective date of the change is December 1, 2011.

Monthly Rate:

Current		Proposed	
Flat Rate	$30.15	Flat Rate	$36.80
Surcharge	$ 0.00	Surcharge	$ 6.75

MONTHLY USAGE	MONTHLY BILL AT CURRENT RATE	MONTHLY BILL AT PROPOSED RATE	PERCENT INCREASE
ALL USAGE	$30.15	$36.80	22.1%
SURCHARGE	$ 0.00	$ 6.75	NA
Total Bill	$30.15	$43.55	44.4% for 12 months

The rates contained in this notice are the rates proposed by Coolbrook Utilities, LLC.. However, the Public Service Commission may order rates to be charged that are higher or lower than the rates proposed in this notice.

Any corporation, association, body politic, or person may request leave to intervene, by motion within thirty (30) days after notice of the proposed rate change is given. A motion to intervene shall be in writing, shall be submitted to the Executive Director, Public Service Commission, 211 Sower Boulevard, Post Office Box 615, Frankfort, KY 40602, and shall set forth the grounds for the motion, including the status and interest of the party movant. Copies of the application may be obtained at no charge by mail from the office at Coolbrook Utilities, LLC, P. O. Box 91588, Louisville, KY 40291. Upon request from an intervenor, the utility shall furnish to the intervenor a copy of the application and supporting documents.

Coolbrook Utilities, LLC

Written Statement of Verification

I, Lawrence W. Smither, being the President of Coolbrook Utilities, LLC, do hereby verify that the attached notice of proposed rate increase was mailed to Coolbrook's sewer customers on October 27, 2011.

Lawrence W. Smither

10/31/11
Date

Subscribed and sworn to before me by Lawrence W. Smither, President of Coolbrook Utilities, LLC on this October 31, 2011

My Commission Expires 4-25-2013

Christie K McCormick
Notary Public
In and for said County and State

PROMISSORY NOTE

$60,000.00

Frankfort, Kentucky
October 31, 2008

FOR VALUE RECEIVED, the undersigned promises to pay to the order of Classic Construction, Inc., a Kentucky corporation, the principal sum of Sixty Thousand Dollars ($60,000.00), with interest at the rate of Five Percent (5.00%) per annum. Said principal and interest shall be payable in equal monthly payments in the amount of One Thousand One Hundred Thirty-Two Dollars and Twenty-Seven Cents ($1,132.27), beginning October 31, 2008, and continuing on the last day of each and every month thereafter until September 30, 2013, at which time all remaining principal and interest shall be due and payable. Said principal and interest can be prepaid at any time prior to, without penalty.

Said payments shall be made payable to Classic Construction, Inc., a Kentucky corporation, and sent directly to P.O. Box 4113, Frankfort, Kentucky 40604, or at any other place designated by the holder.

If the undersigned shall fail to pay said payments when same become due and payable, after thirty (30) days written notice of said failure to pay, the holder of this instrument shall declare the entire balance, including principal and all accrued interest fully due and payable without further notice or demand. In that event, the undersigned agrees to pay interest at the rate of Five Percent (5.00%) per annum on the unpaid balance from the date of the note until paid. The failure of the holder to exercise said option shall not amount to a waiver to exercise same in the event of any subsequent default.

In the event the full amount of any monthly payment is not received by the Holder by the 15th day of the month when due, a late charge of ten Percent (10.00%) of the payment will be charged. This late fee will be paid promptly but only once on each late payment.

In case suit is instituted or the amount is turned over to an attorney, upon the undersigned's default in the above payments, to enforce collection of any unpaid balance hereunder, the undersigned agrees to pay all collection expenses, including all reasonable attorneys' fees incurred by the holder to collection the balance due.

The undersigned hereby waives demand, protest, and notice of the demand, protest and nonpayment.

Coolbrook Utilities, LLC

By: _____
Martin G. Cogan, Member

j/wpdocs/notes/coolbrook.n

OLD NATIONAL BANK
P.O. BOX 3728 EVANSVILLE IN 47736-3728

** LOAN PAYMENT NOTICE **
9-26-11

[redacted]

NOTE NUMBER [redacted]
PRINCIPAL BALANCE 10,011.1
PAYMENT DUE DATE OCT 08, 201

**********SNGLP
21 0.4760 SP 0 440 1 1 21

COOLBROOK UTILITIES LLC
PO BOX 91588
LOUISVILLE KY 40291-0588

PAYMENT CONSISTS OF .....

PRINCIPAL	1,070.1
INTEREST	50.0
TOT PMT DUE	1,120.2

ANNUAL RATE IS 6.0000 PERCENT

Pd 10/8/11
CK#1597

For questions about your loan call 1-800-731-2265.

To compare rates for auto, home, life or business insurance from Old National Insurance call your local agency today!

Evansville - 812-421-2550
Danville - 217-477-5383
Fort Wayne - 574-387-0022
Indianapolis - 317-706-9816
Jasper - 812-634-5316
Lafayette - 217-477-5383
Mishawaka - 574-387-0022
Muncie - 765-254-4560
Terre Haute - 812-462-7294

* PLEASE KEEP THIS NOTICE FOR YOUR RECORDS *

OLD NATIONAL BANK
P.O. BOX 3728 EVANSVILLE IN 47736-3728

Rec'd 10/21/11

** LOAN PAYMENT NOTICE **
10-17-11

[redacted]

NOTE NUMBER [redacted]
PRINCIPAL BALANCE 14,348.2
PAYMENT DUE DATE OCT 29, 201

**********SNGLP
26 0.4760 SP 0.440 1 1 26

COOLBROOK UTILITIES LLC
PO BOX 91588
LOUISVILLE KY 40291-0588

PAYMENT CONSISTS OF .....

PRINCIPAL	14,348.2
INTEREST	62.7
TOT PMT DUE	14,410.9

ANNUAL RATE IS 5.2500 PERCENT

Larry & Marty,
This note payment is full amount.

For questions about your loan call 1-800-731-2265.

To compare rates for auto, home, life or business insurance from Old National Insurance call your local agency today!

Evansville - 812-421-2550
Danville - 217-477-5383
Fort Wayne - 574-387-0022
Indianapolis - 317-706-9816
Jasper - 812-634-5316
Lafayette - 217-477-5383
Mishawaka - 574-387-0022
Muncie - 765-254-4560
Terre Haute - 812-462-7294

*** PLEASE KEEP THIS NOTICE FOR YOUR RECORDS ***

*** PLEASE RETURN THIS NOTICE WITH YOUR PAYMENT ***

26

OLD NATIONAL BANK
P.O. BOX 3728 EVANSVILLE IN 47736-3728

** LOAN PAYMENT NOTICE **
10-17-11

[redacted]

NOTE NUMBER
PRINCIPAL BALANCE 14,348.2
PAYMENT DUE DATE OCT 29, 201
PAYMENT CONSISTS OF .....

PRINCIPAL	14,348.2
INTEREST	62.7
TOT PMT DUE	14,410.9

ANNUAL RATE IS 5.2500 PERCENT

DEAR CUSTOMER -
A PAYMENT ON YOUR NOTE DATED 10/29/08
WILL BE DUE 10/29/11.
THANK YOU

COOLBROOK UTILITIES LLC
PO BOX 91588
LOUISVILLE KY 40291-0588

AMOUNT ENCLOSED

$.

⑆500150836⑆ ⑈ 2000276837 1⑈

PROMISSORY NOTE

Principal	Loan Date	Maturity	Loan No	Call / Coll	Account	Officer	Initials
$20,250.00	05-21-2009	05-21-2011	[redacted]	22300	[redacted]		

References in the boxes above are for Lender's use only and do not limit the applicability of this document to any particular loan or item.
Any item above containing "****" has been omitted due to text length limitations.

Borrower: COOLBROOK UTILITIES, LLC
1706 BARDSTOWN RD
LOUISVILLE, KY 40205-1212

Lender: OLD NATIONAL BANK
204 LOUISVILLE PRESTON POINT
333 EAST MAIN STREET
LOUISVILLE, KY 40202
(502) 540-7300

Principal Amount: $20,250.00 **Date of Note: May 21, 2009**

PROMISE TO PAY. COOLBROOK UTILITIES, LLC ("Borrower") Promises to pay to OLD NATIONAL BANK ("Lender"), or order, in lawful money of the United States of America, the principal amount of Twenty Thousand Two Hundred Fifty & 00/100 Dollars ($20,250.00), together with interest on the unpaid principal balance from May 21, 2009, until paid in full.

PAYMENT. Subject to any payment changes resulting from changes in the Index, Borrower will pay this loan in 24 payments of $898.38 each payment. Borrower's first payment is due June 21, 2009, and all subsequent payments are due on the same day of each month after that. Borrower's final payment will be due on May 21, 2011, and will be for all principal and all accrued interest not yet paid. Payments include principal and interest. Unless otherwise agreed or required by applicable law, payments will be applied first to any accrued unpaid interest; then to principal; then to any unpaid collection costs; and then to any late charges. Borrower will pay Lender at Lender's address shown above or at such other place as Lender may designate in writing.

VARIABLE INTEREST RATE. The interest rate on this Note is subject to change from time to time based on changes in an independent index which is the prime rate as published in the Wall Street Journal (the "Index"). The Index is not necessarily the lowest rate charged by Lender on its loans. If the Index becomes unavailable during the term of this loan, Lender may designate a substitute index after notifying Borrower. Lender will tell Borrower the current Index rate upon Borrower's request. The interest rate change will not occur more often than each day. Borrower understands that Lender may make loans based on other rates as well. The interest rate to be applied to the unpaid principal balance of this Note will be calculated as described in the "INTEREST CALCULATION METHOD" paragraph using a rate of 2.750 percentage points over the Index. NOTICE: Under no circumstances will the interest rate on this Note be more than the maximum rate allowed by applicable law. Whenever increases occur in the interest rate, Lender, at its option, may do one or more of the following: (A) increase Borrower's payments to ensure Borrower's loan will pay off by its original final maturity date, (B) increase Borrower's payments to cover accruing interest, (C) increase the number of Borrower's payments, and (D) continue Borrower's payments at the same amount and increase Borrower's final payment.

INTEREST CALCULATION METHOD. Interest on this Note is computed on a 365/360 basis; that is, by applying the ratio of the interest rate over a year of 360 days, multiplied by the outstanding principal balance, multiplied by the actual number of days the principal balance is outstanding. All interest payable under this Note is computed using this method.

PREPAYMENT. Borrower agrees that all loan fees and other prepaid finance charges are earned fully as of the date of the loan and will not be subject to refund upon early payment (whether voluntary or as a result of default), except as otherwise required by law. Except for the foregoing, Borrower may pay without penalty all or a portion of the amount owed earlier than it is due. Early payments will not, unless agreed to by Lender in writing, relieve Borrower of Borrower's obligation to continue to make payments under the payment schedule. Rather, early payments will reduce the principal balance due and may result in Borrower's making fewer payments. Borrower agrees not to send Lender payments marked "paid in full", "without recourse", or similar language. If Borrower sends such a payment, Lender may accept it without losing any of Lender's rights under this Note, and Borrower will remain obligated to pay any further amount owed to Lender. All written communications concerning disputed amounts, including any check or other payment instrument that indicates that the payment constitutes "payment in full" of the amount owed or that is tendered with other conditions or limitations or as full satisfaction of a disputed amount must be mailed or delivered to: Old National Bank, PO Box 3728 Evansville, IN 47736-3728.

LATE CHARGE. If a payment is 10 days or more late, Borrower will be charged 5.000% of the regularly scheduled payment or $50.00, whichever is greater.

INTEREST AFTER DEFAULT. Upon default, including failure to pay upon final maturity, the interest rate on this Note shall be increased by adding a 3.000 percentage point margin ("Default Rate Margin"). The Default Rate Margin shall also apply to each succeeding interest rate change that would have applied had there been no default. However, in no event will the interest rate exceed the maximum interest rate limitations under applicable law.

DEFAULT. Each of the following shall constitute an event of default ("Event of Default") under this Note:

Payment Default. Borrower fails to make any payment when due under this Note.

Other Defaults. Borrower fails to comply with or to perform any other term, obligation, covenant or condition contained in this Note or in any of the related documents or to comply with or to perform any term, obligation, covenant or condition contained in any other agreement between Lender and Borrower.

Default in Favor of Third Parties. Borrower or any Grantor defaults under any loan, extension of credit, security agreement, purchase or sales agreement, or any other agreement, in favor of any other creditor or person that may materially effect any of Borrower's property or Borrower's ability to repay this Note or perform Borrower's obligations under this Note or any of the related documents.

False Statements. Any warranty, representation or statement made or furnished to Lender by Borrower or on Borrower's behalf under this Note or the related documents is false or misleading in any material respect, either now or at the time made or furnished or becomes false or misleading at any time thereafter.

Death or Insolvency. The dissolution of Borrower (regardless of whether election to continue is made), any member withdraws from Borrower, or any other termination of Borrower's existence as a going business or the death of any member, the insolvency of Borrower, the appointment of a receiver for any part of Borrower's property, any assignment for the benefit of creditors, any type of creditor workout, or the commencement of any proceeding under any bankruptcy or insolvency laws by or against Borrower.

Creditor or Forfeiture Proceedings. Commencement of foreclosure or forfeiture proceedings, whether by judicial proceeding, self-help, repossession or any other method, by any creditor of Borrower or by any governmental agency against any collateral securing the loan. This includes a garnishment of any of Borrower's accounts, including deposit accounts, with Lender. However, this Event of Default shall not apply if there is a good faith dispute by Borrower as to the validity or reasonableness of the claim which is the basis of the creditor or forfeiture proceeding and if Borrower gives Lender written notice of the creditor or forfeiture proceeding and deposits with Lender monies or a surety bond for the creditor or forfeiture proceeding, in an amount determined by Lender, in its sole discretion, as being an adequate reserve or bond for the dispute.

Events Affecting Guarantor. Any of the preceding events occurs with respect to any Guarantor of any of the indebtedness or any Guarantor dies or becomes incompetent, or revokes or disputes the validity of, or liability under, any guaranty of the indebtedness evidenced by this Note.

Adverse Change. A material adverse change occurs in Borrower's financial condition, or Lender believes the prospect of payment or performance of this Note is impaired.

Insecurity. Lender in good faith believes itself insecure.

Cure Provisions. If any default, other than a default in payment is curable and if Borrower has not been given a notice of a breach of the same provision of this Note within the preceding twelve (12) months, it may be cured if Borrower, after receiving written notice from Lender demanding cure of such default: (1) cures the default within fifteen (15) days; or (2) if the cure requires more than fifteen (15) days, immediately initiates steps which Lender deems in Lender's sole discretion to be sufficient to cure the default and thereafter continues and completes all reasonable and necessary steps sufficient to produce compliance as soon as reasonably practical.

LENDER'S RIGHTS. Upon default, Lender may declare the entire unpaid principal balance under this Note and all accrued unpaid interest immediately due, and then Borrower will pay that amount.

ATTORNEYS' FEES; EXPENSES. Lender may hire or pay someone else to help collect this Note if Borrower does not pay. Borrower will pay Lender that amount. This includes, subject to any limits under applicable law, Lender's reasonable attorneys' fees and Lender's legal expenses whether or not there is a lawsuit, including reasonable attorneys' fees and legal expenses for bankruptcy proceedings (including efforts to modify or vacate any automatic stay or injunction), and appeals. If not prohibited by applicable law, Borrower also will pay any court costs, in addition to all other sums provided by law

JURY WAIVER. Lender and Borrower hereby waive the right to any jury trial in any action, proceeding, or counterclaim brought by either Lender or Borrower against the other.

GOVERNING LAW. This Note will be governed by federal law applicable to Lender and, to the extent not preempted by federal law, the laws of the Commonwealth of Kentucky without regard to its conflicts of law provisions. This Note has been accepted by Lender in the Commonwealth of Kentucky.

CHOICE OF VENUE. If there is a lawsuit, Borrower agrees upon Lender's request to submit to the jurisdiction of the courts of JEFFERSON County, Commonwealth of Kentucky.

DISHONORED ITEM FEE. Borrower will pay a fee to Lender of $20.00 if Borrower makes a payment on Borrower's loan and the check or preauthorized charge with which Borrower pays is later dishonored.

RIGHT OF SETOFF. To the extent permitted by applicable law, Lender reserves a right of setoff in all Borrower's accounts with Lender (whether checking, savings, or some other account). This includes all accounts Borrower holds jointly with someone else and all accounts Borrower may open in the future. However, this does not include any IRA or Keogh accounts, or any trust accounts for which setoff would be prohibited by law. Borrower authorizes Lender, to the extent permitted by applicable law, to charge or setoff all sums owing on the debt against any and all such accounts, and, at Lender's option, to administratively freeze all such accounts to allow Lender to protect Lender's charge and setoff rights provided in this paragraph.

COLLATERAL. Borrower acknowledges this Note is secured by the collateral under any and all existing and subsequent security documents, including mortgages, security agreements and collateral assignments by any Borrower or Guarantor.

COLLATERAL INSPECTION/APPRAISAL COST REIMBURSEMENT. Upon such frequency as Lender may determine and whether or not Borrower is in default, Lender shall be entitled to perform and Borrower shall cooperate with examinations, inspections, audits and appraisals as provided herein. Upon advance notice by Lender to Borrower, Borrower shall permit access to its books and records by Lender and by Lender's designated representatives and agents for purposes of inspection, copying and/or auditing. Lender and Lender's designated representatives and agents shall also have the right upon advance notice to examine, inspect and/or appraise any collateral for this Note wherever located. Subject to any limitations under applicable law, Borrower shall reimburse Lender for any professional fees or other expenses incurred by Lender in connection with any examinations, inspections or audits of the books and records of Borrower and/or any examinations, inspections and/or appraisals of such collateral.

FINANCIAL RECORDS. In absence of a more specific agreement, requirement or covenant with regard to the preparation and delivery of financial statements and additional information which may be contained in a Business Loan Agreement between Borrower and Lender, Borrower agrees to furnish Lender with, as soon as available, but in no event later than ninety (90) days after the end of each fiscal year of Borrower, Borrower's balance sheet and income statement for the year ended. Borrower further agrees to furnish Lender with, as soon as available, but in no event later than thirty (30) days after direction to do so from Lender, current interim financial statements, lists of assets and liabilities, agings of receivables and payables, inventory schedules, budgets, forecasts, tax returns, and other reports with respect to Borrower's financial condition and business operations. All financial reports required to be provided by Borrower shall be prepared in accordance with generally accepted accounting principles, applied on a consistent basis, and certified by an authorized officer of Borrower as being true and correct. Borrower also agrees to cause all guarantors of this Note to furnish financial statements and federal income tax returns within thirty (30) days after direction to do so by the Lender. If the required financial statements or financial information required by this Note or any Business Loan Agreement between Borrower and Lender is not delivered to Lender within fifteen days after the date required to do so, Lender shall be entitled to increase Borrower's interest rate on this Note 3.00 percentage points above the interest rate which would otherwise apply until such time as all of the required financial information is provided to the Lender.

CAPITALIZATION OF LATE CHARGES. Borrower understands and agrees that any late charges imposed under this Note may be added by Lender to the principal amount due under this loan and shall bear interest at the rate than applicable under the terms of this Note.

SUCCESSOR INTERESTS. The terms of this Note shall be binding upon Borrower, and upon Borrower's heirs, personal representatives, successors and assigns, and shall inure to the benefit of Lender and its successors and assigns.

GENERAL PROVISIONS. If any part of this Note cannot be enforced, this fact will not affect the rest of the Note. Lender may delay or forgo enforcing any of its rights or remedies under this Note without losing them. Borrower and any other person who signs, guarantees or endorses this Note, to the extent allowed by law, waive presentment, demand for payment, and notice of dishonor. Upon any change in the terms of this Note, and unless otherwise expressly stated in writing, no party who signs this Note, whether as maker, guarantor, accommodation maker or endorser, shall be released from liability. All such parties agree that Lender may renew or extend (repeatedly and for any length of time) this loan or release any party or guarantor or collateral; or impair, fail to realize upon or perfect Lender's security interest in the collateral; and take any other action deemed necessary by Lender without the consent of or notice to anyone. All such parties also agree that Lender may modify this loan without the consent of or notice to anyone other than the party with whom the modification is made. The obligations under this Note are joint and several.

PRIOR TO SIGNING THIS NOTE, BORROWER READ AND UNDERSTOOD ALL THE PROVISIONS OF THIS NOTE, INCLUDING THE VARIABLE INTEREST RATE PROVISIONS. BORROWER AGREES TO THE TERMS OF THE NOTE.

BORROWER ACKNOWLEDGES RECEIPT OF A COMPLETED COPY OF THIS PROMISSORY NOTE.

BORROWER:

COOLBROOK UTILITIES, LLC

By: [redacted]
MARTIN GIBNA COGAN, MEMBER of COOLBROOK UTILITIES, LLC

By: [redacted]
LARRY SMITHERS, MEMBER of COOLBROOK UTILITIES, LLC

07-22-2010
10:33:22

Loan Amortization Schedule
Estimated Payments

[redacted]
LOU02L18S1

Note number: [redacted]
Prin amt: 8727.01
Interest rate: 1- 6.0000

Accr/Yr base: ACT 360

Name: COOLBROOK UTILITIE
Int comp: SIMPLE

	Pymt date	Total pymt	Principal Cr life	Interest A&H	Principal bal Other ins Interest paid
1	8-21-10	898.38	846.02	52.36	7880.99
	9-21-10	898.38	857.66	40.72	7023.33
	10-21-10	898.38	863.26	35.12	6160.07
	11-21-10	898.38	866.55	31.83	5293.52
	12-21-10	898.38	871.92	26.46	4421.60
	1-21-11	898.38	875.53	22.85	3546.07
	2-21-11	898.38	880.06	18.32	2666.01
	3-21-11	898.38	885.94	12.44	1780.07
	4-21-11	898.38	889.18	9.20	890.89
	5-21-11	895.34	890.89	4.45	.00

F3=Exit F2=Note inquiry F8=Print schedule F11=Fold/Unfold F12=Cancel

Coolbrook Utilities, LLC
Depreciation Exhibit Note

Attached is the 2009 Coolbrook Depreciation Schedule filed in Case No. 2010-00314. In that case, the Commission Staff recommended disallowance of all of Coolbrook's historical depreciation expense based on the ending balance of 2009 plant, but did recommend allowing depreciation expense over 8.5 years on various repairs made in 2010, as discussed in this application. Because the Staff's recommendation and the 2010 Final Order approving the stipulation were unavailable to the PSC, Coolbrook's CPA has not completed a 2010 depreciation schedule based upon this regulatory guidance. Therefore, the 2009 depreciation schedule is attached herein, recognizing that the regulatory guidance offered by the PSC Staff differs from it.

2009 DEPRECIATION AND AMORTIZATION REPORT

- CURRENT YEAR FEDERAL - COOLBROOK UTILITIES, LLC

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	SEWER PLANT	103108	150DB	15.00	17	60000.			60000.	1250.		5875.
2	BARNES PUMP	071709	200DB	5.00	19B	1000.			1000.			200.
	* TOTAL OTHER DEPRECIATION					61000.			61000.	1250.		6075.
	CURRENT YEAR ACTIVITY											
	BEGINNING BALANCE					60000.		0.	60000.	1250.		
	ACQUISITIONS					1000.		0.	1000.	0.		
	DISPOSITIONS					0.		0.	0.	0.		
	ENDING BALANCE					61000.		0.	61000.	1250.		

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form **1065**
Department of the Treasury
Internal Revenue Service

U.S. Return of Partnership Income

For calendar year 2010, or tax year beginning _____, _____, ending _____, _____

EXTENSION GRANTED TO 09/15/11

OMB No. 1545-0099

2010

A Principal business activity: SEWER UTILITY

B Principal product or service: SEWER TREATMENT

C Business code number: 221300

Print or type.

Name of partnership: COOLBROOK UTILITIES, LLC

Number, street, and room or suite no. If a P.O. box, see the instructions.: P.O. BOX 91588

City or town, state, and ZIP code: LOUISVILLE KY 40291

D Employer identification number: [redacted]

E Date business started: 07/01/2008

F Total assets: $ 61563.

G Check applicable boxes: (1) [ ] Initial return (2) [ ] Final return (3) [ ] Name change (4) [X] Address change (5) [ ] Amended return (6) [ ] Technical termination - also check (1) or (2)

H Check accounting method: (1) [ ] Cash (2) [X] Accrual (3) [ ] Other (specify) ▶

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ 2

J Check if Schedules C and M-3 are attached [ ]

Caution. *Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.*

Income	1 a Gross receipts or sales	1a	116892.		
	b Less returns and allowances	1b		1c	116892.
	2 Cost of goods sold (Schedule A, line 8)			2	
	3 Gross profit. Subtract line 2 from line 1c			3	116892.
	4 Ordinary income (loss) from other partnerships, estates, and trusts *(attach statement)*			4	
	5 Net farm profit (loss) *(attach Schedule F (Form 1040))*			5	
	6 Net gain (loss) from Form 4797, Part II, line 17 *(attach Form 4797)*			6	
	7 Other income (loss) *(attach statement)*			7	
	8 **Total income (loss).** Combine lines 3 through 7			8	116892.
Deductions (see the instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9	
	10 Guaranteed payments to partners			10	
	11 Repairs and maintenance			11	
	12 Bad debts			12	
	13 Rent			13	
	14 Taxes and licenses SEE STATEMENT 1			14	4616.
	15 Interest			15	3163.
	16 a Depreciation *(if required, attach Form 4562)*	16a	6957.		
	b Less depreciation reported on Schedule A and elsewhere on return	16b		16c	6957.
	17 Depletion (Do not deduct oil and gas depletion.)			17	
	18 Retirement plans, etc.			18	
	19 Employee benefit programs			19	
	20 Other deductions *(attach statement)* SEE STATEMENT 2			20	154698.
	21 **Total deductions.** Add the amounts shown in the far right column for lines 9 through 20			21	169434.
	22 **Ordinary business income (loss).** Subtract line 21 from line 8			22	-52542.

COPY

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.

▶ Signature of general partner or limited liability company member manager ▶ Date

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [ ] No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
CHARLES B LOGSDON				[redacted]

Firm's name ▶ LOGSDON & CO., PC

Firm's EIN ▶ [redacted]

Firm's address ▶ 405 WEST 6TH STREET JEFFERSONVILLE, IN 47130

Phone no. (812) 283-7722

Schedule A Cost of Goods Sold (see the instructions)

1	Inventory at beginning of year	1	
2	Purchases less cost of items withdrawn for personal use	2	
3	Cost of labor	3	
4	Additional section 263A costs *(attach statement)*	4	
5	Other costs *(attach statement)*	5	
6	**Total.** Add lines 1 through 5	6	
7	Inventory at end of year	7	
8	**Cost of goods sold.** Subtract line 7 from line 6. Enter here and on page 1, line 2	8	

9 a Check all methods used for valuing closing inventory:

(i) ☐ Cost as described in Regulations section 1.471-3

(ii) ☐ Lower of cost or market as described in Regulations section 1.471-4

(iii) ☐ Other (specify method used and attach explanation) ▶

b Check this box if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c) ▶ ☐

c Check this box if the LIFO inventory method was adopted this tax year for any goods *(if checked, attach Form 970)* ▶ ☐

d Do the rules of section 263A (for property produced or acquired for resale) apply to the partnership? ☐ Yes ☐ No

e Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☐ No

If "Yes," attach explanation.

Schedule B Other Information

	Yes	No
1 What type of entity is filing this return? Check the applicable box:		
a ☐ Domestic general partnership b ☐ Domestic limited partnership		
c ☒ Domestic limited liability company d ☐ Domestic limited liability partnership		
e ☐ Foreign partnership f ☐ Other ▶		
2 At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?		X
3 At the end of the tax year:		
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership		X
b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership	X	
4 At the end of the tax year, did the partnership:		
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below		X

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below		X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

		Yes	No
5	Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details		X
6	Does the partnership satisfy all four of the following conditions?		
a	The partnership's total receipts for the tax year were less than $250,000.		
b	The partnership's total assets at the end of the tax year were less than $1 million.		
c	Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.		
d	The partnership is not filing and is not required to file Schedule M-3	X	
	If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.		
7	Is this partnership a publicly traded partnership as defined in section 469(k)(2)?		X
8	During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?		X
9	Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?		X
10	At any time during calendar year 2010, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country. ▶		X
11	At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions		X
12a	Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election.		X
b	Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
c	Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
13	Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than entities wholly-owned by the partnership throughout the tax year) ▶ ☐		
14	At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		X
15	If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See instructions ▶		
16	Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. ▶		X
17	Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return. ▶		

Designation of Tax Matters Partner (see instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP ▶ Identifying number of TMP ▶

If the TMP is an entity, name of TMP representative ▶ Phone number of TMP ▶

Address of designated TMP ▶

Schedule K Partners' Distributive Share Items

				Total amount
Income (Loss)	1	Ordinary business income (loss) (page 1, line 22)	1	-52542.
	2	Net rental real estate income (loss) *(attach Form 8825)*	2	
	3 a	Other gross rental income (loss) — 3a		
	b	Expenses from other rental activities *(attach statement)* — 3b		
	c	Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4	Guaranteed payments	4	
	5	Interest income	5	
	6	Dividends: a Ordinary dividends	6a	
		b Qualified dividends — 6b		
	7	Royalties	7	
	8	Net short-term capital gain (loss) *(attach Schedule D (Form 1065))*	8	
	9 a	Net long-term capital gain (loss) *(attach Schedule D (Form 1065))*	9a	
	b	Collectibles (28%) gain (loss) — 9b		
	c	Unrecaptured section 1250 gain *(attach statement)* — 9c		
	10	Net section 1231 gain (loss) *(attach Form 4797)*	10	
	11	Other income (loss) *(see instructions)* Type ▶	11	
Deductions	12	Section 179 deduction *(attach Form 4562)*	12	
	13 a	Contributions	13a	
	b	Investment interest expense	13b	
	c	Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c(2)	
	d	Other deductions *(see instructions)* Type ▶	13d	
Self-Employment	14 a	Net earnings (loss) from self-employment	14a	-52542.
	b	Gross farming or fishing income	14b	
	c	Gross nonfarm income	14c	116892.
Credits	15 a	Low-income housing credit (section 42(j)(5))	15a	
	b	Low-income housing credit (other)	15b	
	c	Qualified rehabilitation expenditures (rental real estate) *(attach Form 3468)*	15c	
	d	Other rental real estate credits *(see instructions)* Type ▶	15d	
	e	Other rental credits *(see instructions)* Type ▶	15e	
	f	Other credits *(see instructions)* Type ▶	15f	
Foreign Transactions	16 a	Name of country or U.S. possession ▶		
	b	Gross income from all sources	16b	
	c	Gross income sourced at partner level	16c	
		Foreign gross income sourced at partnership level		
	d	Passive category ▶ e General category ▶ f Other ▶	16f	
		Deductions allocated and apportioned at partner level		
	g	Interest expense ▶ h Other ▶	16h	
		Deductions allocated and apportioned at partnership level to foreign source income		
	i	Passive category ▶ j General category ▶ k Other ▶	16k	
	l	Total foreign taxes (check one): ▶ Paid ☐ Accrued ☐	16l	
	m	Reduction in taxes available for credit *(attach statement)*	16m	
	n	Other foreign tax information *(attach statement)*		
Alternative Minimum Tax (AMT) Items	17 a	Post-1986 depreciation adjustment	17a	402.
	b	Adjusted gain or loss	17b	
	c	Depletion (other than oil and gas)	17c	
	d	Oil, gas, and geothermal properties - gross income	17d	
	e	Oil, gas, and geothermal properties - deductions	17e	
	f	Other AMT items *(attach statement)*	17f	
Other Information	18 a	Tax-exempt interest income	18a	
	b	Other tax-exempt income	18b	
	c	Nondeductible expenses	18c	
	19 a	Distributions of cash and marketable securities	19a	
	b	Distributions of other property	19b	
	20 a	Investment income	20a	
	b	Investment expenses	20b	
	c	Other items and amounts *(attach statement)*		

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l	1	-52542.

2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other
a General partners						
b Limited partners			-52542.			

Schedule L Balance Sheets per Books

Assets	Beginning of tax year (a)	Beginning of tax year (b)	End of tax year (c)	End of tax year (d)
1 Cash				
2a Trade notes and accounts receivable	8301.		8104.	
b Less allowance for bad debts		8301.		8104.
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets *(attach statement)*	STATEMENT 3	9110.		
7 Mortgage and real estate loans				
8 Other investments *(attach statement)*				
9a Buildings and other depreciable assets	61000.		67741.	
b Less accumulated depreciation	7325.	53675.	14282.	53459.
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets *(attach statement)*				
14 Total assets		71086.		61563.
Liabilities and Capital				
15 Accounts payable		8921.		47701.
16 Mortgages, notes, bonds payable in less than 1 year		28680.		33758.
17 Other current liabilities *(attach statement)*	STATEMENT 4	407.		1419.
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more		50090.		48239.
20 Other liabilities *(attach statement)*				
21 Partners' capital accounts		-17012.		-69554.
22 Total liabilities and capital		71086.		61563.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1 Net income (loss) per books	-52542.	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize): a Tax-exempt interest $	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):			
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize): a Depreciation $	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize): a Depreciation $ b Travel and entertainment $		8 Add lines 6 and 7	
		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	-52542.
5 Add lines 1 through 4	-52542.		

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	-17012.	6 Distributions: a Cash	
2 Capital contributed: a Cash		b Property	
b Property		7 Other decreases (itemize):	
3 Net income (loss) per books	-52542.		
4 Other increases (itemize):		8 Add lines 6 and 7	
5 Add lines 1 through 4	-69554.	9 Balance at end of year. Subtract line 8 from line 5	-69554.

Form **7004**

(Rev. December 2008)

Department of the Treasury
Internal Revenue Service

Application for Automatic Extension of Time To File Certain Business Income Tax, Information, and Other Returns

▶ File a separate application for each return.

▶ See separate instructions.

OMB No 1545-0233

Type or Print

File by the due date for the return for which an extension is requested. See instructions.

Name: COOLBROOK UTILITIES, LLC

Identifying number: [redacted]

Number, street, and room or suite no. (If P.O. box, see instructions.): P.O. BOX 91588

City, town, state, and ZIP code (If a foreign address, enter city, province or state, and country (follow the country's practice for entering postal code)): LOUISVILLE, KY 40291

Note. See instructions before completing this form.

Part I **Automatic 5-Month Extension** Complete if Filing Form 1065, 1041, or 8804

1a Enter the form code for the return that this application is for (see below) 09

Application Is For:	Form Code	Application Is For:	Form Code
Form 1065	09	Form 1041 (estate)	04
Form 8804	31	Form 1041 (trust)	05

Part II **Automatic 6-Month Extension** Complete if Filing Other Forms

b Enter the form code for the return that this application is for (see below) .....

Application Is For:	Form Code	Application Is For:	Form Code
Form 706-GS(D)	01	Form 1120-PC	21
Form 706-GS(T)	02	Form 1120-POL	22
Form 1041-N	06	Form 1120-REIT	23
Form 1041-QFT	07	Form 1120-RIC	24
Form 1042	08	Form 1120S	25
Form 1065-B	10	Form 1120-SF	26
Form 1066	11	Form 3520-A	27
Form 1120	12	Form 8612	28
Form 1120-C	34	Form 8613	29
Form 1120-F	15	Form 8725	30
Form 1120-FSC	16	Form 8831	32
Form 1120-H	17	Form 8876	33
Form 1120-L	18	Form 8924	35
Form 1120-ND	19	Form 8928	36
Form 1120-ND (section 4951 taxes)	20		

2 If the organization is a foreign corporation that does no ave an office or place of business in the United States, check here ..... ▶ ☐

3 If the organization is a corporation and is the common parent of a group that in ends to file a consolidated return, check here ..... ▶ ☐
If checked, at ach a schedule, listing the name, address, and Employer Identification Number (EIN) for each member covered by his application.

Part III **All Filers Must Complete This Par**

4 If the organization is a corporation or partnership that qualifies under Regulations section 1.6081-5, check here ..... ▶ ☐

5a The application is for calendar year 2010, or tax year beginning _____, and ending _____

b Shor: tax year. If this tax year is less than 12 months, check the reason:
☐ Initial return ☐ Final return ☐ Change in accounting period ☐ Consolidated return to be filed

6 Tentative total tax	6	
7 Total payments and credits (see instructions)	7	
8 **Balance due.** Subtract line 7 from line 6. Generally, you must deposit this amount using the Electronic Federal Tax Payment System (EFTPS), a Federal Tax Deposit (FTD) Coupon, or Electronic Funds Withdrawal (EFW) (see instructions for exceptions)	8	0.

LHA For Privacy ct and Paperwork Reduction Act Notice, see separate instructions.

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Form 7004 (Rev. 12-2008)

18310331 781430 COOLBROOKUTI 2010.03030 COOLBROOK UTILITIES, LLC COOLBRO1

SCHEDULE B-1
(Form 1065)
(December 2009)
Department of the Treasury
Internal Revenue Service

Information on Partners Owning 50% or More of the Partnership

▶ Attach to Form 1065. See instructions.

OMB No. 1545-0099

Name of partnership: COOLBROOK UTILITIES, LLC

Employer identification number: [redacted]

Part I Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3a)

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

Part II Individuals or Estates Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3b)

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital
MARTIN G COGAN	[redacted]	UNITED STATES	50.00
LAWRENCE W SMITHER	[redacted]	UNITED STATES	50.00

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule B-1 (Form 1065) (12-2009)

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18310331 781430 COOLBROOKUTI 2010.03030 COOLBROOK UTILITIES, LLC COOLBRO1

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property) OTHER 1

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2010

Attachment Sequence No. 67

Name(s) shown on return: COOLBROOK UTILITIES, LLC

Business or activity to which this form relates

Identifying number: [redacted]

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2000000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	5608.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

	(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property						
b	5-year property		6741.	5 YRS.	HY	200DB	1349.
c	7-year property						
d	10-year property						
e	15-year property						
f	20-year property						
g	25-year property			25 yrs.		S/L	
h	Residential rental property	/		27.5 yrs.	MM	S/L	
		/		27.5 yrs.	MM	S/L	
i	Nonresidential real property	/		39 yrs.	MM	S/L	
		/			MM	S/L	

Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a	Class life					S/L	
b	12-year			12 yrs.		S/L	
c	40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	6957.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No 24b If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," *or related person.*
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year:					
43 Amortization of costs that began before your 2010 tax year				43	
44 Total. Add amounts in column (f). See the instructions for where to report				44	

2010 DEPRECIATION AND AMORTIZATION REPORT

OTHER 1

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	SEWER PLANT	103108	150DB	15.00	17	60000.			60000.	7125.		5288.
2	BARNES PUMP	071709	200DB	5.00	17	1000.			1000.	200.		320.
3	CAMDEN CONTROL PANEL	013010	200DB	5.00	19B	446.			446.			89.
4	METERING PUMP	012310	200DB	5.00	19B	729.			729.			146.
5	HALLS PUMP	080610	200DB	5.00	19B	1272.			1272.			255.
6	HONEYWELL CHART RECORDER	083010	200DB	5.00	19B	1000.			1000.			200.
7	D&F DISTRIBUTORS PUMP	091310	200DB	5.00	19B	2486.			2486.			497.
8	D&F DISTRIBUTORS CONTROL PANEL	102110	200DB	5.00	19B	808.			808.			162.
	* TOTAL OTHER DEPRECIATION					67741.			67741.	7325.		6957.
	CURRENT ACTIVITY											
	BEGINNING BALANCE					61000.		0.	61000.	7325.		
	ACQUISITIONS					6741.		0.	6741.	0.		
	DISPOSITIONS					0.		0.	0.	0.		
	ENDING BALANCE					67741.		0.	67741.	7325.		

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Worksheet for Figuring Net Earnings (Loss) From Self-Employment

Name of partnership				Employer identification number
COOLBROOK UTILITIES, LLC				[redacted]2
1 a Ordinary income (loss) (Schedule K, line 1)	1a	-52542.		
b Net income (loss) from CERTAIN rental real estate activities	1b			
c Net income (loss) from other rental activities (Schedule K, line 3c)	1c			
d Net loss from Form 4797, Part II, line 17, included on line 1a above. Enter as a positive amount	1d			
e Other additions	1e			
f Combine lines 1a through 1e	1f	-52542.		
2 a Net gain from Form 4797, Part II, line 17, included on line 1a above	2a			
b Other subtractions	2b			
c Add lines 2a and 2b	2c			
3 a Subtract line 2c from line 1f. If line 1f is a loss, increase the loss on line 1f by the amount on line 2c	3a	-52542.		
b Part of line 3a allocated to limited partners, estates, trusts, corporations, exempt organizations, and IRAs	3b			
c Subtract line 3b from line 3a			3c	-52542.
4 a Guaranteed payments to partners (Schedule K, line 4) derived from a trade or business as defined in section 1402(c)	4a			
b Part of line 4a allocated to individual limited partners for other than services and to estates, trusts, corporations, exempt organizations, and IRAs	4b			
c Subtract line 4b from line 4a			4c	
5 Net earnings (loss) from self-employment. Combine lines 3c and 4c. Enter here and on Schedule K, line 14a			5	-52542.

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FORM 1065 — TAX EXPENSE — STATEMENT 1

DESCRIPTION	AMOUNT
KENTUCKY TAXES - OTHER	175.
OTHER TAXES AND LICENSES	1966.
PROPERTY TAXES	2475.
TOTAL TO FORM 1065, LINE 14	4616.

FORM 1065 — OTHER DEDUCTIONS — STATEMENT 2

DESCRIPTION	AMOUNT
CHEMICALS	6775.
COLLECTION EXPENSE	17534.
COMMUNICATION EXPENSE	172.
INSURANCE	900.
LABOR EXPENSE - TESTING	8974.
MANAGEMENT FEES	250.
MISCELLANEOUS	186.
OFFICE EXPENSE	208.
PLANT MAINTENANCE	73663.
PROFESSIONAL FEES	4189.
RATE CASE EXPENSE	1968.
SLUDGE HAULING	11713.
UTILITIES	28166.
TOTAL TO FORM 1065, LINE 20	154698.

SCHEDULE L — OTHER CURRENT ASSETS — STATEMENT 3

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
DUE FROM RELATED PARTIES	9110.	
TOTAL TO SCHEDULE L, LINE 6	9110.	

SCHEDULE L — OTHER CURRENT LIABILITIES — STATEMENT 4

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
BANK OVERDRAFT	407.	
DUE TO RELATED PARTIES		1419.
TOTAL TO SCHEDULE L, LINE 17	407.	1419.

FORM 1065 — PARTNERS' CAPITAL ACCOUNT SUMMARY — STATEMENT 5

PARTNER NUMBER	BEGINNING CAPITAL	CAPITAL CONTRIBUTED	SCHEDULE M-2 LNS 3, 4 & 7	WITH-DRAWALS	ENDING CAPITAL
1	-8506.		-26271.		-34777.
2	-8506.		-26271.		-34777.
TOTAL	-17012.		-52542.		-69554.

1

651110

Schedule K-1 (Form 1065)

Department of the Treasury Internal Revenue Service

2010

For calendar year 2010, or tax year beginning _____ ending _____

☐ Final K-1 ☐ Amended K-1 OMB No. 1545-0099

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
[redacted]2

B Partnership's name, address, city, state, and ZIP code

COOLBROOK UTILITIES, LLC
P.O. BOX 91588
LOUISVILLE, KY 40291

C IRS Center where partnership filed return
CINCINNATI, OH

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
[redacted]5

F Partner's name, address, city, state, and ZIP code

MARTIN G COGAN
2223 MILLVALE DR
LOUISVILLE, KY 40205

G [X] General partner or LLC member-manager ☐ Limited partner or other LLC member

H [X] Domestic partner ☐ Foreign partner

I What type of entity is this partner? INDIVIDUAL

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	50.0000000%	50.0000000%
Loss	50.0000000%	50.0000000%
Capital	50.0000000%	50.0000000%

K Partner's share of liabilities at year end:

Nonrecourse	$
Qualified nonrecourse financing	$
Recourse	$ 24120.

L Partner's capital account analysis:

Beginning capital account	$ -8506.
Capital contributed during the year	$
Current year increase (decrease)	$ -26271.
Withdrawals & distributions	$( )
Ending capital account	$ -34777.

[X] Tax basis ☐ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?
☐ Yes [X] No
If "Yes", attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	-26271.	
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Guaranteed payments		
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)		
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured sec 1250 gain		
10	Net section 1231 gain (loss)		
11	Other income (loss)		
12	Section 179 deduction		
13	Other deductions		
14	Self-employment earnings (loss)	A -26271.	
		C 58446.	

15	Credits	
16	Foreign transactions	
17	Alternative min tax (AMT) items	A 201.
18	Tax-exempt income and nondeductible expenses	
19	Distributions	
20	Other information	

*See attached statement for additional information.

For IRS Use Only

011261 01-24-11 LHA For Paperwork Reduction Act Notice, see Instructions for Form 1065.

Schedule K-1 (Form 1065) 2010

651110

Schedule K-1 (Form 1065)

Department of the Treasury
Internal Revenue Service

2010

For calendar year 2010, or tax year beginning _____ ending _____

☐ Final K-1 ☐ Amended K-1 OMB No. 1545-0099

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
26-3393302

B Partnership's name, address, city, state, and ZIP code
COOLBROOK UTILITIES, LLC
P.O. BOX 91588
LOUISVILLE, KY 40291

C IRS Center where partnership filed return
CINCINNATI, OH

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
[redacted]

F Partner's name, address, city, state, and ZIP code
LAWRENCE W SMITHER
P O BOX 137
CRESTWOOD, KY 40014

G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC member

H ☒ Domestic partner ☐ Foreign partner

I What type of entity is this partner? INDIVIDUAL

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	50.0000000%	50.0000000%
Loss	50.0000000%	50.0000000%
Capital	50.0000000%	50.0000000%

K Partner's share of liabilities at year end:

Nonrecourse	$
Qualified nonrecourse financing	$
Recourse	$ 24119.

L Partner's capital account analysis:

Beginning capital account	$ -8506.
Capital contributed during the year	$
Current year increase (decrease)	$ -26271.
Withdrawals & distributions	$( )
Ending capital account	$ -34777.

☒ Tax basis ☐ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?
☐ Yes ☒ No
If "Yes", attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1 Ordinary business income (loss)	-26271.
2 Net rental real estate income (loss)	
3 Other net rental income (loss)	
4 Guaranteed payments	
5 Interest income	
6a Ordinary dividends	
6b Qualified dividends	
7 Royalties	
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured sec 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	
13 Other deductions	
14 Self-employment earnings (loss)	A -26271. C 58446.
15 Credits	
16 Foreign transactions	
17 Alternative min tax (AMT) items	A 201.
18 Tax-exempt income and nondeductible expenses	
19 Distributions	
20 Other information	

*See attached statement for additional information.

For IRS Use Only

011201
01-24-11 LHA For Paperwork Reduction Act Notice, see Instructions for Form 1065.

Schedule K-1 (Form 1065) 2010

765 **Kentucky**
41A765 UNBRIDLED SPIRIT
Department of Revenue

▶ See instructions.

A _____
Kentucky Corporation/LLET Account Number

2010

KENTUCKY PARTNERSHIP INCOME AND LLET RETURN

Taxable period beginning JAN 1, 2010, and ending DEC 31, 2010.

B *Check applicable box(es):*

LLET
Receipts Method
- [ ] Gross Receipts
- [ ] Gross Profits
- [X] $175 minimum

Nonfiling Status Code
Enter Code

C
Income Return
Nonfiling Status Code
Enter Code

D Federal Identification Number [redacted]

Taxable Year Ending 12/10 (Mo. Yr.)

Name of Partnership *(Print or type)*: COOLBROOK UTILITIES, LLC

Number and Street: P.O. BOX 91588

City: LOUISVILLE State: KY ZIP Code: 40291

Telephone Number:

State and Date of Organization: KY

Principal Business Activity in KY: SEWER UTILITY

NAICS Code Number (Relating to Kentucky Activity) (See www.census.gov): 221300

E *Check if applicable:*
- [X] LLC
- [ ] LP
- [ ] LLP
- [ ] Qualified investment pass-through entity
- [ ] Amended return
- [ ] Initial return
- [ ] Final return (attach explanation)
- [X] Change of Address
- [ ] Short-period return (attach explanation)
- [ ] Change of Name
- [ ] Change of Accounting Period

F *Number of Partners (Attach K-1s)* ▶ 2

PART I - ORDINARY INCOME (LOSS) COMPUTATION

1. Federal ordinary income (loss) (see instructions)	1	-52542	00
ADDITIONS			
2. State taxes based on net/gross income	2		00
3. Federal depreciation (do not include Section 179 expense deduction)	3		00
4. Related party expenses	4		00
5. Other (attach Schedule O-PTE)	5		00
6. Total (add lines 1 through 5)	6	-52542	00
SUBTRACTIONS			
7. Federal work opportunity credit	7		00
8. Kentucky depreciation (do not include Section 179 expense deduction)	8		00
9. Other (attach Schedule O-PTE)	9		00
10. Kentucky ordinary income (loss) (line 6 less lines 7 through 9)	10	-52542	00

PART II - LLET COMPUTATION

1. Schedule LLET, Section D, line 1	1	175	00
2. Recycling/composting equipment tax credit recapture	2		00
3. Total (add lines 1 and 2)	3	175	00
4. Nonrefundable LLET credit from Kentucky Schedule(s) K-1	4		00
5. Nonrefundable tax credits (Sch. TCS)	5		00
6. LLET liability (greater of line 3 less lines 4 and 5 or $175 minimum)	6	175	00
7. Estimated tax payments	7		00
8. Certified rehabilitation tax credit	8		00
9. Film industry tax credit	9		00
10. Extension payment	10		00
11. Prior year's tax credit	11		00
12. LLET due (line 6 less lines 7 through 11)	12	175	00
13. LLET overpayment (lines 7 through 11 less line 6)	13		00
14. Credited to 2011 LLET	14		00
15. Amount to be refunded	15		00

▶ **Federal Form 1065, all pages, and any supporting schedules must be attached.**

TAX PAYMENT SUMMARY
(Round to nearest dollar)

LLET

1. *LLET due (Part II, line 12)* $ 175
2. *Penalty* $
3. *Interest* $
4. Total Payment $ 175

Make check payable to:
Kentucky State Treasurer

Mail return with payment to:
Kentucky Department of Revenue
Frankfort, Kentucky 40620

SCHEDULE Q - KENTUCKY PARTNERSHIP QUESTIONNAIRE

IMPORTANT: Questions 4 - 10 must be completed by all partnerships. If this is the partnership's initial return or if the partnership did not file a return under the same name and same federal I.D. number for the preceding year, questions 1, 2 and 3 must be answered. **Failure to do so may result in a request for a delinquent return.**

1. Indicate whether: (a) ☐ new business; (b) ☐ successor to previously existing business which was organized as: (1) ☐ corporation; (2) ☐ partnership; (3) ☐ sole proprietorship; or (4) ☐ other _____

   If successor to previously existing business, give name, address and federal I.D. number of the previous business organization.

2. List the following Kentucky account numbers. Enter N/A for any number not applicable.
   Employer Withholding _____
   Sales and Use Tax Permit _____
   Consumer Use Tax _____
   Unemployment Insurance _____
   Coal Severance and/or Processing Tax _____
3. If a foreign partnership, enter the date qualified to do business in Kentucky. _____
4. If change of accounting period, Item E on page 1, is checked, complete the following information:
   Year End before the change:
   Month _____ and Day _____
   a. ☐ Change from a Fiscal Year to a Calendar Year (NOT a 52/53 week filer):
   b. ☐ Change from a Calendar Year to a Fiscal Year (NOT a 52/53 week filer):
      New Year End:
      Month _____ and Day _____
   c. ☐ Change from a Fiscal Year to a Calendar Year (52/53 week filer):
      New Year End: December and day of week _____
   d. ☐ Change from a Calendar Year to a Fiscal Year (52/53 week filer):
      New Year End:
      Month _____ and day of week _____
      If a 52/53 week filer: (Choose one of the options below.)
      i. ☐ Option A: Ends on the same day of the week and whatever date this same day of the week last occurs in a calendar month
      ii. ☐ Option B: Ends on the same day of the week and whatever date this same day of the week occurs that is the nearest to the last day of the calendar month
5. The partnership's books are in care of: (name and address)
   COMPANY
   COMPANY ADDRESS
6. Are disregarded entities included in this return?
   ☐ Yes ☒ No. If yes, list name, address and federal I.D. number of each entity. _____
7. For the taxable period being reported, was the partnership a partner in a pass-through entity doing business in Kentucky?
   ☐ Yes ☒ No
   If yes, list name and federal I.D. number of the pass-through entity(ies). _____

   For the taxable period being reported, was the partnership doing business in Kentucky other than through its interest held in a pass-through entity doing business in Kentucky? ☒ Yes ☐ No
8. Was this return prepared on: (a) ☐ cash basis, (b) ☒ accrual basis, (c) ☐ other _____
9. Did the partnership file a Kentucky tangible personal property tax return for January 1, 2011? ☐ Yes ☒ No
10. Is the partnership currently under audit by the Internal Revenue Service? ☐ Yes ☒ No
    If yes, enter years under audit _____

    If the Internal Revenue Service has made final and unappealable adjustments to the partnership's taxable income which have not been reported to the department, check here ☐ and file an amended Form 765 for each year adjusted. Attach a copy of the final determination to each amended return.

I, the undersigned, declare under the penalties of perjury, that I have examined this return, including all accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete.

Signature of partner or member _____ SSN or FEIN _____ Date _____

LOGSDON & CO., PC
Name of person or firm preparing return

[redacted] SSN, PTIN or FEIN _____ Date _____

May the DOR discuss this return with the preparer?
☒ Yes ☐ No
E-mail Address:
Telephone No.: (812) 283-7722

SCHEDULE K - PARTNERS' SHARES OF INCOME, CREDITS, DEDUCTIONS, ETC.

SECTION I	(a) Distributive Share Items			(b) Total Amount
Income (Loss) and Deductions				
1. Kentucky ordinary income (loss) from trade or business activities (page 1, Part I, line 10)		1	-52542	00
2. Net income (loss) from rental real estate activities (attach federal Form 8825)		2		00
3. (a) Gross income from other rental activities	3(a)	00		
(b) Less expenses from other rental activities (attach schedule)	(b)	00		
(c) Net income (loss) from other rental activities (line 3a less line 3b)		3(c)		00
4. Portfolio income (loss):				
(a) Interest income		4(a)		00
(b) Dividend income		(b)		00
(c) Royalty income		(c)		00
(d) Net short-term capital gain (loss) (attach federal Schedule D and Kentucky Schedule D, if applicable)		(d)		00
(e) Net long-term capital gain (loss) (attach federal Schedule D and Kentucky Schedule D, if applicable)		(e)		00
(f) Other portfolio income (loss) (attach schedule)		(f)		00
5. Guaranteed payments to partners		5		00
6. Section 1231 net gain (loss) (other than due to casualty or theft) (attach federal and Kentucky Forms 4797)		6		00
7. Other income (loss) (attach schedule)		7		00
8. Charitable contributions (attach schedule) and housing for homeless deduction (attach Schedule HH)		8		00
9. IRC Section 179 expense deduction (attach federal Form 4562 and Kentucky Form 4562)		9		00
10. Deductions related to portfolio income (loss) (attach schedule)		10		00
11. Other deductions (attach schedule)		11		00
Investment Interest				
12. (a) Interest expense on investment debts		12(a)		00
(b) (1) Investment income included on lines 4(a), 4(b), 4(c) and 4(f) above		(b)(1)		00
(2) Investment expenses included on line 10 above		(2)		00
Tax Credits				
13. Skills Training Investment Tax Credit (attach copy of certification(s))		13		00
14. Certified Rehabilitation Tax Credit (attach copy of certification(s))		14		00
15. Kentucky Unemployment Tax Credit (attach Schedule UTC)		15		00
16. Recycling/Composting Equipment Tax Credit (attach Schedule RC)		16		00
17. Kentucky Investment Fund Tax Credit (attach KEDFA notification)		17		00
18. Coal Incentive Tax Credit (attach Schedule CI)		18		00
19. Qualified Research Facility Tax Credit (attach Schedule QR)		19		00
20. GED Incentive Tax Credit (attach Form DAEL-31)		20		00
21. Voluntary Environmental Remediation Tax Credit (attach Schedule VERB)		21		00
22. Biodiesel Tax Credit (attach Schedule BIO)		22		00
23. Environmental Stewardship Tax Credit (attach Schedule KESA)		23		00
24. Clean Coal Incentive Tax Credit (attach Schedule CCI)		24		00
25. Ethanol Tax Credit (attach Schedule ETH)		25		00
26. Cellulosic Ethanol Tax Credit (attach Schedule CELL)		26		00

SCHEDULE K - PARTNERS' SHARES OF INCOME, CREDITS, DEDUCTIONS, ETC.

SECTION I - continued (a) Distributive Share Items		(b) Total Amount	
Form 5695-K Pass-through Amounts (attach Form 5695-K)			
27. Energy Efficiency Products Tax Credit from Form 5695-K, line 6	27		00
28. Energy Efficiency Products Tax Credit from Form 5695-K, line 12	28		00
29. Energy Efficiency Products Tax Credit from Form 5695-K, line 18	29		00
30. Energy Efficiency Products Tax Credit from Form 5695-K, line 36	30		00
31. Energy Efficiency Products Tax Credit from Form 5695-K, line 36	31		00
32. Energy Efficiency Products Tax Credit from Form 5695-K, line 51	32		00
33. Energy Efficiency Products Tax Credit from Form 5695-K, line 51	33		00
34. Energy Efficiency Products Tax Credit from Form 5695-K, line 57	34		00
35. Energy Efficiency Products Tax Credit from Form 5695-K, line 63	35		00
36. ENERGY STAR Home or ENERGY STAR Manufactured Home Tax Credit (attach Form 8908-K)	36		00
37. Railroad Maintenance and Improvement Tax Credit (attach Schedule RR-I)	37		00
38. Railroad Expansion Tax Credit (attach Schedule RR-E)	38		00
Other Items			
39. (a) Type of Section 59(e)(2) expenditures ▶	39(a)		
(b) Amount of Section 59(e)(2) expenditures	(b)		00
40. Tax-exempt interest income	40		00
41. Other tax-exempt income	41		00
42. Nondeductible expenses	42		00
43. Total property distributions (including cash)	43		00
44. Other items and amounts required to be reported separately to partners (attach schedule)	44		

SECTION II - Pass-through Items

1. Partnership's Kentucky sales from Schedule A, Section I, line 1	1		00
2. Partnership's total sales from Schedule A, Section I, line 2	2		00
3. Partnership's Kentucky property from Schedule A, Section I, line 5	3		00
4. Partnership's total property from Schedule A, Section I, line 6	4		00
5. Partnership's Kentucky payroll from Schedule A, Section I, line 8	5		00
6. Partnership's total payroll from Schedule A, Section I, line 9	6		00
7. Partnership's Kentucky gross profits from Schedule LLET, Section A, Column A, line 5	7		00
8. Partnership's total gross profits from all sources from Schedule LLET, Section A, Column B, line 5	8		00
9. Limited liability entity tax (LLET) nonrefundable credit from page 1, Part II, the total of lines 4 and 6, less $175	9		00

SCHEDULE LLET

41A720LLET (10-10)

Taxable Year Ending 12 / 10
Mo. Yr.

Commonwealth of Kentucky
DEPARTMENT OF REVENUE

▶ *See instructions.*

▶ **Attach to Form 720, Form 720S, Form 725 or Form 765.**

LIMITED LIABILITY ENTITY TAX
KRS 141.0401

☐ **Member of a Combined Group**

_____ **Reason Code**

Name of Corporation/Limited Liability Entity	Kentucky Corporation/LLET Account No.
COOLBROOK UTILITIES, LLC	

☐ **If the corporation or limited liability pass-through entity is a partner, member or shareholder of: (i) a limited liability pass-through entity; or (ii) a general partnership organized or formed as a general partnership after January 1, 2006, check this box and complete Schedule LLET-C and enter the total amounts from Schedule LLET-C in Section A of this form.**

Section A - Computation of Gross Receipts and Gross Profits

		Column A Kentucky	Column B Total
1. Gross receipts	1	116892	116892
2. Returns and allowances	2		
3. Gross receipts after returns and allowances (line 1 less line 2 or amount from Schedule LLET-C)	3	116892	116892
4. Cost of goods sold	4		
5. Gross profits (line 3 less line 4 or amount from Schedule LLET-C)	5	116892	116892

Section B - Computation of Gross Receipts LLET

1. If gross receipts from all sources (Column B, line 3) are $3,000,000 or less, **STOP** and enter $175 on Section D, line 1	1		
2. If gross receipts from all sources (Column B, line 3) are greater than $3,000,000 but less than $6,000,000, enter the following: (Column A, line 3 x 0.00095) - [$2,850 x ($6,000,000 - Column A, line 3) / $3,000,000] but in no case shall the result be less than zero	2	0	
3. If gross receipts from all sources (Column B, line 3) are $6,000,000 or greater, enter the following: Column A, line 3 x 0.00095	3	0	
4. Enter the amount from line 2 or line 3	4		

Section C - Computation of Gross Profits LLET

1. If gross profits from all sources (Column B, line 5) are $3,000,000 or less, **STOP** and enter $175 on Section D, line 1	1		
2. If gross profits from all sources (Column B, line 5) are greater than $3,000,000 but less than $6,000,000, enter the following: (Column A, line 5 x 0.0075) - [$22,500 x ($6,000,000 - Column A, line 5) / $3,000,000] but in no case shall the result be less than zero	2	0	
3. If gross profits from all sources (Column B, line 5) are $6,000,000 or greater, enter the following: Column A, line 5 x 0.0075	3	0	
4. Enter the amount from line 2 or line 3	4		

Section D - Computation of LLET

1. Enter the lesser of Section B, line 4 or Section C, line 4, or a minimum of $175 on this line and on Form 720, Part I, line 1; for Form 720S, Form 725, or Form 765, enter on Part II, line 1	1	175	

STOP **Mark the applicable Receipts Method box on Form 720, Form 720S, Form 725 or Form 765, page 1, Item B.**

1

(FORM 765)

KENTUCKY SCHEDULE K-1

41A765 (K-1)
DEPARTMENT OF REVENUE

▶ See instructions.

For calendar year 2010 or fiscal year beginning _____, 2010, and ending _____, _____.

2010

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC.

Partner's identifying number ▶ [redacted]	Partnership's FEIN ▶ [redacted]	Kentucky Corporation/LLET Account Number ▶

Partner's name, address and ZIP code

MARTIN G COGAN
2223 MILLVALE DR
LOUISVILLE, KY 40205

Partnership's name, address and ZIP code

Check if applicable: ☐ Qualified investment pass-through entity

COOLBROOK UTILITIES, LLC
P.O. BOX 91588
LOUISVILLE, KY 40291

A This partner is a ☐ general partner ☐ limited partner
☒ limited liability company member

B Partner's share of liabilities:

Nonrecourse	$
Qualified nonrecourse financing	$
Other	$ 24120.

F Enter partner's percentage of:

	(i) Before change or termination	(ii) End of year
Profit sharing	50.0000000%	50.0000000%
Loss sharing	50.0000000%	50.0000000%
Ownership of capital	50.0000000%	50.0000000%

C What type of entity is this partner?
☒ Individual ☐ Estate ☐ Corporation ☐ S Corporation
☐ General Partnership ☐ Trust ☐ Other Pass-through Entity

D Partner's taxable percentage of partnership's distributive share items below
(1) Resident partner 100%
(2) Nonresident partner (see Schedule A, Section I, line 12) ▶ %

E Check box if nonresident partner's income is reported on:
☐ Kentucky Nonresident Income Tax Withholding on Distributive Share Income Transmittal Report and Composite Income Tax Return (Form 740NP-WH and Form PTE-WH)

☐ Final K-1
☐ Amended K-1

(a) Distributive Share Items		(b) Amount
Income (Loss)		
1. Ordinary income (loss) from trade or business activities	1	-26271 00
2. Net income (loss) from rental real estate activities	2	00
3. Net income (loss) from other rental activities	3	00
4. Portfolio income (loss):		
(a) Interest	4(a)	00
(b) Dividends	(b)	00
(c) Royalties	(c)	00
(d) Net short-term capital gain (loss)	(d)	00
(e) Net long-term capital gain (loss)	(e)	00
(f) Other portfolio income (loss) (attach schedule)	(f)	00
5. Guaranteed payments to partners	5	00
6. Section 1231 net gain (loss) (other than due to casualty or theft)	6	00
7. Other income (loss) (attach schedule)	7	00
Deductions		
8. Charitable contributions (attach schedule) and housing for homeless deduction (attach Schedule HH)	8	00
9. IRC Section 179 expense deduction (attach federal Form 4562 and Kentucky Form 4562)	9	00
10. Deductions related to portfolio income (loss) (attach schedule)	10	00
11. Other deductions (attach schedule)	11	00
Investment Interest		
12. (a) Interest expense on investment debts	12(a)	00
(b) (1) Investment income included on lines 4(a), 4(b), 4(c) and 4(f) above	(b)(1)	00
(2) Investment expenses included on line 10 above	(2)	00

053735 11-16-10 1019

Form 765 (2010)
KENTUCKY SCHEDULE K-1
Commonwealth of Kentucky
DEPARTMENT OF REVENUE

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC.

(a) Distributive Share Items - continued		(b) Amount	
Tax Credits			
13. Skills Training Investment Tax Credit	13		00
14. Certified Rehabilitation Tax Credit	14		00
15. Kentucky Unemployment Tax Credit	15		00
16. Recycling/Composting Equipment Tax Credit	16		00
17. Kentucky Investment Fund Tax Credit	17		00
18. Coal Incentive Tax Credit	18		00
19. Qualified Research Facility Tax Credit	19		00
20. GED Incentive Tax Credit	20		00
21. Voluntary Environmental Remediation Tax Credit	21		00
22. Biodiesel Tax Credit	22		00
23. Environmental Stewardship Tax Credit	23		00
24. Clean Coal Incentive Tax Credit	24		00
25. Ethanol Tax Credit	25		00
26. Cellulosic Ethanol Tax Credit	26		00
Form 5695-K Pass-through Amounts			
27. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 3)	27		00
28. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 9)	28		00
29. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 15)	29		00
30. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 29)	30		00
31. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 32)	31		00
32. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 44)	32		00
33. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 47)	33		00
34. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 54)	34		00
35. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 60)	35		00
36. ENERGY STAR Home or ENERGY STAR Manufactured Home Tax Credit	36		00
37. Railroad Maintenance and Improvement Tax Credit	37		00
38. Railroad Expansion Tax Credit	38		00
Other Items			
39. (a) Type of Section 59(e)(2) expenditures ▶	39(a)		
(b) Amount of Section 59(e)(2) expenditures	(b)		00
40. Tax-exempt interest income	40		00
41. Other tax-exempt income	41		00
42. Nondeductible expenses	42		00
43. Property distributions (including cash)	43		00
44. Supplemental information required to be reported to each partner (attach schedules)	44		
LLET Pass-through Items			
45. Partner's share of partnership's Kentucky sales from Schedule K, Section II, line 1	45		00
46. Partner's share of partnership's total sales from Schedule K, Section II, line 2	46		00
47. Partner's share of partnership's Kentucky property from Schedule K, Section II, line 3	47		00
48. Partner's share of partnership's total property from Schedule K, Section II, line 4	48		00
49. Partner's share of partnership's Kentucky payroll from Schedule K, Section II, line 5	49		00
50. Partner's share of partnership's total payroll from Schedule K, Section II, line 6	50		00
51. Partner's share of Kentucky gross profits from Schedule K, Section II, line 7	51		00
52. Partner's share of total gross profits from all sources from Schedule K, Section II, line 8	52		00
53. Partner's share of limited liability entity tax (LLET) nonrefundable credit from Schedule K, Section II, line 9	53		00
Resident Partner Adjustment			
54. Combination of Kentucky Schedule K-1, lines 1 through 6, 9 and portions of lines 7 and 11. Add income amounts and subtract (loss) and deduction amounts (see instructions)	54	-26271	00
55. Combination of federal Schedule K-1, lines 1 through 10, 12 and portions of lines 11 and 13. Add income amounts and subtract (loss) and deduction amounts (see instructions)	55	-26271	00
56. Enter difference of lines 54 and 55 here and on appropriate line on Schedule M (see instructions)	56	0	00

2

(FORM 765)

KENTUCKY SCHEDULE K-1

41A765 (K-1)
DEPARTMENT OF REVENUE

▶ *See instructions.*

For calendar year 2010 or fiscal year beginning _____, 2010, and ending _____, _____

2010

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC.

Partner's identifying number ▶ [redacted]2	Partnership's FEIN ▶ [redacted]	Kentucky Corporation/LLET Account Number ▶

Partner's name, address and ZIP code

LAWRENCE W SMITHER
P O BOX 137
CRESTWOOD, KY 40014

Partnership's name, address and ZIP code

Check if applicable: ☐ Qualified investment pass-through entity

COOLBROOK UTILITIES, LLC
P.O. BOX 91588
LOUISVILLE, KY 40291

A This partner is a ☐ general partner ☐ limited partner
☒ limited liability company member

B Partner's share of liabilities:
Nonrecourse $ _____
Qualified nonrecourse financing $ _____
Other $ 24119.

F Enter partner's percentage of:

	(i) Before change or termination	(ii) End of year
Profit sharing	50.0000000%	50.0000000%
Loss sharing	50.0000000%	50.0000000%
Ownership of capital	50.0000000%	50.0000000%

C What type of entity is this partner?
☒ Individual ☐ Estate ☐ Corporation ☐ S Corporation
☐ General Partnership ☐ Trust ☐ Other Pass-through Entity

D Partner's taxable percentage of partnership's distributive share items below
(1) Resident partner 100%
(2) Nonresident partner (see Schedule A, Section I, line 12) ▶ %

E Check box if nonresident partner's income is reported on:
☐ Kentucky Nonresident Income Tax Withholding on Distributive Share Income Transmittal Report and Composite Income Tax Return (Form 740NP-WH and Form PTE-WH)

☐ Final K-1
☐ Amended K-1

(a) Distributive Share Items		(b) Amount	
Income (Loss)			
1. Ordinary income (loss) from trade or business activities	1	-26271	00
2. Net income (loss) from rental real estate activities	2		00
3. Net income (loss) from other rental activities	3		00
4. Portfolio income (loss):			
(a) Interest	4(a)		00
(b) Dividends	(b)		00
(c) Royalties	(c)		00
(d) Net short-term capital gain (loss)	(d)		00
(e) Net long-term capital gain (loss)	(e)		00
(f) Other portfolio income (loss) (attach schedule)	(f)		00
5. Guaranteed payments to partners	5		00
6. Section 1231 net gain (loss) (other than due to casualty or theft)	6		00
7. Other income (loss) (attach schedule)	7		00
Deductions			
8. Charitable contributions (attach schedule) and housing for homeless deduction (attach Schedule HH)	8		00
9. IRC Section 179 expense deduction (attach federal Form 4562 and Kentucky Form 4562)	9		00
10. Deductions related to portfolio income (loss) (attach schedule)	10		00
11. Other deductions (attach schedule)	11		00
Investment Interest			
12. (a) Interest expense on investment debts	12(a)		00
(b) (1) Investment income included on lines 4(a), 4(b), 4(c) and 4(f) above	(b)(1)		00
(2) Investment expenses included on line 10 above	(2)		00

Form 765 (2010)
KENTUCKY SCHEDULE K-1
Commonwealth of Kentucky
DEPARTMENT OF REVENUE

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC.

(a) Distributive Share Items - continued		(b) Amount	
Tax Credits			
13. Skills Training Investment Tax Credit	13		00
14. Certified Rehabilitation Tax Credit	14		00
15. Kentucky Unemployment Tax Credit	15		00
16. Recycling/Composting Equipment Tax Credit	16		00
17. Kentucky Investment Fund Tax Credit	17		00
18. Coal Incentive Tax Credit	18		00
19. Qualified Research Facility Tax Credit	19		00
20. GED Incentive Tax Credit	20		00
21. Voluntary Environmental Remediation Tax Credit	21		00
22. Biodiesel Tax Credit	22		00
23. Environmental Stewardship Tax Credit	23		00
24. Clean Coal Incentive Tax Credit	24		00
25. Ethanol Tax Credit	25		00
26. Cellulosic Ethanol Tax Credit	26		00
Form 5695-K Pass-through Amounts			
27. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 3)	27		00
28. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 9)	28		00
29. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 15)	29		00
30. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 29)	30		00
31. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 32)	31		00
32. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 44)	32		00
33. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 47)	33		00
34. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 54)	34		00
35. Energy Efficiency Products Tax Credit (Enter on Form 5695-K, line 60)	35		00
36. ENERGY STAR Home or ENERGY STAR Manufactured Home Tax Credit	36		00
37. Railroad Maintenance and Improvement Tax Credit	37		00
38. Railroad Expansion Tax Credit	38		00
Other Items			
39. (a) Type of Section 59(e)(2) expenditures ▶	39(a)		
(b) Amount of Section 59(e)(2) expenditures	(b)		00
40. Tax-exempt interest income	40		00
41. Other tax-exempt income	41		00
42. Nondeductible expenses	42		00
43. Property distributions (including cash)	43		00
44. Supplemental information required to be reported to each partner (attach schedules)	44		
LLET Pass-through Items			
45. Partner's share of partnership's Kentucky sales from Schedule K, Section II, line 1	45		00
46. Partner's share of partnership's total sales from Schedule K, Section II, line 2	46		00
47. Partner's share of partnership's Kentucky property from Schedule K, Section II, line 3	47		00
48. Partner's share of partnership's total property from Schedule K, Section II, line 4	48		00
49. Partner's share of partnership's Kentucky payroll from Schedule K, Section II, line 5	49		00
50. Partner's share of partnership's total payroll from Schedule K, Section II, line 6	50		00
51. Partner's share of Kentucky gross profits from Schedule K, Section II, line 7	51		00
52. Partner's share of total gross profits from all sources from Schedule K, Section II, line 8	52		00
53. Partner's share of limited liability entity tax (LLET) nonrefundable credit from Schedule K, Section II, line 9	53		00
Resident Partner Adjustment			
54. Combination of Kentucky Schedule K-1, lines 1 through 6, 9 and portions of lines 7 and 11. Add income amounts and subtract (loss) and deduction amounts (see instructions)	54	-26271	00
55. Combination of federal Schedule K-1, lines 1 through 10, 12 and portions of lines 11 and 13. Add income amounts and subtract (loss) and deduction amounts (see instructions)	55	-26271	00
56. Enter difference of lines 54 and 55 here and on appropriate line on Schedule M (see instructions)	56	0	00

Coolbrook Utilities LLC
General Ledger
As of December 31, 2010

Type	Date	Num	Name	Memo	Split	Amount	Balance
13100 - Old National Bank							-404.76
Deposit	1/11/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,301.16	7,896.40
Check	1/13/2010	1231	Farmdale Water Dis...	#0001-18600...	63000 - Water	-10.37	7,886.03
Check	1/20/2010	Bank	Old National Bank	Note 200029...	-SPLIT-	-898.38	6,987.65
Check	1/22/2010	1232	Tobbe Pump & Envi...	#713 Balanc...	74040 - Repairs	-300.00	6,687.65
Check	1/22/2010	1233	Thacker Environme...	Dec 09	-SPLIT-	-1,766.74	4,920.91
Check	1/22/2010	1236	Logsdon & Company		Professional F...	-200.00	4,720.91
Check	1/22/2010	1237	Hazelrigg & Cox, Atty		Professional F...	-200.00	4,520.91
Check	1/22/2010	1234	Blue Grass Energy		-SPLIT-	-1,302.76	3,218.15
Check	1/22/2010	1235	Fouser Environmen...	09 A/P	-SPLIT-	-975.00	2,243.15
Check	1/23/2010	1238	Grainger	#9108651168...	73510 - Equip...	-729.43	1,513.72
Check	1/29/2010	1239	Murphy's Excavating	#1072 136 Hi...	72510 - Sewer...	-325.00	1,188.72
Check	1/31/2010	1240	Martin's Sanitation	#17487 Parti...	62000 - Sludg...	-500.00	688.72
Check	1/31/2010	1241	Brenntag Mid-South...	#BMS752099...	67000 - Chemi...	-340.00	348.72
Check	2/3/2010	Bank	Old National Bank		91540 - ONB I...	-66.52	282.20
Check	2/5/2010	1242	Brenntag Mid-South...	#BMS764628...	67000 - Chemi...	-988.54	-706.34
Check	2/7/2010	1243	Westfield Insurance		83500 - Insura...	-100.00	-806.34
Deposit	2/8/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,475.82	7,669.48
Check	2/8/2010	Bank		OD Notice	78000 - Bank ...	-35.00	7,634.48
Check	2/9/2010	1244	Covered Bridge Utili...		74050 - Testin...	-31.38	7,603.10
Check	2/11/2010	1245	Accurate Mail & Dat...	#3927	88540 - Revis...	-271.35	7,331.75
Check	2/12/2010	1246	Blue Grass Energy		-SPLIT-	-1,330.31	6,001.44
Check	2/12/2010	1247	Old National Bank	Note 200029...	-SPLIT-	-898.38	5,103.06
Check	2/12/2010	1248	Integrity Bookkeeping	Postage, Rev...	-SPLIT-	-51.80	5,051.26
Check	2/12/2010	1249	Farmdale Water Dis...		63000 - Water	-10.69	5,040.57
Check	2/12/2010	1250	Thacker Environme...	Jan 2010	-SPLIT-	-1,668.95	3,371.62
Check	2/12/2010	1252	Martin's Sanitation	09 A/P	-SPLIT-	-500.00	2,871.62
Check	2/15/2010	1251	John Cheak Electric	#2058 Quail ...	74040 - Repairs	-450.00	2,421.62
Check	2/17/2010	1253	Covered Bridge Utili...	2 mos	78500 - Telep...	-90.00	2,331.62
Check	2/24/2010	1255	Fouser Environmen...	09 A/P	-SPLIT-	-595.00	1,736.62
Check	2/24/2010	1254	Quality Electric Mot...	#67619 15 H...	73510 - Equip...	-374.00	1,362.62
Check	2/25/2010	1256	Murphy's Excavating	#1187 117 Br...	72510 - Sewer...	-340.00	1,022.62
Check	3/5/2010	1259	McCoy & McCoy La...	#0283648	64000 - Lab T...	-100.00	922.62
Check	3/5/2010	1260	Allied Waste Services	#3-0994-000...	-SPLIT-	-119.72	802.90
Check	3/5/2010	1257	Westfield Insurance		83500 - Insura...	-100.00	702.90
Deposit	3/8/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,446.52	9,149.42
Check	3/10/2010	1261	Quality Electric Mot...	#67619 15 H...	73510 - Equip...	-350.00	8,799.42
Check	3/10/2010	1258	Farmdale Water Dis...		63000 - Water	-9.83	8,789.59
Check	3/11/2010	1262	Old National Bank		91540 - ONB I...	-61.68	8,727.91
Check	3/11/2010	1263	Logsdon & Company		Professional F...	-200.00	8,527.91
Check	3/11/2010	1264	Hazelrigg & Cox, Atty		Professional F...	-200.00	8,327.91
Check	3/11/2010	1265	Fouser Environmen...		-SPLIT-	-675.00	7,652.91
Check	3/11/2010	1266	Murphy's Excavating	#1188 Brook...	72510 - Sewer...	-300.00	7,352.91
Check	3/11/2010	1270	Wayne Perry Septic...	#3977 2 loads	62000 - Sludg...	-410.00	6,942.91
Check	3/11/2010	1268	Martin's Sanitation		-SPLIT-	-500.00	6,442.91
Check	3/11/2010	1269	Brenntag Mid-South...	#BMS783772	67000 - Chemi...	-427.12	6,015.79
Check	3/11/2010	1267	Wayne Perry Septic...	VOID:	62000 - Sludg...	0.00	6,015.79
Check	3/19/2010	1273	Blue Grass Energy		-SPLIT-	-1,600.77	4,415.02
Check	3/19/2010	1271	Thacker Environme...	Feb 2010	-SPLIT-	-1,637.59	2,777.43

Coolbrook Utilities LLC
General Ledger
As of December 31, 2010

Type	Date	Num	Name	Memo	Split	Amount	Balance
Check	3/23/2010	1272	Covered Bridge Utili...	#813-01 Partial	67200 - Repai...	-745.00	2,032.43
Check	3/26/2010	Bank	Old National Bank	Note 200029...	-SPLIT-	-898.38	1,134.05
Check	3/26/2010	1274	Covered Bridge Utili...	#813-01 Bala...	67200 - Repai...	-500.00	634.05
Deposit	3/29/2010			Deposit	52420 - Brockl...	1,000.00	1,634.05
Deposit	4/5/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,355.28	9,989.33
Check	4/5/2010	1275	Camden Environme...	Tools & Eqpt...	67200 - Repai...	-250.00	9,739.33
Check	4/8/2010	1276	Farmdale Water Dis...	#0001-18600...	63000 - Water	-35.81	9,703.52
Check	4/13/2010	1277	Brenntag Mid-South...	#BMS792333	67000 - Chemi...	-674.43	9,029.09
Check	4/13/2010	1279	Thacker Environme...	Mar 2010	-SPLIT-	-1,725.83	7,303.26
Check	4/13/2010	1283	Martin's Sanitation	#18260 Bala...	62000 - Sludg...	-675.00	6,628.26
Check	4/13/2010	1284	McCoy & McCoy La...		64000 - Lab T...	-100.00	6,528.26
Check	4/14/2010	1286	Classic Construction	Oct 09	91550 Promis...	-1,132.27	5,395.99
Check	4/14/2010	1278	Covered Bridge Utili...	VOID:	78500 - Telep...	0.00	5,395.99
Check	4/14/2010	1281	Blue Grass Energy		-SPLIT-	-2,418.50	2,977.49
Check	4/14/2010	1282	Old National Bank	#20002768371	91540 - ONB I...	-59.62	2,917.87
Check	4/14/2010	1285	Fouser Environmen...		-SPLIT-	-760.00	2,157.87
Check	4/15/2010	1292	Kentucky State Tre...	2009 Extension	88500 - Tax	-175.00	1,982.87
Check	4/16/2010	Bank	Old National Bank	Note 200029...	-SPLIT-	-898.38	1,084.49
Check	4/16/2010	1289	Murphy's Excavating	#1188 MH R...	72510 - Sewer...	-300.00	784.49
Check	4/16/2010	1290	Allied Waste Services		74010 - Dump...	-126.10	658.39
Check	4/27/2010	Bank	Old National Bank		91540 - ONB I...	-63.74	594.65
Check	4/30/2010	1287	Logsdon & Company		Professional F...	-200.00	394.65
Check	4/30/2010	1288	Hazelrigg & Cox, Atty		Professional F...	-200.00	194.65
Check	4/30/2010	1291	Gra-Kat Environme...	#348 Clean ...	62000 - Sludg...	-700.00	-505.35
Check	5/4/2010	1293	Farmdale Water Dis...	#0001-18600...	63000 - Water	-93.07	-598.42
Check	5/4/2010	1294	Smither Consulting ...	#32510-03 Ic...	83000 - Super...	-106.75	-705.17
Check	5/8/2010	1295	Westfield Insurance		83500 - Insura...	-100.00	-805.17
Deposit	5/10/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,245.55	7,440.38
Check	5/11/2010	1296	Brenntag Mid-South...	#BMS804916	67000 - Chemi...	-627.15	6,813.23
Check	5/14/2010	1297	Brenntag Mid-South...	#BMS816044	67000 - Chemi...	-611.89	6,201.34
Check	5/14/2010	1298	Covered Bridge Utili...		-SPLIT-	-497.05	5,704.29
Check	5/14/2010	1299	Blue Grass Energy		-SPLIT-	-2,744.18	2,960.11
Check	5/19/2010	Bank	Old National Bank	Note 200029...	-SPLIT-	-898.38	2,061.73
Check	5/19/2010	Bank	Old National Bank	#20002768371	91540 - ONB I...	-61.68	2,000.05
Check	5/19/2010	1300	Thacker Environme...	Apr 2010	-SPLIT-	-1,874.88	125.17
Check	5/19/2010	Bank	Airview Utilities LLC		92010 - Airview	-400.00	-274.83
Deposit	5/25/2010		Airview Utilities LLC	Deposit Loan...	92010 - Airview	400.00	125.17
Check	5/28/2010	1301	Fouser Environmen...		-SPLIT-	-630.00	-504.83
Deposit	5/28/2010		Fox Run Utilities	Deposit	52450 - Fox Run	200.00	-304.83
Check	5/28/2010	1302	Shawn Ford	Cash for exp...	67200 - Repai...	-200.00	-504.83
Check	6/1/2010	1303	Peterson Electric	Fuses	74060 - Parts	-52.79	-557.62
Check	6/4/2010	1304	Farmdale Water Dis...	#0001-18600...	63000 - Water	-12.44	-570.06
Check	6/7/2010	1305	Westfield Insurance		83500 - Insura...	-100.00	-670.06
Check	6/7/2010	1306	Thacker Environme...	May 2010	-SPLIT-	-2,294.56	-2,964.62
Deposit	6/7/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,169.07	5,204.45
Check	6/8/2010	1308	Lynn Imaging	NOV cc invoi...	77500 - Office...	-11.62	5,192.83
Check	6/8/2010	1309	Lawrence W Smither		61000 - Mana...	-250.00	4,942.83
Check	6/19/2010	1310	Blue Grass Energy		-SPLIT-	-2,169.62	2,773.21
Check	6/23/2010	1313	Brenntag Mid-South...	BMS817527	67000 - Chemi...	-296.48	2,476.73

Coolbrook Utilities LLC
General Ledger
As of December 31, 2010

Type	Date	Num	Name	Memo	Split	Amount	Balance
Check	6/23/2010	1314	Old National Bank	Note 200029...	-SPLIT-	-898.38	1,578.35
Check	6/23/2010	1311	Air Gas		67200 - Repai...	-55.61	1,522.74
Check	6/23/2010	1312	Covered Bridge Utili...	On acct	67200 - Repai...	-250.00	1,272.74
Check	6/23/2010	1315	Old National Bank	#20002768371	91540 - ONB I...	-63.73	1,209.01
Check	6/24/2010	1316	Derby City Pump	On acct	74040 - Repairs	-1,000.00	209.01
Check	6/25/2010	1307	Thacker Environme...	VOID: 4/23/1...	67200 - Repai...	0.00	209.01
Check	6/28/2010	Bank	Secretary of State	2010 #0708570	85510 - Annua...	-15.00	194.01
Check	6/28/2010	Bank	Secretary of State	2010 Annual ...	92030 - Cedar...	-15.00	179.01
Deposit	7/6/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,287.64	8,466.65
Check	7/6/2010	1317	Logsdon & Company		Professional F...	-200.00	8,266.65
Check	7/6/2010	1318	Lawrence W Smither		74060 - Parts	-22.90	8,243.75
Check	7/9/2010	1319	Covered Bridge Utili...	#918-07 Parti...	67200 - Repai...	-325.00	7,918.75
Check	7/9/2010	1321	Integrity Bookkeeping		-SPLIT-	-9.87	7,908.88
Check	7/9/2010	1320	Integrity Bookkeeping	VOID:	77510 - Postage	0.00	7,908.88
Check	7/12/2010	1322	Westfield Insurance		83500 - Insura...	-100.00	7,808.88
Check	7/12/2010	1323	Masters Supply		74060 - Parts	-181.97	7,626.91
Check	7/14/2010	Bank	Fox Run Utilities	Paid loan	92120 - Fox Run	-200.00	7,426.91
Check	7/14/2010	1325	Farmdale Water Dis...		63000 - Water	-10.73	7,416.18
Check	7/15/2010	1324	Thacker Environme...	June 2010	-SPLIT-	-1,759.99	5,656.19
Check	7/16/2010	1326	Old National Bank	Note 200029...	-SPLIT-	-898.38	4,757.81
Check	7/16/2010	1327	Lawrence W Smither	Supplies / Lo...	67200 - Repai...	-37.98	4,719.83
Check	7/17/2010	1328	Murphy's Excavating	#1209 Partial...	72510 - Sewer...	-100.00	4,619.83
Check	7/26/2010	1330	Blue Grass Energy		-SPLIT-	-2,233.59	2,386.24
Check	7/26/2010	1329	Integrity Bookkeeping	Postage / tax...	-SPLIT-	-18.51	2,367.73
Check	7/26/2010	1331	Kentucky State Tre...	7/10 - 6/11	88530 - PSC ...	-185.80	2,181.93
Check	7/26/2010	1332	Old National Bank		91540 - ONB I...	-61.68	2,120.25
Check	7/26/2010	1333	NuWay Rental & Sa...	Discharge ho...	74060 - Parts	-139.92	1,980.33
Check	7/26/2010	1334	Logsdon & Company		Professional F...	-200.00	1,780.33
Check	7/26/2010	1335	Billy Thacker	Retention po...	67200 - Repai...	-410.30	1,370.03
Check	7/30/2010	1336	Wastewater Solutions		74060 - Parts	-218.41	1,151.62
Check	7/30/2010	1337	Covered Bridge Utili...		67200 - Repai...	-600.00	551.62
Check	8/3/2010	1338	Accurate Mail & Dat...		85520 - Rate ...	-204.60	347.02
Check	8/3/2010	1339	Shawn Ford	Repairs	74060 - Parts	-44.25	302.77
Deposit	8/3/2010	Bank	Old National Bank	Deposit ASK ...	-SPLIT-	15,409.77	15,712.54
Check	8/4/2010	1340	Lowe's	Ladder & parts	67200 - Repai...	-176.38	15,536.16
Check	8/6/2010	1343	Integrity Bookkeeping	H.O. Letters ...	85520 - Rate ...	-53.15	15,483.01
Check	8/6/2010	1342	Lynn Imaging	Rate Case E...	-SPLIT-	-107.57	15,375.44
Check	8/6/2010	1341	Hall's Pump & Supply	* Pump	73510 - Equip...	-1,272.00	14,103.44
Check	8/6/2010	1344	Westfield Insurance		83500 - Insura...	-100.00	14,003.44
Check	8/7/2010	1345	Masters Supply	#2871384	74060 - Parts	-286.84	13,716.60
Check	8/7/2010	1346	Farmdale Water Dis...	#0001-18600...	63000 - Water	-130.73	13,585.87
Deposit	8/9/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,211.32	21,797.19
Check	8/10/2010	1347	Integrity Bookkeeping	POBox annu...	77510 - Postage	-13.75	21,783.44
Check	8/12/2010	1349	Classic Construction	Nov 09	91550 Promis...	-1,132.27	20,651.17
Check	8/12/2010	1348	Murphy's Excavating		-SPLIT-	-500.00	20,151.17
Check	8/12/2010	1350	Fouser Environmen...		-SPLIT-	-1,000.00	19,151.17
Check	8/12/2010	1351	Martin's Sanitation	#20358 partial	62000 - Sludg...	-1,000.00	18,151.17
Check	8/12/2010	1352	Quality Electric Mot...	#70439 Pum...	74020 - Eqpt ...	-500.00	17,651.17
Check	8/12/2010	1353	River City Controls	VOID: #2828 ...	73510 - Equip...	0.00	17,651.17

Coolbrook Utilities LLC
General Ledger
As of December 31, 2010

Type	Date	Num	Name	Memo	Split	Amount	Balance
Check	8/12/2010	1354	Thacker Environme...	Jul 10	-SPLIT-	-1,772.89	15,878.28
Check	8/12/2010	1355	USA BlueBook		74060 - Parts	-113.53	15,764.75
Check	8/12/2010	1356	Masters Supply	#2835589	74060 - Parts	-421.28	15,343.47
Check	8/12/2010	1357	Cheak Electric	#3001 Partial	74040 - Repairs	-350.00	14,993.47
Check	8/12/2010	1358	EIC		62000 - Sludg...	-500.00	14,493.47
Check	8/12/2010	1359	Fondriest Environm...	#20778	74050 - Testin...	-92.23	14,401.24
Check	8/16/2010	1360	Derby City Pump	* On account	74040 - Repairs	-5,000.00	9,401.24
Check	8/20/2010	Bank	Old National Bank	#20003141097	-SPLIT-	-1,120.21	8,281.03
Check	8/25/2010	1022	Brenntag Mid-South...		-SPLIT-	-2,319.48	5,961.55
Check	8/30/2010	1362	River City Controls	#2828 Honey...	73510 - Equip...	-1,000.00	4,961.55
Check	8/30/2010	1363	Brenntag Mid-South...	COD delivery	67000 - Chemi...	-514.10	4,447 45
Deposit	9/3/2010		Camden Environme...	Deposit	52430 - Camd...	1,319.48	5,766.93
Check	9/3/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	-SPLIT-	-1,602.71	4,164.22
Check	9/8/2010	1364	Farmdale Water Dis...	#0001-18600...	63000 - Water	-108.39	4,055.83
Deposit	9/8/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,191.49	12,247.32
Check	9/8/2010	1365	Old National Bank	#20002768371	91540 - ONB I...	-63.74	12,183.58
Check	9/8/2010	1366	Old National Bank	#20003141097	-SPLIT-	-1,120.21	11,063.37
Check	9/9/2010	1371	Camden Environme...		52430 - Camd...	-700.00	10,363.37
Check	9/9/2010	1367	Shawn Ford	NOV Reports	85500 - Misc ...	-66.80	10,296.57
Check	9/9/2010	1368	Shane Goldsmith	NOV Reports	85500 - Misc ...	-57.50	10,239.07
Check	9/9/2010	1369	Lawrence W Smither	NOV Reports	85500 - Misc ...	-61.60	10,177.47
Check	9/9/2010	1370	Travis Trent	Reimbursem...	72510 - Sewer...	-47.20	10,130.27
Check	9/10/2010	1372	Covered Bridge Utili...	*	67200 - Repai...	-250.00	9,880.27
Check	9/13/2010	1373	D & F Distributors, I...	* #302135	73510 - Equip...	-2,485.70	7,394.57
Check	9/14/2010	1135	Camden Environme...		67200 - Repai...	-37.37	7,357.20
Check	9/16/2010	1374	Derby City Pump	* On account	74040 - Repairs	-750.00	6,607.20
Check	9/22/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	-SPLIT-	-1,053.33	5,553.87
Check	9/23/2010	1375	Martin's Sanitation	* #20358 Par...	62000 - Sludg...	-1,000.00	4,553.87
Check	9/24/2010	1378	Integrity Bookkeeping		-SPLIT-	-29.55	4,524.32
Check	9/24/2010	Bank	Clarke American		77510 - Check...	-58.87	4,465.45
Check	10/4/2010	1376	Martin's Sanitation	VOID:	62000 - Sludg...	0.00	4,465.45
Check	10/4/2010	1377	Martin's Sanitation		-SPLIT-	-1,515.00	2,950.45
Check	10/4/2010	1379	Thacker Environme...	Aug 2010	71010 - Plant ...	-1,600.00	1,350.45
Deposit	10/4/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,346.53	9,696.98
Check	10/5/2010	1380	Brenntag Mid-South...	COD	67000 - Chemi...	-514.10	9,182.88
Check	10/7/2010	Bank	Old National Bank	#20002768371	91540 - ONB I...	-63.73	9,119.15
Check	10/7/2010	Bank	Old National Bank	#20003141097	-SPLIT-	-1,120.21	7,998.94
Check	10/7/2010	1381	Westfield Insurance		83500 - Insura...	-100.00	7,898.94
Check	10/7/2010	1382	Farmdale Water Dis...	#0001-18600...	63000 - Water	-124.20	7,774.74
Check	10/8/2010	Bank	Blue Grass Energy	9/01/10-10/0...	-SPLIT-	-1,567.10	6,207.64
Check	10/8/2010	1383	Murphy's Excavating		-SPLIT-	-750.00	5,457.64
Check	10/15/2010	1385	Linda Wood	Fax & LD	78500 - Telep...	-49.28	5,408.36
Check	10/15/2010	1384	Shawn Ford	*	67200 - Repai...	-237.40	5,170.96
Check	10/21/2010	1387	Derby City Pump	* On account	74040 - Repairs	-750.00	4,420.96
Check	10/21/2010	Bank	Blue Grass Energy	9/01/10-10/0...	-SPLIT-	-901.78	3,519.18
Check	10/21/2010	1386	D & F Distributors, I...	* #303356 C...	73510 - Equip...	-808.17	2,711.01
Check	10/21/2010	1388	Jack Kaninberg	* Consulting ...	85520 - Rate ...	-750.00	1,961.01
Check	10/22/2010	1390	Covered Bridge Utili...	*	92040 - Cover...	-900.00	1,061.01
Check	10/26/2010	1392	Old National Bank	#20002768371	91540 - ONB I...	-61.68	999.33

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Type	Date	Num	Name	Memo	Split	Amount	Balance
Check	10/26/2010	1391	Arts Electric Inc	#SVC34194 ...	74040 - Repairs	-213.57	785.76
Check	10/26/2010	1393	Integrity Bookkeeping	09 Tax Retur...	-SPLIT-	-12.98	772.78
Check	10/29/2010	Bank	Old National Bank	Renewal	91510 - ONB ...	-500.00	272.78
Check	11/8/2010	1396	Masters Supply	#2872101	74060 - Parts	-40.60	232.18
Check	11/8/2010	1389	Jack Kaninberg	* Consulting ...	85520 - Rate ...	-750.00	-517.82
Check	11/8/2010	1394	Brenntag Mid-South...	COD	67000 - Chemi...	-625.40	-1,143.22
Check	11/8/2010	1395	Thacker Environme...	Sept 2010	-SPLIT-	-1,777.02	-2,920.24
Deposit	11/8/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,345.02	5,424.78
Check	11/8/2010	1400	Wayne Perry Septic...	#4000 Partial	62000 - Sludg...	-300.00	5,124.78
Check	11/8/2010	1398	Old National Bank	#20003141097	-SPLIT-	-1,120.21	4,004.57
Check	11/8/2010	1397	NuWay Rental & Sa...	Bal on purch...	74060 - Parts	-139.32	3,865.25
Check	11/8/2010	1399	Farmdale Water Dis...	#0001-18600...	63000 - Water	-456.01	3,409.24
Check	11/8/2010	1401	Westfield Insurance		83500 - insura...	-100.00	3,309.24
Check	11/12/2010	Bank	Blue Grass Energy	10/01/10 - 11...	-SPLIT-	-2,594.38	714.86
Deposit	11/12/2010			Deposit *	52440 - Cover...	900.00	1,614.86
Check	11/12/2010	1402	River City Controls	#2962 (Part) ...	67200 - Repai...	-1,300.00	314.86
Check	11/23/2010	1403	Camden Environme...		74050 - Testin...	-95.00	219.86
Check	11/24/2010	1404	Murphy's Excavating	#1268 122 Hi...	72510 - Sewer...	-100.00	119.86
Check	11/30/2010	1405	Thacker Environme...	Oct 2010 Par...	71010 - Plant ...	-600.00	-480.14
Deposit	11/30/2010			Deposit	52420 - Brockl...	500.00	19.86
Check	12/3/2010	1406	Derby City Pump	On account	74040 - Repairs	-750.00	-730.14
Deposit	12/6/2010		Farmdale Water Dis...	Deposit	-SPLIT-	8,179.84	7,449.70
Check	12/6/2010	1409	Farmdale Water Dis...		63000 - Water	-55.42	7,394.28
Check	12/7/2010	1412	Murphy's Excavating	#1268 Bal 12...	72510 - Sewer...	-1,590.00	5,804.28
Check	12/8/2010	1407	Old National Bank	#20003141097	-SPLIT-	-1,120.21	4,684.07
Check	12/8/2010	1408	Brocklyn Utilities	VOID:	52420 - Brockl...	0.00	4,684.07
Check	12/8/2010	1413	Goodyear Tires	Tires / Shane...	92020 - Camd...	-668.65	4,015.42
Check	12/10/2010	1410	River City Controls		-SPLIT-	-526.89	3,488.53
Deposit	12/10/2010			Deposit	52410 - Airview	1,000.00	4,488.53
Check	12/10/2010	1411	Thacker Environme...	Oct 2010 Bal...	71010 - Plant ...	-1,000.00	3,488.53
Check	12/10/2010	1414	Westfield Insurance		83500 - Insura...	-100.00	3,388.53
Check	12/13/2010	Bank	Blue Grass Energy		-SPLIT-	-1,344.49	2,044.04
Check	12/17/2010	1415	Linda Wood	Fax & L.D. se...	78500 - Telep...	-32.75	2,011.29
Check	12/22/2010	1416	Tobbe Pump & Envi...		74040 - Repairs	-250.00	1,761.29
Check	12/22/2010	1417	Wayne Perry Septic...	#4000 Partial	62000 - Sludg...	-300.00	1,461.29
Check	12/24/2010	Bank	Blue Grass Energy		-SPLIT-	-1,344.49	116.80
Check	12/24/2010	Bank	Brocklyn Utilities		92110 - Brockl...	-100.00	16.80
Check	12/30/2010	Bank	Old National Bank	#20002768371	91540 - ONB I...	-63.74	-46.94
Deposit	12/31/2010	J E	Camden Environme...	Deposit	-SPLIT-	49.17	2.23
Total 13100 - Old National Bank						406.99	2.23
14200-Customer Accts Receivable							8,301.16
General Journal	12/31/2010	CPA ...	CPA Adj	2010 CLOSI...	36600 - Retain...	-196.82	8,104.34
Total 14200-Customer Accts Receivable						-196.82	8,104.34
12800 - Employee Advances							0.00
Total 12800 - Employee Advances							0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
14000 - Prepaid Insurance							0.00
Total 14000 - Prepaid Insurance							0.00
14500 -Notes Receivable Related							13,023.60
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-1,765.52	11,258.08
Total 14500 -Notes Receivable Related						-1,765.52	11,258.08
10600 - Treatment Plant							61,000.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	-SPLIT-	6,741.30	67,741.30
Total 10600 - Treatment Plant						6,741.30	67,741.30
11000 -Reserve for Depreciation							-7,325.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-6,957.00	-14,282.00
Total 11000 -Reserve for Depreciation						-6,957.00	-14,282.00
15000 - Furniture and Equipment							0.00
Total 15000 - Furniture and Equipment							0.00
15200 -Buildings & Improvements							0.00
Total 15200 -Buildings & Improvements							0.00
15600 - Land							0.00
Total 15600 - Land							0.00
15900 - Leasehold Improvements							0.00
Total 15900 - Leasehold Improvements							0.00
16400 - Vehicles							0.00
Total 16400 - Vehicles							0.00
Accumulated Depreciation							0.00
Total Accumulated Depreciation							0.00
18700 - Security Deposits Asset							0.00
Total 18700 - Security Deposits Asset							0.00
23000 - Accounts Payable							-8,921.48
Bill	11/30/2010		Brocklyn Utilities	Loan	92000 - Loan	-500.00	-9,421.48
General Journal	12/31/2010	CPA ...	Adj Per CPA	2010 CLOSI...	36600 - Retain...	-38,279.73	-47,701.21
Total 23000 - Accounts Payable						-38,779.73	-47,701.21
21000 - ONB Line of Credit							-14,098.20
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-250.00	-14,348.20
Total 21000 - ONB Line of Credit						-250.00	-14,348.20

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Type	Date	Num	Name	Memo	Split	Amount	Balance
23200Accts Payable-Covered Brid							-3,913.50
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-8,763.35	-12,676.85
Total 23200Accts Payable-Covered Brid						-8,763.35	-12,676.85
23600 - Note Payable							-50,090.29
23700 - ONB20003141097							0.00
Deposit	8/3/2010	Bank	Old National Bank	Deposit ASK ...	13100 - Old N...	-25,250.00	-25,250.00
Deposit	8/3/2010	Bank	Old National Bank	Origination Fee	13100 - Old N...	250.00	-25,000.00
Check	8/20/2010	Bank	Old National Bank	#20003141097	13100 - Old N...	990.17	-24,009.83
Check	9/8/2010	1366	Old National Bank	#20003141097	13100 - Old N...	1,045.87	-22,963.96
Check	10/7/2010	Bank	Old National Bank	#20003141097	13100 - Old N...	1,008.07	-21,955.89
Check	11/8/2010	1398	Old National Bank	#20003141097	13100 - Old N...	1,005.98	-20,949.91
Check	12/8/2010	1407	Old National Bank	#20003141097	13100 - Old N...	1,024.93	-19,924.98
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	514.88	-19,410.10
Total 23700 - ONB20003141097						-19,410.10	-19,410.10
23600 - Note Payable - Other							-50,090.29
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	1,850.97	-48,239.32
Total 23600 - Note Payable - Other						1,850.97	-48,239.32
Total 23600 - Note Payable						-17,559.13	-67,649.42
23800 - ONB Loan							-14,582.21
Check	1/20/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	808.46	-13,773.75
Check	2/12/2010	1247	Old National Bank	Note 200029...	13100 - Old N...	824.93	-12,948.82
Check	3/26/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	827.24	-12,121.58
Check	4/16/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	845.86	-11,275.72
Check	5/19/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	832.68	-10,443.04
Check	6/23/2010	1314	Old National Bank	Note 200029...	13100 - Old N...	841.04	-9,602.00
Check	7/16/2010	1326	Old National Bank	Note 200029...	13100 - Old N...	855.23	-8,746.77
Deposit	8/3/2010	Bank	Old National Bank	Deposit ASK ...	13100 - Old N...	9,590.23	843.46
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-843.46	0.00
Total 23800 - ONB Loan						14,582.21	0.00
24500 Advance Customer Payments							0.00
Total 24500 Advance Customer Payments							0.00
30000 - Opening Bal Equity							0.00
Total 30000 - Opening Bal Equity							0.00
30400 - Capital-MGC							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	8,505.34	8,505.34
Total 30400 - Capital-MGC						8,505.34	8,505.34
30600 - Capital-LWS							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	8,505.34	8,505.34
Total 30600 - Capital-LWS						8,505.34	8,505.34

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Type	Date	Num	Name	Memo	Split	Amount	Balance
36600 - Retained Earnings							17,010.68
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-196.82	16,813.86
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-38,279.73	-21,465.87
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-17,010.68	-38,476.55
General Journal	12/31/2010	CPA ...		2010 CLOSI...	14200-Custom...	196.82	-38,279.73
General Journal	12/31/2010	CPA ...	Adj Per CPA	2010 CLOSI...	23000 - Accou...	38,279.73	0.00
Total 36600 - Retained Earnings						-17,010.68	0.00
37000 - Partner Draws							0.00
30300 - Draws-MGC							0.00
Total 30300 - Draws-MGC							0.00
30500 Partner Draws - LWS							0.00
Total 30500 Partner Draws - LWS							0.00
37000 - Partner Draws - Other							0.00
Total 37000 - Partner Draws - Other							0.00
Total 37000 - Partner Draws							0.00
37200 - Partner Capital							0.00
30400 - Capital-MGC							0.00
Total 30400 - Capital-MGC							0.00
30600 - Capital-LWS							0.00
Total 30600 - Capital-LWS							0.00
37200 - Partner Capital - Other							0.00
Total 37200 - Partner Capital - Other							0.00
Total 37200 - Partner Capital							0.00
52100 - Sewer Receipts							0.00
47900 - Sales							0.00
Total 47900 - Sales							0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
52100 - Sewer Receipts - Other							0.00
Deposit	1/11/2010	20918	Farmdale Water Dis...	11/02/09-12/...	13100 - Old N...	-9,766.07	-9,766.07
Deposit	2/8/2010	20978	Farmdale Water Dis...	Gross 000 cu...	13100 - Old N...	-9,971.55	-19,737.62
Deposit	3/8/2010	21026	Farmdale Water Dis...	Gross 4447 c...	13100 - Old N...	-9,937.08	-29,674.70
Deposit	4/5/2010	21080	Farmdale Water Dis...	Gross 442 cu...	13100 - Old N...	-9,829.74	-39,504.44
Deposit	5/10/2010	21147	Farmdale Water Dis...	Gross 437 cu...	13100 - Old N...	-9,700.64	-49,205.08
Deposit	6/7/2010	21201	Farmdale Water Dis...	Gross 433 cu...	13100 - Old N...	-9,610.67	-58,815.75
Deposit	7/6/2010	21263	Farmdale Water Dis...	Gross 439 cu...	13100 - Old N...	-9,750.16	-68,565.91
Deposit	8/9/2010	21326	Farmdale Water Dis...	Gross 435 cu...	13100 - Old N...	-9,660.38	-78,226.29
Deposit	9/8/2010	21393	Farmdale Water Dis...	Gross 434 cu...	13100 - Old N...	-9,637.05	-87,863.34
Deposit	10/4/2010	21437	Farmdale Water Dis...	Gross 442 cu...	13100 - Old N...	-9,819.45	-97,682.79
Deposit	11/8/2010	21502	Farmdale Water Dis...	Gross 442 cu...	13100 - Old N...	-9,817.68	-107,500.47
Deposit	12/6/2010	21562	Farmdale Water Dis...	Gross 433 cu...	13100 - Old N...	-9,623.35	-117,123.82
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	231.55	-116,892.27
Total 52100 - Sewer Receipts - Other						-116,892.27	-116,892.27
Total 52100 - Sewer Receipts						-116,892.27	-116,892.27
52400 - Loan Income							0.00
52410 - Airview							0.00
Deposit	12/10/2010		Airview Utilities LLC	Deposit	13100 - Old N...	-1,000.00	-1,000.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	1,000.00	0.00
Total 52410 - Airview						0.00	0.00
52420 - Brocklyn							0.00
Deposit	3/29/2010		Brocklyn Utilities	Deposit	13100 - Old N...	-1,000.00	-1,000.00
Deposit	11/30/2010		Brocklyn Utilities	Deposit	13100 - Old N...	-500.00	-1,500.00
Check	12/8/2010	1408	Brocklyn Utilities	VOID:	13100 - Old N...	0.00	-1,500.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	1,500.00	0.00
Total 52420 - Brocklyn						0.00	0.00
52430 - Camden							0.00
Deposit	9/3/2010	2332	Camden Environme...	Deposit	13100 - Old N...	-1,319.48	-1,319.48
Check	9/9/2010	1371	Camden Environme...		13100 - Old N...	700.00	-619.48
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	619.48	0.00
Total 52430 - Camden						0.00	0.00
52440 - Covered Bridge							0.00
Deposit	11/12/2010		Covered Bridge Utili...	Pd on loan o...	13100 - Old N...	-900.00	-900.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	900.00	0.00
Total 52440 - Covered Bridge						0.00	0.00
52450 - Fox Run							0.00
Deposit	5/28/2010		Fox Run Utilities LLC	Deposit	13100 - Old N...	-200.00	-200.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	200.00	0.00
Total 52450 - Fox Run						0.00	0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
52460 - ONB Credit Line							0.00
Total 52460 - ONB Credit Line							0.00
52400 - Loan Income - Other							0.00
Total 52400 - Loan Income - Other							0.00
Total 52400 - Loan Income						0.00	0.00
Tap Fee							0.00
Total Tap Fee							0.00
60000 Advertising and Promotion							0.00
Total 60000 Advertising and Promotion							0.00
61000 - Management Fee							0.00
Check	6/8/2010	1309	Lawrence W Smither		13100 - Old N...	250.00	250.00
Total 61000 - Management Fee						250.00	250.00
62000 - Computer & Internet Exp							0.00
Total 62000 - Computer & Internet Exp							0.00
62000 - Sludge Hauling							0.00
Check	1/31/2010	1240	Martin's Sanitation	#17487 Parti...	13100 - Old N...	500.00	500.00
Check	2/12/2010	1252	Martin's Sanitation	#17487 Bal 0...	13100 - Old N...	350.00	850.00
Check	2/12/2010	1252	Martin's Sanitation	#17652 Parti...	13100 - Old N...	150.00	1,000.00
Check	3/11/2010	1270	Wayne Perry Septic...	#3977 2 loads	13100 - Old N...	410.00	1,410.00
Check	3/11/2010	1268	Martin's Sanitation	#17652 Bala...	13100 - Old N...	275.00	1,685.00
Check	3/11/2010	1268	Martin's Sanitation	#18260 Partial	13100 - Old N...	225.00	1,910.00
Check	3/11/2010	1267	Wayne Perry Septic...	VOID:	13100 - Old N...	0.00	1,910.00
Check	4/13/2010	1283	Martin's Sanitation	#18260 Bala...	13100 - Old N...	675.00	2,585.00
Check	4/30/2010	1291	Gra-Kat Environme...	#348 Clean ...	13100 - Old N...	700.00	3,285.00
Check	8/12/2010	1351	Martin's Sanitation	#20358 partial	13100 - Old N...	1,000.00	4,285.00
Check	8/12/2010	1358	EIC		13100 - Old N...	500.00	4,785.00
Check	9/23/2010	1375	Martin's Sanitation	* #20358 Par...	13100 - Old N...	1,000.00	5,785.00
Check	10/4/2010	1376	Martin's Sanitation	VOID:	13100 - Old N...	0.00	5,785.00
Check	10/4/2010	1377	Martin's Sanitation	#20358 Bal	13100 - Old N...	240.00	6,025.00
Check	10/4/2010	1377	Martin's Sanitation	#20886	13100 - Old N...	1,275.00	7,300.00
Check	11/8/2010	1400	Wayne Perry Septic...	#4000 Partial	13100 - Old N...	300.00	7,600.00
Check	12/22/2010	1417	Wayne Perry Septic...	#4000 Partial	13100 - Old N...	300.00	7,900.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	3,812.50	11,712.50
Total 62000 - Sludge Hauling						11,712.50	11,712.50

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Type	Date	Num	Name	Memo	Split	Amount	Balance
64000 - Lab Testing							0.00
Check	1/22/2010	1235	Fouser Environmen...	#27138 9/09	13100 - Old N...	225.00	225.00
Check	1/22/2010	1235	Fouser Environmen...	#27239 10/09	13100 - Old N...	175.00	400.00
Check	1/22/2010	1235	Fouser Environmen...	#27272 10/09	13100 - Old N...	225.00	625.00
Check	1/22/2010	1235	Fouser Environmen...	#27393 10/09	13100 - Old N...	350.00	975.00
Check	2/24/2010	1255	Fouser Environmen...	#27469	13100 - Old N...	185.00	1,160.00
Check	2/24/2010	1255	Fouser Environmen...	#27555	13100 - Old N...	185.00	1,345.00
Check	2/24/2010	1255	Fouser Environmen...	#27758	13100 - Old N...	50.00	1,395.00
Check	2/24/2010	1255	Fouser Environmen...	#27838	13100 - Old N...	175.00	1,570.00
Check	3/5/2010	1259	McCoy & McCoy La...	#0283648	13100 - Old N...	100.00	1,670.00
Check	3/11/2010	1265	Fouser Environmen...	#27640	13100 - Old N...	450.00	2,120.00
Check	3/11/2010	1265	Fouser Environmen...	#27765	13100 - Old N...	225.00	2,345.00
Check	4/13/2010	1284	McCoy & McCoy La...		13100 - Old N...	100.00	2,445.00
Check	4/14/2010	1285	Fouser Environmen...	#27891	13100 - Old N...	235.00	2,680.00
Check	4/14/2010	1285	Fouser Environmen...	#27934	13100 - Old N...	175.00	2,855.00
Check	4/14/2010	1285	Fouser Environmen...	#28084	13100 - Old N...	175.00	3,030.00
Check	4/14/2010	1285	Fouser Environmen...	#28209	13100 - Old N...	175.00	3,205.00
Check	5/28/2010	1301	Fouser Environmen...	#28268	13100 - Old N...	175.00	3,380.00
Check	5/28/2010	1301	Fouser Environmen...	#28373	13100 - Old N...	175.00	3,555.00
Check	5/28/2010	1301	Fouser Environmen...	#28359	13100 - Old N...	50.00	3,605.00
Check	5/28/2010	1301	Fouser Environmen...	#28419	13100 - Old N...	175.00	3,780.00
Check	5/28/2010	1301	Fouser Environmen...	#28452	13100 - Old N...	55.00	3,835.00
Check	8/12/2010	1350	Fouser Environmen...	#28521 Feb ...	13100 - Old N...	325.00	4,160.00
Check	8/12/2010	1350	Fouser Environmen...	#28475 Feb ...	13100 - Old N...	60.00	4,220.00
Check	8/12/2010	1350	Fouser Environmen...	#28606 Feb ...	13100 - Old N...	220.00	4,440.00
Check	8/12/2010	1350	Fouser Environmen...	#28684 Mar ...	13100 - Old N...	175.00	4,615.00
Check	8/12/2010	1350	Fouser Environmen...	#28813 Mar ...	13100 - Old N...	220.00	4,835.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	4,139.25	8,974.25
Total 64000 - Lab Testing						8,974.25	8,974.25
64300 - Meals and Entertainment							0.00
Total 64300 - Meals and Entertainment							0.00
67000 - Chemicals							0.00
Check	1/31/2010	1241	Brenntag Mid-South...	#BMS752099...	13100 - Old N...	340.00	340.00
Check	2/5/2010	1242	Brenntag Mid-South...	#BMS764628...	13100 - Old N...	988.54	1,328.54
Check	3/11/2010	1269	Brenntag Mid-South...	#BMS783772	13100 - Old N...	427.12	1,755.66
Check	4/13/2010	1277	Brenntag Mid-South...	#BMS792333	13100 - Old N...	674.43	2,430.09
Check	5/11/2010	1296	Brenntag Mid-South...	#BMS804916	13100 - Old N...	627.15	3,057.24
Check	5/14/2010	1297	Brenntag Mid-South...	#BMS816044	13100 - Old N...	611.89	3,669.13
Check	6/23/2010	1313	Brenntag Mid-South...	BMS817527	13100 - Old N...	296.48	3,965.61
Check	8/25/2010	1022	Brenntag Mid-South...	#BMS830241	13100 - Old N...	668.86	4,634.47
Check	8/25/2010	1022	Brenntag Mid-South...	#BMS831775	13100 - Old N...	296.48	4,930.95
Check	8/25/2010	1022	Brenntag Mid-South...	#BMS843096	13100 - Old N...	625.40	5,556.35
Check	8/25/2010	1022	Brenntag Mid-South...	#BMS856541	13100 - Old N...	364.64	5,920.99
Check	8/25/2010	1022	Brenntag Mid-South...	#BMS863974	13100 - Old N...	514.10	6,435.09
Check	8/25/2010	1022	Brenntag Mid-South...	Credit on acct	13100 - Old N...	-150.00	6,285.09
Check	8/30/2010	1363	Brenntag Mid-South...	COD delivery	13100 - Old N...	514.10	6,799.19
Check	10/5/2010	1380	Brenntag Mid-South...	COD	13100 - Old N...	514.10	7,313.29

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Check	11/8/2010	1394	Brenntag Mid-South...	COD	13100 - Old N...	625.40	7,938.69
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-1,163.54	6,775.15
Total 67000 - Chemicals						6,775.15	6,775.15
67100 - Rent Expense							0.00
Total 67100 - Rent Expense							0.00
68400 - Travel Expense							0.00
Total 68400 - Travel Expense							0.00
68600 - Utilities							0.00
63000 - Water							0.00
Check	1/13/2010	1231	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	10.37	10.37
Check	2/12/2010	1249	Farmdale Water Dis...		13100 - Old N...	10.69	21.06
Check	3/10/2010	1258	Farmdale Water Dis...		13100 - Old N...	9.83	30.89
Check	4/8/2010	1276	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	35.81	66.70
Check	5/4/2010	1293	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	93.07	159.77
Check	6/4/2010	1304	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	12.44	172.21
Check	7/14/2010	1325	Farmdale Water Dis...		13100 - Old N...	10.73	182.94
Check	8/7/2010	1346	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	130.73	313.67
Check	9/8/2010	1364	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	108.39	422.06
Check	10/7/2010	1382	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	124.20	546.26
Check	11/8/2010	1399	Farmdale Water Dis...	#0001-18600...	13100 - Old N...	456.01	1,002.27
Check	12/6/2010	1409	Farmdale Water Dis...		13100 - Old N...	55.42	1,057.69
Total 63000 - Water						1,057.69	1,057.69
66000 - Gas & Electric							0.00
Check	1/22/2010	1234	Blue Grass Energy		13100 - Old N...	31.96	31.96
Check	1/22/2010	1234	Blue Grass Energy		13100 - Old N...	361.10	393.06
Check	1/22/2010	1234	Blue Grass Energy		13100 - Old N...	737.97	1,131.03
Check	1/22/2010	1234	Blue Grass Energy		13100 - Old N...	171.73	1,302.76
Check	2/12/2010	1246	Blue Grass Energy	#107451602	13100 - Old N...	346.77	1,649.53
Check	2/12/2010	1246	Blue Grass Energy	#107451603	13100 - Old N...	766.84	2,416.37
Check	2/12/2010	1246	Blue Grass Energy	#107451601	13100 - Old N...	31.96	2,448.33
Check	2/12/2010	1246	Blue Grass Energy	#107451604	13100 - Old N...	184.74	2,633.07
Check	3/19/2010	1273	Blue Grass Energy	#107451602	13100 - Old N...	605.95	3,239.02
Check	3/19/2010	1273	Blue Grass Energy	#107451603	13100 - Old N...	929.96	4,168.98
Check	3/19/2010	1273	Blue Grass Energy	#107451601	13100 - Old N...	33.76	4,202.74
Check	3/19/2010	1273	Blue Grass Energy	#107451604	13100 - Old N...	31.10	4,233.84
Check	4/14/2010	1281	Blue Grass Energy	#107451602	13100 - Old N...	492.97	4,726.81
Check	4/14/2010	1281	Blue Grass Energy	#107451603	13100 - Old N...	1,624.93	6,351.74
Check	4/14/2010	1281	Blue Grass Energy	#107451601	13100 - Old N...	61.22	6,412.96
Check	4/14/2010	1281	Blue Grass Energy	#107451604	13100 - Old N...	239.38	6,652.34
Check	5/14/2010	1299	Blue Grass Energy	#107451602	13100 - Old N...	1,229.53	7,881.87
Check	5/14/2010	1299	Blue Grass Energy	#107451603	13100 - Old N...	1,189.70	9,071.57
Check	5/14/2010	1299	Blue Grass Energy	#107451601	13100 - Old N...	77.15	9,148.72
Check	5/14/2010	1299	Blue Grass Energy	#107451604	13100 - Old N...	247.80	9,396.52
Check	6/19/2010	1310	Blue Grass Energy	#107451602	13100 - Old N...	562.12	9,958.64
Check	6/19/2010	1310	Blue Grass Energy	#107451603	13100 - Old N...	1,244.92	11,203.56

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Type	Date	Num	Name	Memo	Split	Amount	Balance
Check	6/19/2010	1310	Blue Grass Energy	#107451601	13100 - Old N...	181.58	11,385.14
Check	6/19/2010	1310	Blue Grass Energy	#107451604	13100 - Old N...	181.00	11,566.14
Check	7/26/2010	1330	Blue Grass Energy	#107451602	13100 - Old N...	512.78	12,078.92
Check	7/26/2010	1330	Blue Grass Energy	#107451603	13100 - Old N...	1,482.63	13,561.55
Check	7/26/2010	1330	Blue Grass Energy	#107451601	13100 - Old N...	72.43	13,633.98
Check	7/26/2010	1330	Blue Grass Energy	#107451604	13100 - Old N...	165.75	13,799.73
Check	9/3/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...	0.00	13,799.73
Check	9/3/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...	1,542.14	15,341.87
Check	9/3/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...	60.57	15,402.44
Check	9/3/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...	0.00	15,402.44
Check	9/22/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	13100 - Old N...	167.33	15,569.77
Check	9/22/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	13100 - Old N...	886.00	16,455.77
Check	9/22/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	13100 - Old N...	0.00	16,455.77
Check	9/22/2010	Bank	Blue Grass Energy	8/01/10-9/01/...	13100 - Old N...	0.00	16,455.77
Check	10/8/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...		16,455.77
Check	10/8/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...	1,567.10	18,022.87
Check	10/8/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...		18,022.87
Check	10/8/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...		18,022.87
Check	10/21/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...	696.48	18,719.35
Check	10/21/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...		18,719.35
Check	10/21/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...	59.84	18,779.19
Check	10/21/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...	145.46	18,924.65
Check	11/12/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...	751.98	19,676.63
Check	11/12/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...	1,663.95	21,340.58
Check	11/12/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...	55.12	21,395.70
Check	11/12/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...	123.33	21,519.03
Check	12/13/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...	0.00	21,519.03
Check	12/13/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...	1,344.49	22,863.52
Check	12/13/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...	0.00	22,863.52
Check	12/13/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...	0.00	22,863.52
Check	12/24/2010	Bank	Blue Grass Energy	#107451602	13100 - Old N...	710.53	23,574.05
Check	12/24/2010	Bank	Blue Grass Energy	#107451603	13100 - Old N...	482.32	24,056.37
Check	12/24/2010	Bank	Blue Grass Energy	#107451601	13100 - Old N...	55.12	24,111.49
Check	12/24/2010	Bank	Blue Grass Energy	#107451604	13100 - Old N...	96.52	24,208.01
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	2,900.00	27,108.01
Total 66000 - Gas & Electric						27,108.01	27,108.01
66010 - Gas & Electric/Deposit							0.00
Total 66010 - Gas & Electric/Deposit							0.00
Telephone							0.00
Total Telephone							0.00
68600 - Utilities - Other							0.00
Total 68600 - Utilities - Other							0.00
Total 68600 - Utilities						28,165.70	28,165.70

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Type	Date	Num	Name	Memo	Split	Amount	Balance
71000 - Routine Maintenance Fee							0.00
71010 - Plant Operations							0.00
Check	1/22/2010	1233	Thacker Environme...	Dec 09	13100 - Old N...	1,600.00	1,600.00
Check	2/12/2010	1250	Thacker Environme...	Jan 2010	13100 - Old N...	1,600.00	3,200.00
Check	3/19/2010	1271	Thacker Environme...	Feb 2010	13100 - Old N...	1,600.00	4,800.00
Check	4/13/2010	1279	Thacker Environme...	Mar 2010	13100 - Old N...	1,600.00	6,400.00
Check	5/19/2010	1300	Thacker Environme...	April 2010	13100 - Old N...	1,600.00	8,000.00
Check	6/7/2010	1306	Thacker Environme...	May 2010	13100 - Old N...	1,600.00	9,600.00
Check	7/15/2010	1324	Thacker Environme...	June 2010	13100 - Old N...	1,600.00	11,200.00
Check	8/12/2010	1354	Thacker Environme...	July 10	13100 - Old N...	1,600.00	12,800.00
Check	10/4/2010	1379	Thacker Environme...	Aug 2010	13100 - Old N...	1,600.00	14,400.00
Check	11/8/2010	1395	Thacker Environme...	Sept 10	13100 - Old N...	1,600.00	16,000.00
Check	11/30/2010	1405	Thacker Environme...	Oct 2010 Par...	13100 - Old N...	600.00	16,600.00
Check	12/10/2010	1411	Thacker Environme...	Oct 2010 Bal...	13100 - Old N...	1,000.00	17,600.00
Total 71010 - Plant Operations						17,600.00	17,600.00
71000 - Routine Maintenance Fee - Other							0.00
Total 71000 - Routine Maintenance Fee - Other							0.00
Total 71000 - Routine Maintenance Fee						17,600.00	17,600.00
72500 - Collection System Maint							0.00
72510 - Sewer Repairs							0.00
Check	1/29/2010	1239	Murphy's Excavating	#1072 136 Hi...	13100 - Old N...	325.00	325.00
Check	2/25/2010	1256	Murphy's Excavating	#1187 117 Br...	13100 - Old N...	340.00	665.00
Check	3/11/2010	1266	Murphy's Excavating	#1188 Brook...	13100 - Old N...	300.00	965.00
Check	4/16/2010	1289	Murphy's Excavating	#1188 MH R...	13100 - Old N...	300.00	1,265.00
Check	7/17/2010	1328	Murphy's Excavating	#1209 Partial...	13100 - Old N...	100.00	1,365.00
Check	8/12/2010	1348	Murphy's Excavating	#1209 Bal 12...	13100 - Old N...	250.00	1,615.00
Check	8/12/2010	1348	Murphy's Excavating	#1231 Part Pl...	13100 - Old N...	250.00	1,865.00
Check	9/9/2010	1370	Travis Trent	Reimbursem...	13100 - Old N...	47.20	1,912.20
Check	10/8/2010	1383	Murphy's Excavating	#1231 Bal	13100 - Old N...	100.00	2,012.20
Check	10/8/2010	1383	Murphy's Excavating	#1239 Plant ...	13100 - Old N...	650.00	2,662.20
Check	11/24/2010	1404	Murphy's Excavating	#1268 122 Hi...	13100 - Old N...	100.00	2,762.20
Check	12/7/2010	1412	Murphy's Excavating	#1268 Bal 12...	13100 - Old N...	1,590.00	4,352.20
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	3,240.00	7,592.20
Total 72510 - Sewer Repairs						7,592.20	7,592.20
72500 - Collection System Maint - Other							0.00
Total 72500 - Collection System Maint - Other							0.00
Total 72500 - Collection System Maint						7,592.20	7,592.20
73000 - Pumping System Maint							0.00
Total 73000 - Pumping System Maint							0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
73500 - Treatment System Maint							0.00
67200 - Repairs and Maintenance							0.00
Check	3/23/2010	1272	Covered Bridge Utili...	#813-01 Partial	13100 - Old N...	745.00	745.00
Check	3/26/2010	1274	Covered Bridge Utili...	#813-01 Bala...	13100 - Old N...	500.00	1,245.00
Check	4/5/2010	1275	Camden Environme...	Tools & Eqpt...	13100 - Old N...	250.00	1,495.00
Check	5/14/2010	1298	Covered Bridge Utili...	#813-05	13100 - Old N...	169.00	1,664.00
Check	5/14/2010	1298	Covered Bridge Utili...	#918-03	13100 - Old N...	62.70	1,726.70
Check	5/14/2010	1298	Covered Bridge Utili...	#918-07 Partial	13100 - Old N...	265.35	1,992.05
Check	5/19/2010	1300	Thacker Environme...	Lime	13100 - Old N...	42.00	2,034.05
Check	5/19/2010	1300	Thacker Environme...	Elec tool kit	13100 - Old N...	51.37	2,085.42
Check	5/19/2010	1300	Thacker Environme...	Weed spray	13100 - Old N...	32.57	2,117.99
Check	5/19/2010	1300	Thacker Environme...	Mosquito killer	13100 - Old N...	48.94	2,166.93
Check	5/28/2010	1302	Shawn Ford	Cash for exp...	13100 - Old N...	200.00	2,366.93
Check	6/23/2010	1311	Air Gas		13100 - Old N...	55.61	2,422.54
Check	6/23/2010	1312	Covered Bridge Utili...	On acct	13100 - Old N...	250.00	2,672.54
Check	6/25/2010	1307	Thacker Environme...	VOID: 4/23/1...	13100 - Old N...	0.00	2,672.54
Check	7/9/2010	1319	Covered Bridge Utili...	#918-07 Parti...	13100 - Old N...	325.00	2,997.54
Check	7/16/2010	1327	Lawrence W Smither	Supplies / Lo...	13100 - Old N...	37.98	3,035.52
Check	7/26/2010	1335	Billy Thacker	Retention po...	13100 - Old N...	410.30	3,445.82
Check	7/30/2010	1337	Covered Bridge Utili...		13100 - Old N...	600.00	4,045.82
Check	8/4/2010	1340	Lowe's	Ladder & parts	13100 - Old N...	176.38	4,222.20
Check	9/10/2010	1372	Covered Bridge Utili...	*	13100 - Old N...	250.00	4,472.20
Check	9/14/2010	1135	Camden Environme...		13100 - Old N...	37.37	4,509.57
Check	10/15/2010	1384	Shawn Ford	*	13100 - Old N...	237.40	4,746.97
Check	11/12/2010	1402	River City Controls	#2962 (Part) ...	13100 - Old N...	1,300.00	6,046.97
Total 67200 - Repairs and Maintenance						6,046.97	6,046.97
73510 - Equipment							0.00
73520 - Delivery Exp							0.00
Total 73520 - Delivery Exp							0.00
73510 - Equipment - Other							0.00
Check	1/23/2010	1238	Grainger	#9108651168...	13100 - Old N...	729.43	729.43
Check	2/12/2010	1250	Thacker Environme...	Heater for C1...	13100 - Old N...	50.00	779.43
Check	2/24/2010	1254	Quality Electric Mot...	#67619 15 H...	13100 - Old N...	374.00	1,153.43
Check	3/10/2010	1261	Quality Electric Mot...	#67619 15 H...	13100 - Old N...	350.00	1,503.43
Check	4/13/2010	1279	Thacker Environme...	Transfer pum...	13100 - Old N...	92.79	1,596.22
Check	8/6/2010	1341	Hall's Pump & Supply	* Pump	13100 - Old N...	1,272.00	2,868.22
Check	8/12/2010	1353	River City Controls	VOID: #2828 ...	13100 - Old N...	0.00	2,868.22
Check	8/30/2010	1362	River City Controls	#2828 Honey...	13100 - Old N...	1,000.00	3,868.22
Check	9/13/2010	1373	D & F Distributors, I...	* #302135	13100 - Old N...	2,485.70	6,353.92
Check	10/21/2010	1386	D & F Distributors, I...	* #303356 C...	13100 - Old N...	808.17	7,162.09
Check	12/10/2010	1410	River City Controls	#2872 Relays	13100 - Old N...	126.89	7,288.98
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-6,816.50	472.48
Total 73510 - Equipment - Other						472.48	472.48
Total 73510 - Equipment						472.48	472.48

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Type	Date	Num	Name	Memo	Split	Amount	Balance
73500 - Treatment System Maint - Other							0.00
Total 73500 - Treatment System Maint - Other							0.00
Total 73500 - Treatment System Maint						6,519.45	6,519.45
74000 - Other Plant Maintenance							0.00
74010 - Dumpster							0.00
Check	3/5/2010	1260	Allied Waste Services	#3-0994-000...	13100 - Old N...	57.40	57.40
Check	3/5/2010	1260	Allied Waste Services	#3-0994-000...	13100 - Old N...	62.32	119.72
Check	4/16/2010	1290	Allied Waste Services		13100 - Old N...	126.10	245.82
Total 74010 - Dumpster						245.82	245.82
74020 - Eqpt Repair							0.00
Check	8/12/2010	1352	Quality Electric Mot...	#70439 Pum...	13100 - Old N...	500.00	500.00
Total 74020 - Eqpt Repair						500.00	500.00
74030 - Grasscutting							0.00
Check	5/19/2010	1300	Thacker Environme...	Apr 2010	13100 - Old N...	100.00	100.00
Check	6/7/2010	1306	Thacker Environme...	May 2010	13100 - Old N...	100.00	200.00
Check	7/15/2010	1324	Thacker Environme...	June 2010	13100 - Old N...	100.00	300.00
Check	8/12/2010	1354	Thacker Environme...	Jul 10	13100 - Old N...	50.00	350.00
Total 74030 - Grasscutting						350.00	350.00
74040 - Repairs							0.00
Check	1/22/2010	1232	Tobbe Pump & Envi...	#713 Balanc...	13100 - Old N...	300.00	300.00
Check	1/22/2010	1233	Thacker Environme...	Running new ...	13100 - Old N...	100.00	400.00
Check	2/15/2010	1251	John Cheak Electric	#2058 Quail ...	13100 - Old N...	450.00	850.00
Check	6/24/2010	1316	Derby City Pump	On acct	13100 - Old N...	1,000.00	1,850.00
Check	8/12/2010	1357	Cheak Electric	#3001 Partial	13100 - Old N...	350.00	2,200.00
Check	8/16/2010	1360	Derby City Pump	* On account	13100 - Old N...	5,000.00	7,200.00
Check	9/16/2010	1374	Derby City Pump	* On account	13100 - Old N...	750.00	7,950.00
Check	10/21/2010	1387	Derby City Pump	* On account	13100 - Old N...	750.00	8,700.00
Check	10/26/2010	1391	Arts Electric Inc	#SVC34194 ...	13100 - Old N...	213.57	8,913.57
Check	12/3/2010	1406	Derby City Pump	On account	13100 - Old N...	750.00	9,663.57
Check	12/10/2010	1410	River City Controls	#2872 Labor	13100 - Old N...	220.00	9,883.57
Check	12/10/2010	1410	River City Controls	#2827	13100 - Old N...	180.00	10,063.57
Check	12/22/2010	1416	Tobbe Pump & Envi...		13100 - Old N...	250.00	10,313.57
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	690.00	11,003.57
Total 74040 - Repairs						11,003.57	11,003.57
74050 - Testing Eqpt							0.00
Check	2/9/2010	1244	Covered Bridge Utili...		13100 - Old N...	31.38	31.38
Check	8/12/2010	1359	Fondriest Environm...	#20778	13100 - Old N...	92.23	123.61
Check	11/23/2010	1403	Camden Environme...		13100 - Old N...	95.00	218.61
Total 74050 - Testing Eqpt						218.61	218.61

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Type	Date	Num	Name	Memo	Split	Amount	Balance
74060 - Parts							0.00
Check	1/22/2010	1233	Thacker Environme...	Line & fittings	13100 - Old N...	66.74	66.74
Check	2/12/2010	1250	Thacker Environme...	Heat shrink f...	13100 - Old N...	12.00	78.74
Check	2/12/2010	1250	Thacker Environme...	Heater cord r...	13100 - Old N...	6.95	85.69
Check	3/19/2010	1271	Thacker Environme...	Lime & conn...	13100 - Old N...	37.59	123.28
Check	4/13/2010	1279	Thacker Environme...	Lime & straw ...	13100 - Old N...	33.04	156.32
Check	6/1/2010	1303	Peterson Electric	Fuses	13100 - Old N...	52.79	209.11
Check	6/7/2010	1306	Thacker Environme...	Per List	13100 - Old N...	594.56	803.67
Check	7/6/2010	1318	Lawrence W Smither		13100 - Old N...	22.90	826.57
Check	7/12/2010	1323	Masters Supply		13100 - Old N...	181.97	1,008.54
Check	7/15/2010	1324	Thacker Environme...	Lime	13100 - Old N...	36.00	1,044.54
Check	7/15/2010	1324	Thacker Environme...	Repel Gel	13100 - Old N...	23.99	1,068.53
Check	7/26/2010	1333	NuWay Rental & Sa...	Discharge ho...	13100 - Old N...	139.92	1,208.45
Check	7/30/2010	1336	Wastewater Solutions		13100 - Old N...	218.41	1,426.86
Check	8/3/2010	1339	Shawn Ford	Repairs	13100 - Old N...	44.25	1,471.11
Check	8/7/2010	1345	Masters Supply	#2871384	13100 - Old N...	286.84	1,757.95
Check	8/12/2010	1354	Thacker Environme...	Jul 10	13100 - Old N...	122.89	1,880.84
Check	8/12/2010	1355	USA BlueBook		13100 - Old N...	113.53	1,994.37
Check	8/12/2010	1356	Masters Supply	#2835589	13100 - Old N...	421.28	2,415.65
Check	11/8/2010	1396	Masters Supply	#2872101	13100 - Old N...	40.60	2,456.25
Check	11/8/2010	1395	Thacker Environme...	Patching rub...	13100 - Old N...	177.02	2,633.27
Check	11/8/2010	1397	NuWay Rental & Sa...	Bal on purch...	13100 - Old N...	139.32	2,772.59
Total 74060 - Parts						2,772.59	2,772.59
74000 - Other Plant Maintenance - Other							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	26,861.01	26,861.01
Total 74000 - Other Plant Maintenance - Other						26,861.01	26,861.01
Total 74000 - Other Plant Maintenance						41,951.60	41,951.60
75500 - Collection Expense							0.00
75510 - District Collection Fee							0.00
Deposit	1/11/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,464.91	1,464.91
Deposit	2/8/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,495.73	2,960.64
Deposit	3/8/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,490.56	4,451.20
Deposit	4/5/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,474.46	5,925.66
Deposit	5/10/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,455.09	7,380.75
Deposit	6/7/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,441.60	8,822.35
Deposit	7/6/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,462.52	10,284.87
Deposit	8/9/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,449.06	11,733.93
Deposit	9/8/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,445.56	13,179.49
Deposit	10/4/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,472.92	14,652.41
Deposit	11/8/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,472.66	16,125.07
Deposit	12/6/2010		Farmdale Water Dis...	Deposit	13100 - Old N...	1,443.51	17,568.58
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-34.73	17,533.85
Total 75510 - District Collection Fee						17,533.85	17,533.85

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Type	Date	Num	Name	Memo	Split	Amount	Balance
75500 - Collection Expense - Other							0.00
Total 75500 - Collection Expense - Other							0.00
Total 75500 - Collection Expense						17,533.85	17,533.85
77500 - Office Supplies							0.00
77510 - Check order							0.00
Check	9/24/2010	Bank	Clarke American		13100 - Old N...	58.87	58.87
Total 77510 - Check order						58.87	58.87
77510 - Postage							0.00
Check	2/12/2010	1248	Integrity Bookkeeping	Overnight / B...	13100 - Old N...	18.30	18.30
Check	7/9/2010	1321	integrity Bookkeeping	J Kaninberg	13100 - Old N...	5.00	23.30
Check	7/9/2010	1320	Integrity Bookkeeping	VOID:	13100 - Old N...	0.00	23.30
Check	7/26/2010	1329	Integrity Bookkeeping	09 Payroll Ta...	13100 - Old N...	0.88	24.18
Check	7/26/2010	1329	Integrity Bookkeeping	09 State Tax ...	13100 - Old N...	5.54	29.72
Check	7/26/2010	1329	Integrity Bookkeeping	09 Prop Tax ...	13100 - Old N...	6.49	36.21
Check	7/26/2010	1329	Integrity Bookkeeping	Rate Case / J...	13100 - Old N...	1.90	38.11
Check	7/26/2010	1329	Integrity Bookkeeping	Rate Case / J...	13100 - Old N...	1.90	40.01
Check	8/10/2010	1347	Integrity Bookkeeping	POBox annu...	13100 - Old N...	13.75	53.76
Check	9/24/2010	1378	Integrity Bookkeeping	Overnight / B...	13100 - Old N...	15.90	69.66
Check	9/24/2010	1378	Integrity Bookkeeping	Overnight / M...	13100 - Old N...	13.65	83.31
Check	10/26/2010	1393	Integrity Bookkeeping	2010 Tax Ret...	13100 - Old N...	6.32	89.63
Check	10/26/2010	1393	Integrity Bookkeeping	2010 Tax Ret...	13100 - Old N...	6.66	96.29
Total 77510 - Postage						96.29	96.29
77500 - Office Supplies - Other							0.00
Check	6/8/2010	1308	Lynn Imaging	NOV cc invoi...	13100 - Old N...	11.62	11.62
Check	7/9/2010	1321	Integrity Bookkeeping	Rate case cc	13100 - Old N...	4.87	16.49
Check	7/26/2010	1329	Integrity Bookkeeping	Rate Case co...	13100 - Old N...	1.80	18.29
Total 77500 - Office Supplies - Other						18.29	18.29
Total 77500 - Office Supplies						173.45	173.45
78000 - Bank Service Charges							0.00
78010 - Late Charge							0.00
Total 78010 - Late Charge							0.00
78020Lt Chg							0.00
Total 78020Lt Chg							0.00
78000 - Bank Service Charges - Other							0.00
Check	2/8/2010	Bank		OD Notice	13100 - Old N...	35.00	35.00
Total 78000 - Bank Service Charges - Other						35.00	35.00
Total 78000 - Bank Service Charges						35.00	35.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
78500 - Telephone Expense							0.00
78510 - Telephone							0.00
Total 78510 - Telephone							0.00
78500 - Telephone Expense - Other							0.00
Check	2/17/2010	1253	Covered Bridge Utili...	2 mos	13100 - Old N...	90.00	90.00
Check	4/14/2010	1278	Covered Bridge Utili...	VOID:	13100 - Old N...	0.00	90.00
Check	10/15/2010	1385	Linda Wood	Fax & LD	13100 - Old N...	49.28	139.28
Check	12/17/2010	1415	Linda Wood	Fax & L.D. se...	13100 - Old N...	32.75	172.03
Total 78500 - Telephone Expense - Other						172.03	172.03
Total 78500 - Telephone Expense						172.03	172.03
79000 - Dues & Subscriptions							0.00
Total 79000 - Dues & Subscriptions							0.00
81000 - Bookkeeping Fees							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-1,600.00	-1,600.00
Total 81000 - Bookkeeping Fees						-1,600.00	-1,600.00
81500 Professional Fee Accting							0.00
Total 81500 Professional Fee Accting							0.00
82000 -Professional Fees Legal							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	4,082.13	4,082.13
Total 82000 -Professional Fees Legal						4,082.13	4,082.13
83000 - Supervision							0.00
Check	5/4/2010	1294	Smither Consulting ...	#32510-03 Ic...	13100 - Old N...	106.75	106.75
Total 83000 - Supervision						106.75	106.75
83500 - Insurance Expense							0.00
Check	2/7/2010	1243	Westfield Insurance		13100 - Old N...	100.00	100.00
Check	3/5/2010	1257	Westfield Insurance		13100 - Old N...	100.00	200.00
Check	5/8/2010	1295	Westfield Insurance		13100 - Old N...	100.00	300.00
Check	6/7/2010	1305	Westfield Insurance		13100 - Old N...	100.00	400.00
Check	7/12/2010	1322	Westfield Insurance		13100 - Old N...	100.00	500.00
Check	8/6/2010	1344	Westfield Insurance		13100 - Old N...	100.00	600.00
Check	10/7/2010	1381	Westfield Insurance		13100 - Old N...	100.00	700.00
Check	11/8/2010	1401	Westfield Insurance		13100 - Old N...	100.00	800.00
Check	12/10/2010	1414	Westfield Insurance		13100 - Old N...	100.00	900.00
Total 83500 - Insurance Expense						900.00	900.00
85500 - Misc Expense							0.00
85510 - ONB Savings Acct							0.00
Total 85510 - ONB Savings Acct							0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
85520 - Rate Case Expense							0.00
Check	8/3/2010	1338	Accurate Mail & Dat...		13100 - Old N...	204.60	204.60
Check	8/6/2010	1343	Integrity Bookkeeping	H.O. Letters ...	13100 - Old N...	53.15	257.75
Check	8/6/2010	1342	Lynn Imaging	Order#0731...	13100 - Old N...	5.09	262.84
Check	8/6/2010	1342	Lynn Imaging	Order#0732...	13100 - Old N...	102.48	365.32
Check	10/21/2010	1388	Jack Kaninberg	* Consulting ...	13100 - Old N...	750.00	1,115.32
Check	11/8/2010	1389	Jack Kaninberg	* Consulting ...	13100 - Old N...	750.00	1,865.32
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	102.48	1,967.80
Total 85520 - Rate Case Expense						1,967.80	1,967.80
85500 - Misc Expense - Other							0.00
Check	9/9/2010	1367	Shawn Ford	NOV Reports	13100 - Old N...	66.80	66.80
Check	9/9/2010	1368	Shane Goldsmith	NOV Reports	13100 - Old N...	57.50	124.30
Check	9/9/2010	1369	Lawrence W Smither	NOV Reports	13100 - Old N...	61.60	185.90
Total 85500 - Misc Expense - Other						185.90	185.90
Total 85500 - Misc Expense						2,153.70	2,153.70
87000 - Depreciation Expense							0.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	6,957.00	6,957.00
Total 87000 - Depreciation Expense						6,957.00	6,957.00
88500 - Tax							0.00
85510 - Annual Report							0.00
Check	6/28/2010	Bank	Secretary of State	2010 #0708570	13100 - Old N...	15.00	15.00
Total 85510 - Annual Report						15.00	15.00
88520 - Property							0.00
Total 88520 - Property							0.00
88530 - PSC Assessment							0.00
Check	7/26/2010	1331	Kentucky State Tre...	7/10 - 6/11	13100 - Old N...	185.80	185.80
Total 88530 - PSC Assessment						185.80	185.80
88540 - Revised Tariff Expense							0.00
Check	2/11/2010	1245	Accurate Mail & Dat...	#3927	13100 - Old N...	271.35	271.35
Check	2/12/2010	1248	Integrity Bookkeeping	Envelopes	13100 - Old N...	8.50	279.85
Check	2/12/2010	1248	Integrity Bookkeeping	Printed letters	13100 - Old N...	25.00	304.85
Total 88540 - Revised Tariff Expense						304.85	304.85
88500 - Tax - Other							0.00
Check	4/15/2010	1292	Kentucky State Tre...	2009 Extension	13100 - Old N...	175.00	175.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	3,934.97	4,109.97
Total 88500 - Tax - Other						4,109.97	4,109.97
Total 88500 - Tax						4,615.62	4,615.62

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Type	Date	Num	Name	Memo	Split	Amount	Balance
91500 - Interest Expense							0.00
91510 - ONB Cr Line							0.00
Check	10/29/2010	Bank	Old National Bank	Renewal	13100 - Old N...	500.00	500.00
Total 91510 - ONB Cr Line						500.00	500.00
91520 - LOC Interest							0.00
Total 91520 - LOC Interest							0.00
91530 - ONB Note Payment							0.00
Interest							0.00
Check	1/20/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	89.92	89.92
Check	2/12/2010	1247	Old National Bank	Note 200029...	13100 - Old N...	73.45	163.37
Check	3/26/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	71.14	234.51
Check	4/16/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	52.52	287.03
Check	5/19/2010	Bank	Old National Bank	Note 200029...	13100 - Old N...	65.70	352.73
Check	6/23/2010	1314	Old National Bank	Note 200029...	13100 - Old N...	57.34	410.07
Check	7/16/2010	1326	Old National Bank	Note 200029...	13100 - Old N...	43.15	453.22
Check	8/20/2010	Bank	Old National Bank	#20003141097	13100 - Old N...	130.04	583.26
Check	9/8/2010	1366	Old National Bank	#20003141097	13100 - Old N...	74.34	657.60
Check	10/7/2010	Bank	Old National Bank	#20003141097	13100 - Old N...	112.14	769.74
Check	11/8/2010	1398	Old National Bank	#20003141097	13100 - Old N...	114.23	883.97
Check	12/8/2010	1407	Old National Bank	#20003141097	13100 - Old N...	95.28	979.25
Total Interest						979.25	979.25
Principal							0.00
Total Principal							0.00
91530 - ONB Note Payment - Other							0.00
Total 91530 - ONB Note Payment - Other							0.00
Total 91530 - ONB Note Payment						979.25	979.25
91540 - ONB Interest							0.00
Check	2/3/2010	Bank	Old National Bank	20002768371	13100 - Old N...	66.52	66.52
Check	3/11/2010	1262	Old National Bank		13100 - Old N...	61.68	128.20
Check	4/14/2010	1282	Old National Bank	#20002768371	13100 - Old N...	59.62	187.82
Check	4/27/2010	Bank	Old National Bank		13100 - Old N...	63.74	251.56
Check	5/19/2010	Bank	Old National Bank	#20002768371	13100 - Old N...	61.68	313.24
Check	6/23/2010	1315	Old National Bank	#20002768371	13100 - Old N...	63.73	376.97
Check	7/26/2010	1332	Old National Bank		13100 - Old N...	61.68	438.65
Check	9/8/2010	1365	Old National Bank	#20002768371	13100 - Old N...	63.74	502.39
Check	10/7/2010	Bank	Old National Bank	#20002768371	13100 - Old N...	63.73	566.12
Check	10/26/2010	1392	Old National Bank	#20002768371	13100 - Old N...	61.68	627.80
Check	12/30/2010	Bank	Old National Bank	#20002768371	13100 - Old N...	63.74	691.54
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	578.58	1,270.12
Total 91540 - ONB Interest						1,270.12	1,270.12

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Type	Date	Num	Name	Memo	Split	Amount	Balance
91550 Promissory Note Payment							0.00
Check	4/14/2010	1286	Classic Construction	Oct 09	13100 - Old N...	1,132.27	1,132.27
Check	8/12/2010	1349	Classic Construction	Nov 09	13100 - Old N...	1,132.27	2,264.54
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-1,850.97	413.57
Total 91550 Promissory Note Payment						413.57	413.57
91500 - Interest Expense - Other							0.00
Total 91500 - Interest Expense - Other							0.00
Total 91500 - Interest Expense						3,162.94	3,162.94
92000 - Loan							0.00
92010 - Airview							0.00
Check	5/19/2010	Bank	Airview Utilities LLC		13100 - Old N...	400.00	400.00
Deposit	5/25/2010		Airview Utilities LLC	Repays loan	13100 - Old N...	-400.00	0.00
Total 92010 - Airview						0.00	0.00
92020 - Camden							0.00
Check	12/8/2010	1413	Goodyear Tires	Tires / Shane...	13100 - Old N...	668.65	668.65
Deposit	12/31/2010	J E	Camden Environme...	Bal on loan	13100 - Old N...	619.48	1,288.13
Deposit	12/31/2010	J E	Camden Environme...	Reimbursed f...	13100 - Old N...	-668.65	619.48
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-619.48	0.00
Total 92020 - Camden						0.00	0.00
92030 - Cedarbrook							0.00
Check	6/28/2010	Bank	Secretary of State	2010 Annual ...	13100 - Old N...	15.00	15.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-15.00	0.00
Total 92030 - Cedarbrook						0.00	0.00
92040 - Covered Bridge							0.00
Check	10/22/2010	1390	Covered Bridge Utili...	*	13100 - Old N...	900.00	900.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-900.00	0.00
Total 92040 - Covered Bridge						0.00	0.00
92050 - Fox Run							0.00
Total 92050 - Fox Run							0.00
92000 - Loan - Other							0.00
Bill	11/30/2010		Brocklyn Utilities	Loan	23000 - Accou...	500.00	500.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-500.00	0.00
Total 92000 - Loan - Other						0.00	0.00
Total 92000 - Loan						0.00	0.00

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Type	Date	Num	Name	Memo	Split	Amount	Balance
92100 - Loan Paid							0.00
92110 - Brocklyn							0.00
Check	12/24/2010	Bank	Brocklyn Utilities		13100 - Old N...	100.00	100.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-100.00	0.00
Total 92110 - Brocklyn						0.00	0.00
92120 - Fox Run							0.00
Check	7/14/2010	Bank	Fox Run Utilities	Paid loan	13100 - Old N...	200.00	200.00
General Journal	12/31/2010	CPA ...		2010 CLOSI...	10600 - Treat...	-200.00	0.00
Total 92120 - Fox Run						0.00	0.00
92100 - Loan Paid - Other							0.00
Total 92100 - Loan Paid - Other							0.00
Total 92100 - Loan Paid						0.00	0.00
Continuing Education							0.00
Total Continuing Education							0.00
Professional Fees							0.00
Check	1/22/2010	1236	Logsdon & Company		13100 - Old N...	200.00	200.00
Check	1/22/2010	1237	Hazelrigg & Cox, Atty		13100 - Old N...	200.00	400.00
Check	3/11/2010	1263	Logsdon & Company		13100 - Old N...	200.00	600.00
Check	3/11/2010	1264	Hazelrigg & Cox, Atty		13100 - Old N...	200.00	800.00
Check	4/30/2010	1287	Logsdon & Company		13100 - Old N...	200.00	1,000.00
Check	4/30/2010	1288	Hazelrigg & Cox, Atty		13100 - Old N...	200.00	1,200.00
Check	7/6/2010	1317	Logsdon & Company		13100 - Old N...	200.00	1,400.00
Check	7/26/2010	1334	Logsdon & Company		13100 - Old N...	200.00	1,600.00
Total Professional Fees						1,600.00	1,600.00
80000 - Ask My Accountant							0.00
Total 80000 - Ask My Accountant							0.00
No accnt							0.00
Total no accnt							0.00
TOTAL						**0.00**	**0.00**

NEWS RELEASE

Contact:
Andrew Melnykovych
502-564-3940, ext. 208
502-330-5981 (cell)

PSC Accepts Settlement in East Kentucky Power Rate Case

$43 million increase is $6.4 million less than requested

FRANKFORT, Ky. (Jan. 14, 2011) – The Kentucky Public Service Commission (PSC) has accepted a proposed settlement granting an annual revenue increase of $43 million to East Kentucky Power Cooperative Inc. (EKPC).

The PSC, in orders issued today, approved both the settlement and the resulting pass-through rates to be charged by the 16 electric distribution cooperatives that own and purchase power from EKPC. The new rates take effect immediately.

EKPC had requested an increase of about $49.4 million in the annual revenue it receives from the sale of electricity to its owner-customer distribution cooperatives. The pass-through rates have been adjusted downward to reflect the smaller increase.

The PSC said the settlement will produce rates that are "fair, just and reasonable," noting that the revenue increase is slightly smaller than the amount suggested by a PSC staff analysis.

EKPC applied for the increase in May 2010. In November 2010, the PSC conducted meetings in Somerset, Morehead, Nicholasville and Bardstown for the purpose of taking public comments on EKPC's proposal.

On Dec. 9, 2010, the PSC held an evidentiary hearing to examine the proposed settlement. Other parties to the case were the Kentucky Office of Attorney General and Gallatin Steel Co., the largest single retail customer in the EKPC service area.

EKPC's 16 member distribution cooperatives have more than 500,000 customers in 87 counties in eastern and central Kentucky. EKPC generates electricity at four plants and operates 2,755 miles of high-voltage transmission lines.

EKPC proposed to increase its wholesale rates by 5.27 percent. The lower increase – about 4.6 percent – will increase the average residential customer's monthly bill by $3.94 to $5.85, depending on the cooperative.

-more-

BG Energy - avg increase = 9.95

CN 2010-00169

Blue Grass Energy
A Touchstone Energy® Cooperative

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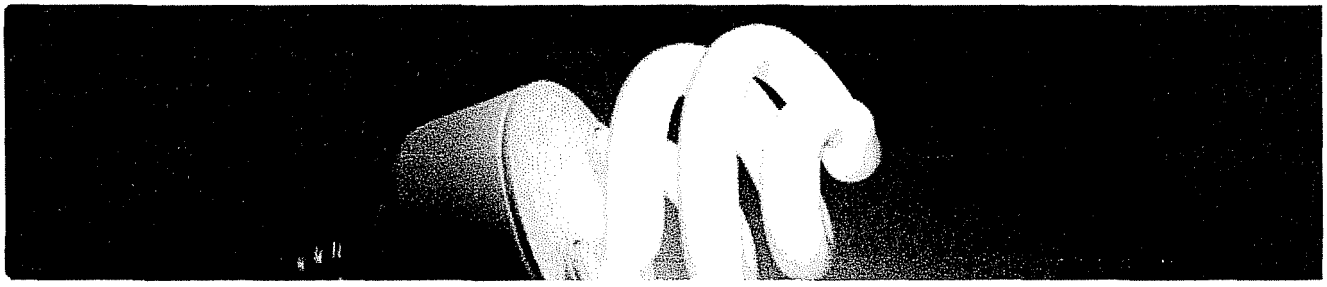

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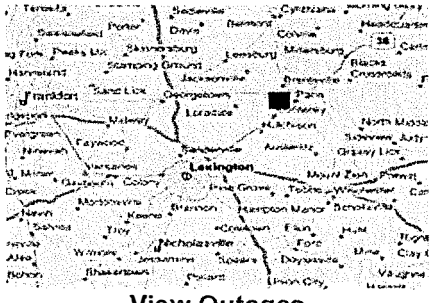

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News

1/18/2011

PSC approves EKPC rate increase

On Jan. 14, the Kentucky Public Service Commission (PSC) based East Kentucky Power Cooperative (EKPC), the wholes Energy and 15 other member cooperatives.

"This is not a Blue Grass Energy base rate increase, but a pa Blue Grass Energy is unable to absorb the cost. We understa facing higher costs too, and we want to help members better W. Gibson, Vice President of Member Services and Economi

All 16 member cooperatives, including Blue Grass Energy, wi from EKPC. The actual dollar amount will vary within each co energy used per member.

Blue Grass Energy members will begin seeing the increase o the average monthly bills of residential members.

The PSC approved EKPC's rate increase effective Jan. 14, 2 strengthen its financial condition and continue building equity the case in December prior to announcing this decision.

"We want to help our members lower their energy bills and im or businesses," said Gibson.

Consulting Contract

This agreement is made this 26TH day of OCTOBER, 2011, by and between Kentucky Small Utility Consulting, LLC, 8105 Parkshire Court, Louisville, KY 40220 (hereinafter referred to as the "Contractor"), and Coolbrook Utilities, LLC, whose address is P.O. Box 91588, Louisville, KY 40291 (hereinafter referred to as "Utility") for consulting services.

(1) Contractor shall render the services, for the compensation set forth in Attachment "A" (hereinafter referred to as the "Services). The Services may be changed only by the prior written agreement of the Contractor and the Utility and if changed the time of performance shall be adjusted accordingly. Invoices shall be paid by Utility without setoff or deduction, upon receipt. Contractor has the option of suspending or terminating its performance for non-payment.

(2) The party with complete authority to act under this contract for Contractor is Jack Kaninberg. The party with complete authority to act under this contract for Utility is LAWRENCE W. SMITH or

(3) The Utility shall provide Contractor to full and adequate access to all the information needed by Contractor to fulfill the services set out in Attachment A. Utility shall give prompt attention to all documentation and requests for information and action by Contractor, so as to not delay Contractor's work. When applicable, Contractor shall have access to Utility's private property to complete its work.

(4) The Contractor shall furnish the necessary qualified personnel to complete the Services and Contractor represent that is has access to the experience and capability necessary to and agrees to perform the Services with reasonable skill and diligence. This undertaking does not imply and guarantee a perfect project and in the event of failure, Contractor will only be liable to its failure to exercise diligence, reasonable care and professional skill. Contractor's fee under this agreement shall be the only measure of damages. There are no other representations or warrantees expressed or implied and Utility agrees to hold Contractor harmless and indemnify from any claims not related to liability from the negligence or willful misconduct of Contractor.

(5) All documents (hard copy or electronic) prepared by Contractor in connection with this project are the sole property of Contractor and payment to Contractor under Attachment A shall be a condition precedent to use of any documentation of Contractor. Contractor cannot guarantee or be liable for the integrity of any electronic information.

(6) Any default in performance caused by a natural catastrophe or civil unrest (force majeure) shall not constitute a default of the Contract.

(7) This contract shall be interpreted under the laws of the Commonwealth of Kentucky and choice of venue shall be Jefferson County. If there is a dispute, good faith mediation is required as a condition precedent of either party filing any complaint in any court.

(8) Neither Contractor nor Utility may assign any part of this contract without written authority of the other party.

(9) Contractor agrees to keep all of Utility's information confidential and at all times allow the Utility access and information to make sure its information is being protected.

(10) This Contract and Attachment A, is the entire agreement between the parties and it supersedes any and all other oral or prior agreement between them. The Contract may be amended only by a written amendment, signed by both parties.

(11) If any portion of this Contract is deemed unenforceable, it shall not affect the remaining portions. The consideration for this Contract is the mutual agreement contained herein, which each party by its signature agree is sufficient.

THE PARTIES EXPRESSLY ACKNOWLEDGE THAT THIS AGREEMENT CONTAINS LIMITATION OF LIABILITY PROVISIONS RESTRICTING RIGHT FOR RECOVERY OF DAMAGES.

CONTRACTOR:

Jack Kaninberg

UTILITY:

Cookbrook Utility LLC

BY:

TITLE: Member

CONSULTING CONTRACT
ATTACHMENT "A"

This Attachment details the Services, contract time, price, forming part of the Contract:

(1) Services: Contractor shall perform the following services:

TASK A -- SCOPE OF SERVICES – A review using 2010 Public Service Commission ("PSC") Income Statement numbers as the test period, in order to make appropriate pro forma adjustments for material, known, and measurable revenue and expense changes, and arrive at a recommended revenue increase that meets with the Utility's approval.

TASK B – SCOPE OF SERVICES – Upon the Utility's approval of a proposed revenue increase, Contractor will prepare the rate increase application and the necessary supporting documentation to justify it, and will forward it to the utility for its review, approval, and submittal to the PSC.

TASK C – SCOPE OF SERVICES – Between the submittal of the rate application and a PSC Final Order on the rate application and proposed revenue increase, Contractor will remain available to advise the utility in responding to requests for information and otherwise supporting the application.

However, Contractor is not responsible for responding to PSC or other data requests or providing testimony in the case unless the Utility and the Contractor so agree after the issuance of any data requests or requirements to provide testimony. If the Utility and the Contractor agree to make the Contractor responsible, in full or in part, for any data requests or testimony, the Utility agrees to pay the Contractor an hourly rate of $25 per hour for work responding to data requests, and $50 per hour for testimony and any preparation related thereto.

(2) Contract time

(a) Commencement date: October 1, 2011

(b) Estimated Completion Date: August 30, 2012

(3) Contract Payment - $2,400 in total, unless the Utility and the Contractor agree to additional hourly charges as described under Task C above.

TASK A – 50% of Total Contract Amount, or $1,200, due upon completion of Task A as described above.

TASK B – Additional 25% (or $600) of Total Contract Amount, due after the Commission has deemed the case filed.

TASK C – Final 25% (or $600) of Total Contract Amount, due upon completion of the rate case.

HAVE SEEN AND AGREED:

CONTRACTOR:

Jack Kaninberg

Jack Kaninberg

UTILITY:

Coolbrook Utilities LLC

BY:

TITLE: Member

AUGUST 2010 APPLICATION
MAINT. OF OTHER PLANT ADJ.

C. Fuel & Power Expense was adjusted by $1,548 to reflect two electricity increases. First, on April 1, 2009, new electricity rates became effective for BlueGrass Energy, Coolbrook's electricity provider. According to a BlueGrass Energy press release, these rates reflected an increase of approximately 6%. Coolbrook's 2009 general ledger records electricity charges of $5,667.87 at the old rates (until the May 13, 2009 billings), so Coolbrook's first adjustment of $340 is based upon increasing $5,668 by 6%. This would increase pro forma electricity expense to $22,928.

Second, BlueGrass Energy has filed a rate case on May 27, 2010 to pass-through a proposed 5.27% increase filed by East Kentucky Power Cooperative on June 8, 2010. Coolbrook understands that this increase is not fully known and measurable, but it may be fully known by the time our case is decided. The 5.27% increase applied to the above-mentioned $22,928 results in an adjustment of $1,208 and a total pro forma electricity expense of $24,136.

D. Routine Maintenance Fees Expense for 2009 included only 11 months of charges from Thacker Environmental, and was therefore adjusted by $1,600 to include 12 months at the $1,600 monthly fee.

E. Agency Collection Fees were adjusted to reflect a 15% billing and collection fee charged by Farmdale Water District. At the requested rate of $35 per month, the 15% charge on pro forma revenues of $182,700 ($35 x 12 x 435 customers) would result in an expense of $27,405.

F. Insurance Expense was adjusted by $5,689 to reflect pro forma general liability insurance premiums of $6,689, based upon the pro forma revenues requested herein. This insurance will be purchased if the Commission provides a sufficient rate increase in this case.

G. Rents was adjusted by $1,200 to include an allocation of rent – including utilities, furnishings, bathroom facilities, parking, and office equipment – at $100 per month.

H. Depreciation Expense was adjusted by $5,687 to reflect depreciation expense on 2010 capital expenditures - that is, expenditures over $500 - as follows:

Service Date	Vendor(s) & Description	Amount	Yrs	Annual Deprec.
2/16	Derby City Pump-New motor at Lift Station	$1,316.58		
2/26 – 4/15	Derby City Pump – Lift station pump repairs and replacements	$7,227.94		
3/23	Gra-Kat Environmental – Clean creek	$700.00		
		$9,244.52		
5/19	Covered Bridge-(8 hrs.)-Took 1 portable pump to plant, removed skimmer, cut clogged #2 effluent discharge pipe.	$679.15		
5/22 – 5/24	Covered Bridge (17.5 hrs.) – Plant pumps burnt up by lightning; set up portable pump to pump down the wet well; pumped on the 23rd and 24th till Derby City installed spare pump.	$1,142.25		
5/24 – 6/4	Derby City Pump (approx 86 hrs.) – Pull pumps and install temporary pump; repair and install pumps; diagnose electrical problem; overtime for vacuum truck to clean out pit on 6/4, etc.	$11,068.21		
5/25	River City Controls – Removed failed chart recorder for repair; recalibrated and certification of 4 flow meters; mew overload assembly	$977.80		
5/31 – 6/2	Cheak Electric (6.5 hrs) – After-hours service request at lift station because pumps burning out; fuses defective. On 6/2, found low voltage and repaired.	$662.50		
5/28 – 6/2	Covered Bridge (28 hrs.) – Kept wet well pumped down with portable pump; worked with Derby City Pump to pull and install pumps, delivered fuses to plant	$1,367.50		
6/3 – 6/7	Covered Bridge (18.5 hrs.) – Worked with electrician, Derby City Pump, and EIC Environmental on various plant items to put the lift station back into service.	$1,327.55		
6/4	EIC Environmental (5.5 hrs.) – Cleaned out and transported waste from lift station.	$1,317.50		
6/4	Murphy's Excavating (7 hrs.) – Helped replace pumps - block off all lines, install pumps, reroute all water from lift station, clean up.	$650.00		
	Total from May 19 to June 4	**$19,192.46**		

	Total of the two subtotals above	$28,436.98	5	$5,687

Coolbrook's Quail Run lift station has required significant unforeseen repairs in 2010. The previous owner of this system had installed inexpensive pumps at the lift station, and the present owners have been required to replace them at considerable expense. In February and March of this year, the lift station overflowed and the Division of Water ordered a cleanup around the site.

On May 19, the clarifier needed pumping out to repair the skimmer, and the #2 effluent discharge pipe was cut to unclog it. A few days later, a lightning strike burned up some plant pumps, and all the work associated with keeping the plant operational, repairing and replacing the pumps and controls totaled $19,192.46, which is documented by the invoices attached to the rate application at Exhibit 9. Coolbrook currently owes approximately $20,000 for these unforeseen repairs, and its limited cash flow will make it difficult to pay these bills absent significant rate relief.

I. Amortization Expense was adjusted by $5,667 to reflect estimated rate case expenses of $17,000 spread over 3 years. Coolbrook hired a consultant to prepare the application at a cost of $2,000, and the additional $15,000 estimate is for legal fees if this case is heavily litigated. As stated in the cover letter of our application, Coolbrook wishes to reduce these fees, and proposes to do by having the Commission Staff do a field review rather than data requests, and by exploring the potential for reaching stipulated agreements on certain contentious issues such as the owner/manager fee and the agency collection fees.

J. Taxes Other Than Income was adjusted by $740 to reflect a 5-year amortization of the pro forma KPDES permit fee. Coolbrook is classified as a "Large Non-POTW" facility, so its upcoming KPDES fee will be $3,700, an adjustment of $740 when amortized over 5 years.

K. Interest on Long-Term Debt - Please note that the 2009 PSC Annual Report recorded interest expense of $2,049 as "Other Interest Expense," when in fact it should be recorded as Interest on Long-Term Debt.

L. Other Interest Expense - Please note that the 2009 PSC Annual Report recorded interest expense of $1,572 as "Interest on Long-Term Debt," when in fact it should be recorded as Other Interest Expense. Coolbrook is currently refinancing this note into a new 2-year amortizing note of $25,250 with 24 monthly payments of $1,120.21, and this new loan document will be provided when it becomes available. Over the 2-year life of the note, the total repayments equal $26,885.04, and the interest expense and repayment of the $250 origination fee equal $1,885 – or $943 annually. The note being retired carried interest expense of $701 for the test year, a difference of $242.

G. Rent Expense. Coolbrook proposed $1,200 for rent expense for the test year. Coolbrook shares office space in a building with other utilities and is charged $100 per month. This amount covers all costs, such as utilities and other occupancy costs. Staff finds the rent expense in this case to be reasonable and recommends it be accepted.

H. Depreciation Expense. In its application, Coolbrook proposed an adjusted test-period depreciation expense of $11,762, which includes repairs on capitalized repairs and replacements. In Case No. 2008-00257, Coolbrook acquired Classic Construction, Inc.[6] As part of that proceeding, the Commission received Coolbrook's filed "Notice of Transfer and Notice of Filing of Adoption Notice, Proposed Journal Entry and Line of Credit Documentation" on November 10, 2008. The following is the journal entry provided by Coolbrook to record the purchase of Classic Construction:

Debit	Utility Plant	$ 1,132,552.00	
Credit	Utility Plant Acquisition Adjustment		$ 118,568.00
Credit	Accumulated Provision for Depreciation		542,605.00
Credit	Aid in Contribution		471,379.00

In its 2008 Annual Report on file with the Commission, Classic Construction recorded an ending balance for the following accounts:

Utility Plant	$ 40.857.00
Accumulated Provision for Depreciation, Depletion and Amortization	12,577.00
Net Utility Plant	28,280.00
Contributions in Aid of Construction	35,423.00

[6] Case No. 2008-00257, Joint Application of Classic Construction, Inc. and Coolbrook Utilities LLC for Approval of the Transfer of Wastewater Treatment Plant to Coolbrook Utilities LLC (Ky. PSC Oct. 21, 2008).

Based on these two entries, the plant transferred from Classic Construction to Coolbrook has been fully recovered either from accumulated depreciation and/or contributed capital.

In its 2009 Annual Report, Coolbrook reported a beginning balance for utility plant of $60,000, an ending balance of $61,000, and accumulated depreciation of $1,250.00 and $7,325.00 respectively. Neither its annual report nor the application filed in this proceeding provided any detail as to how these amounts were determined. Therefore, Staff is of the opinion that Coolbrook is not entitled to depreciation on either its beginning or ending utility plant shown in its 2009 Annual Report.

During 2010, Coolbrook performed $28,436.98 of capital repairs on its utility plant.[7] These repairs have a useful life of between 7 to 10 years. Using the average life of 8.5 years (7 yrs + 10 yrs. = 17, divided by 2 = 8.5 yrs), Staff has calculated an annual depreciation expense of $3,346. This results in a reduction in Coolbrook's proforma depreciation expense of $8,416 ($11,762 - $3,346 = $8,416).

I. **Amortization Expense.** Coolbrook included proposed rate-case expense of $17,000 in this account. Of this amount, $2,000 is for accounting fees for the preparation of this case and $15,000 is for anticipated legal fees. Staff recommends that the $2,000 accounting fee be allowed but that the legal fees be disallowed because, at the present time, the utility has presented no evidence of incurred legal expenses. Amortized over a three-year period, the accounting fee for the test period is $667.

[7] Case No. 2010-00314, Alternative Rate Filing of Coolbrook Utilities, LLC, Colbrook's Proforma – Attachment A, Reference note H (filed Aug. 4, 2010).

ATTACHMENT A
STAFF REPORT 2010-00314
REQUESTED AND RECOMMENDED
PRO FORMA INCOME STATEMENTS

		Coolbrook			Staff		
	2009 Annual Report	Pro Forma Adjustments		Pro Forma Operations	Pro Forma Adjustments		Pro Forma Operations
Operating Revenues:							
Revenues - Residential	$ 117,369	$ (1,381)	A	$ 115,988	$ 0		$ 115,988
Operating Expenses:							
Owner/Manager Fee	$ 2,800	$ 6,800		$ 9,600	$ (6,000)	B	$ 3,600
Sludge Hauling	7,085	0		7,085	0		7,085
Water	370	0		370	0		370
Other Labor, Materials	10,556	0		10,556	0		10,556
Fuel & Power Expense	22,588	1,548	C	24,136	0		24,136
Chemicals	6,192	0		6,192	0		6,192
Routine Maintenance Fee	17,600	1,600	D	19,200	0		19,200
Maintenance of Collection Sys.	1,850	0		1,850	0		1,850
Maintenance of Treat. & Disp.	17,751	0		17,751	0		17,751
Maintenance of Other Plant	7,764	0		7,764	0		7,764
Agency Collection Fee	17,605	9,800		27,405	(9,800)	E	17,605
Office Supplies and Other	1,269	0		1,269	0		1,269
Outside Services Employed	4,368	0		4,368	0		4,368
Insurance Expense	1,000	5,689		6,689	(5,689)	F	1,000
Misc. General Expense	250	0		250	0		250
Rent	0	1,200		1,200	0	G	1,200
Total O&M Expenses	$ 119,048	$ 26,637		$ 145,685	$ (21,489)		$ 124,196
Depreciation Expense	6,075	5,687		11,762	(8,416)	H	3,346
Amortization Expense	0	5,667		5,667	(5,000)	I	667
Taxes Other Than Income	3,680	740	J	4,420	0		4,420
Total Operating Expenses	$ 128,803	$ 38,731		$ 167,534	$ (34,905)		$ 132,629
Net Operating Income	**$ (11,434)**	**$ (40,112)**		**$ (51,546)**	$ 34,905		**$ (16,641)**
Interest on Long-term Debt	2,049	0		2,049	(2,049)	K	0
Other Interest Expense	1,572	242		1,814	(1,814)	L	0
Net Income	**(15,055)**	**($40,354)**		**($55,409)**	**$38,768**		**($16,641)**

INTRA-AGENCY MEMORANDUM

KENTUCKY PUBLIC SERVICE COMMISSION

TO: Case File No. 2010-00314

FROM: Gerald Wuetcher GEW
Executive Advisor

DATE: March 28, 2011

RE: Conference of March 22, 2011

On March 22, 2011, Commission Staff held a conference in this case in the Commission's offices in Frankfort, Kentucky. Participating were:

Marty Cogan	-	Coolbrook Utilities, LLC
Jack Kaninberg	-	Coolbrook Utilities, LLC
Rob Moore	-	Coolbrook Utilities, LLC
Larry Smithers	-	Coolbrook Utilities, LLC
David Spenard	-	Office of Attorney General
Eddie Beavers	-	Commission Staff
Sam Bryant	-	Commission Staff
Dennis Jones	-	Commission Staff
James Rice	-	Commission Staff
Gerald Wuetcher	-	Commission Staff

Mr. Spenard participated by conference call. All others were present at the Commission's offices. Commission Staff convened the conference at the request of Coolbrook Utilities, LLC ("Coolbrook").

Beginning the conference, Mr. Wuetcher stated that Commission Staff would prepare minutes of the conference for the case record, that a copy of these minutes would be provided to all parties, and that all parties would be given an opportunity to submit written comments upon those minutes.

Coolbrook's representatives discussed the utility's objections to the findings and recommendations contained in Commission Staff's report. Specifically, they objected to Commission Staff's findings regarding: (1) Owner/Manager Fee; (2) Insurance Expense; (3) Depreciation Expense; (4) Amortization Expense; and (5) Other Interest Expense. They also presented a list of additional repairs and their estimated cost (Attachment 1) that Coolbrook asserts are necessary to ensure reasonable and adequate service. The participants then discussed an appropriate revenue requirement based upon Coolbrook's adjusted test period operations, but were unable to reach agreement.

The participants then agreed to the following procedure to expedite Commission review of this proceeding:

- No later than 1 April 2011 Coolbrook will submit additional evidence and commentary regarding Commission Staff's findings, including additional invoices to support proposed adjustments to test-period operations.

- No later than 11 April 2011 the Attorney General will submit any comments and evidence regarding the proposed rate adjustment.

- No later than 18 April 2011 the parties will submit a request for hearing in this matter or a request for this case to stand submitted for decision upon the existing record.

Commission Staff advised both parties that, even if the parties agreed to waive any hearing in this matter, the Commission may determine that a hearing was necessary and schedule a hearing. Both parties acknowledged this possibility.

The conference then adjourned.

Attachment
cc: Parties of Record

RECEIVED
APR 01 2011
PUBLIC SERVICE COMMISSION

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ALTERNATIVE RATE FILING OF	)	
COOLBROOK UTILITIES, LLC.	)	CASE NO 2010-00314

COOLBROOK UTILITIES, LLC'S ADDITIONAL COMMENTS TO COMMISSION STAFF REPORT

Comes Coolbrook Utilities, LLC ("Coolbrook"), by counsel, and for its additional comments to the Commission Staff's Report, states as follows:

1) Commission Staff should approve an Owner/Manager Fee of no less than $6,000.00. As reflected in the attached affidavits of Lawrence W. Smither and Martin G. Cogan (Attachment A), these individuals have extensive in the operation, maintenance, design and construction of wastewater treatment plants, having combined experience in this field of over 70 years. The Coolbrook WWTP serves 435 customers and has an aging plant and collection system requiring substantial time and attention. A list of the additional repair items needed to recondition the WWTP, lift stations and sewer mains is attached as Attachment B.

2) The Owner/Managers of Coolbrook are responsible for:

- the operation and management of the Coolbrook WWTP and collection system.
- insuring proper maintenance, repairs and improvements to the plant and collection system.
- preparing and submitting the required reports, applications for rate adjustment and tax returns to the Commission and the Revenue Department.
- preparing and submitting the required reports to the Kentucky Division of Water, including the monthly discharge monitoring reports.
- compliance by the Coolbrook WWTP with the regulations of both the Commission and the Kentucky Division of Water.
- the owner/managers are subject to substantial potential liability arising out of the operation of the WWTP, including potential liability in the event that Coolbrook

has an upset and fails to comply with its KPDES permit or one of its customers experiences a backup of wastewater into his/her home. The applicable statutes authorize a fine of up to $5,000 for discharges in violation of the KPDES permit.
- hiring and supervising the professionals retained by Coolbrook, including accountants and attorneys.
- hiring and supervising Coolbrook's part-time employee and its subcontractors.
- monitoring the billing and collection of Coolbrook's total revenue and payment of Coolbrook's total expenses.

This information establishes that the Commission should approve an Owner/Manager fee of at least $6,000.00.

3) The Commission should allow Coolbrook to recover the major non-routine expenditures incurred by Coolbrook since June of 2010 through depreciation over 8.5 years consistent with the Staff Report, a list of which is attached as Attachment C. The invoices for the March 1, 2011 expense to River City Controls and the March 9, 2011 expense to Quality Electric are included in Attachment B.

4) The invoices reflecting the attorneys fees incurred to date by Coolbrook in this rate case will be submitted on Monday, April 4, 2011, as the most recent invoice will be issued on that date.

Respectfully submitted,

Robert C. Moore
HAZELRIGG & COX, LLP
415 West Main Street, 1st Floor
P. O. Box 676
Frankfort, Kentucky 40602-0676
(502) 227-2271

Coolbrook Capital Expenditures Since ARF Filing

-The following is a list of major non-routine expenditures (over $1,000, except for the 6/30 invoice) Coolbrook has incurred since the filing of the rate application. Please note that significant expenditures from Covered Bridge are not included, and would increase this total had they been included.
-If the $19,783 is depreciated over 8.5 years consistent with the PSC Staff Report, the additional annual expense is $2,327.41.

Date	Amount	Description
6/10	$1,300.00	River City Controls – Honeywell Chart Recorder
6/30	$913.57	Art's Electric – Repair 100 Amp Disconnect
7/19	$1,149.68	Quality Electric – 5 HP KSB Pump
7/28	$1,240.00	River City Controls – Install flow meter
8/6	$1,272.00	Hall Pump - Pump
8/11	$2,485.70	D&F Distributors – 2 HP pump
9/30	$1,700.00	Martin's Sanitation – Pump digesters
10/20	$2,874.14	River City Controls – Installed pumps, etc.
10/29	$1,690.00	Murphy's Excavating – Emergency excavation and restoration.
12/31	$1,260.00	Murphy's Excavating – Repair 8-inch main.
12/31	$1,280.00	Murphy's Excavating – Repair 8-inch main
3/1/11	$1,200.00	River City Controls - Invoice needed
3/9/11	$1,417.91	Quality Electric – Invoice needed
	$19,783.00	

ATTACHMENT C

RECEIVED
MAY 16 2011
PUBLIC SERVICE COMMISSION

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ALTERNATIVE RATE FILING OF COOLBROOK UTILITIES, LLC	))	CASE NO. 2010-00314

STIPULATION

Pursuant to 807 KAR 5:001, Section 4(6), Coolbrook Utilities, LLC ("Coolbrook") and Commission Staff stipulate for purposes of this proceeding:

1. The calendar year ending December 31, 2009, should be used as the test period to determine the reasonableness of Coolbrook's existing and proposed rates.

2. Based upon pro forma test-period operations, Coolbrook's pro forma annual revenues are $115,988.

3. Based upon pro forma test-period operations, Coolbrook's pro forma total operating expenses, after adjusting for known and measurable changes, is $138,478. Appendix A provides a breakdown of Coolbrook's pro forma operating expenses. No provision should be made for Interest on Long-term Debt or Other Interest Expense.

4. Coolbrook's pro forma amortization expense of $1,232 includes the amount of legal expenses that Coolbrook had incurred as of March 31, 2011 to pursue its rate adjustment application. These expenses are amortized over a three-year period.

5. Coolbrook's pro forma depreciation expense of $3,842 includes depreciation on post-test period capital expenditures for two pumps, a duplex control panel, and a flowmeter.

6. An operating ratio of 0.88 should be used to determine Coolbrook's total revenue requirements.

STEVEN L. BESHEAR
GOVERNOR

LEONARD K. PETERS
SECRETARY

ENERGY AND ENVIRONMENT CABINET
DEPARTMENT FOR ENVIRONMENTAL PROTECTION
DIVISION OF ENFORCEMENT
300 FAIR OAKS LANE
FRANKFORT KENTUCKY 40601
www.kentucky.gov

June 9, 2011

Coolbrook Utilities, LLC
Attention: Mr. Lawrence Smither
P.O. Box 91588
Louisville, KY 40291

Re: Post Conference Letter

AI ID:	1380
AI Name:	Coolbrook Subdivision WWTP
Case #:	DOW 100186
Activity ID:	ERF20100001
Permit#:	KY0044351
County:	Franklin

Dear Mr. Smither:

Thank you for participating in the Administrative Conference held on June 9, 2011, to address the Notices of Violation (NOV's) that have been issued to the Coolbrook Subdivision WWTP (Coolbrook).

We discussed the following remedial measures and conditions that may be included in an Agreed Order between the Cabinet and Coolbrook to resolve the outstanding violations cited against the above noted facility:

A. At all times, Coolbrook shall report to the Cabinet all spills, bypass discharges, upset condition discharges or other releases of substances from its WWTP and sewer collection system which would result in or contribute to the pollution of the waters of the Commonwealth, including emergency and accidental releases, in accordance with KRS 224.01-400, and 401 KAR Chapter 5. Coolbrook shall make its initial report of the above discharges or releases by telephone to the DOW Frankfort Regional Office, 502-564-3358 or the Cabinet's 24-hour notification number, 800-928-2380 or 502-564- 2380;

B. At all times, Coolbrook shall provide for proper and regular operation and maintenance (O & M) of its sewage collection system and WWTP in accordance with, 401 KAR 5:065 and its permit condition. This includes, but is not limited to providing adequate fencing and a lockable gate to the facility; Call Debrah

C. By July 1, 2011, Coolbrook shall submit to DENF for review and acceptance, a written

Corrective Actions Plan (CAP). The CAP shall include, but not be limited to, a schedule of completion dates to ensure compliance with permit requirements, including, but not limited to, providing proper disinfection of the facility's effluent, E. coli, Total Suspended Solids (TSS), and Total Residual Chlorine (TRC) at the facility. Upon written notification that DENF does not accept the CAP, Coolbrook has fifteen (15) days from the date of written notification by DENF to submit an amended CAP. If Coolbrook has received no response from DENF within thirty (30) days of receipt of the CAP, such plan shall become effective upon the expiration of that thirty (30) day period;

D. By July 1, 2011, Coolbrook shall develop, and implement an O&M manual which shall include, but not be limited to, adequate laboratory controls, appropriate quality assurance procedures, a detailed design of the system, daily operating procedures, and a schedule of testing procedures. Coolbrook shall review and update this manual on an annual basis. Coolbrook shall submit to the Division of Enforcement (DENF) a self-certification that the manual has been developed. The manual shall be maintained at the facility and made available upon demand by the Cabinet for review and inspection;

E. At all times, monitoring shall be conducted according to test procedures approved under 40 CFR Part 136, unless other test procedures have been established in KPDES Permit No. KY0044351;

F. At all times, records of monitoring information shall include, but not be limited to:
   1. The date, exact place, and time of sampling or measurements;
   2. The individuals who performed the sampling or measurements
   3. The date the analysis was performed;
   4. The analytical technique or method used; and
   5. The result of the analysis.

G. Commencing immediately, Coolbrook shall retain records of all monitoring information, including all calibration and maintenance records and all original strip chart recordings for continuous instrumentation, copies of all reports required by KPDES Permit No. KY0044351, records of all data used to complete the application for the permit and other pertinent information for a period of at least three (3) years. The records shall be maintained in an orderly, sequential manner;

H. At all times, Coolbrook shall measure the plant effluent flow as required by KPDES Permit No. KY0044351. Flow measurement devices shall be calibrated by an independent source at least once per year or as recommended by the manufacturer;

I. At all times, Coolbrook shall accurately report all monitoring results on a Discharge Monitoring Report (DMR). The DMR's shall be submitted to the DOW, 200 Fair Oaks Lane, Frankfort, Kentucky 40601 and the DOW Frankfort Regional Office, by the 28th day of the month following the reporting period for all twelve (12) months of the year;

J. By July 15, 2011, Coolbrook shall submit a Sanitary Sewer Overflow Plan (SSOP) to the Cabinet for review and acceptance. The SSOP shall include a map of the entire collection system, including the location of any known sanitary sewer overflows (SSO);
   - frequency of overflows;
   - estimate of the annual volume of overflows;
   - type of overflow (manhole, pump station, overflow pipe, etc.);

- receiving stream for the overflow;
- immediate area of overflow and downstream land use, including potential for public health concerns;
- a description of any previous (within the last 5 years), current, or proposed rehabilitation or construction work to remediate or eliminate overflows;
- a schedule for the elimination of overflows; and
- a plan that addresses Coolbrook's approach to eliminating any sources of private Inflow and Infiltration (I&I), such as down spouts, sump pumps, roof drains, and other illegal connections to the system. The plan should include a schedule to address existing illegal connections, and a plan to prevent future connections.

The Cabinet shall review the SSOP and notify Coolbrook of any deficiencies in writing. Failure to develop an acceptable SSOP after three (3) notices of deficiency from the Cabinet shall constitute a violation of the Agreed Order;

K. By July 15, 2011, Coolbrook shall develop and submit a Sewer Overflow Response Protocol (SORP) to the Cabinet for review and acceptance. The SORP shall include, but not be limited to:

- an overflow response procedure (designated responders, response times, cleanup methods, etc.);
- a regulatory agency notification procedure; and
- a manhole and lift station inspection schedule

The Cabinet shall review the SORP and notify Coolbrook of any deficiencies in writing. Failure to develop an acceptable SORP after three (3) notices of deficiency from the Cabinet shall constitute a violation of the Agreed Order;

L. By August 1, 2011, Coolbrook shall submit to the DENF for DOW review and acceptance; an Inflow/Infiltration Rehabilitation Project to identify and correct Inflow/Infiltration (I/I) within Coolbrooks's sewage collection system. The rehabilitation project shall include, but not be limited to:

1) identify all significant sources of I/I into the collection system;
2) contain a compliance schedule and description of corrective actions to be undertaken for correcting all cost-effective sources of I/I into the collection system;
3) contain updated, detailed maps, sketches and schematic diagrams of the current collection system; and

If the DOW does not accept the written I/I Rehabilitation Project, modifications to the plan, including the compliance schedule contained therein, shall be made in accordance with DOW specifications. The modified written I/I Rehabilitation Project shall be resubmitted to DENF within thirty (30) days of receipt of the aforementioned specifications from DOW Coolbrook shall initiate the I/I corrective actions in accordance with the written I/I Rehabilitation Project and its approved compliance schedule. Coolbrook shall complete the rehabilitation or modifications set forth in the accepted I/I Rehabilitation Project not later than two (2) years from the execution of the Agreed Order;

M. By August 15, 2011, Coolbrook shall develop and implement a written Sludge Management Plan (SMP) which shall provide for proper management and disposal of sewage sludge generated at the facility. The SMP shall be reviewed annually and updated to reflect current

operations at the facility. Coolbrook shall submit to the Division of Enforcement (DENF) a self-certification that the manual has been developed An up-to-date copy of the SMP shall be maintained at the facility and shall be made available upon request by the Cabinet for inspection;

N. Commencing July 15, 2011, and for the duration of the Agreed Order, Coolbrook shall submit quarterly progress reports for compliance with this Agreed Order postmarked no later than April 15th, July 15th, October 15th, and January 15th, to DENF and the DOW Frankfort Regional Office until the Agreed Order is terminated;

O. All submittals required of Coolbrook shall be submitted to:

Division of Enforcement
Attention: Director
300 Fair Oaks Lane
Frankfort, KY 40601

P. By August 1, 2012, Coolbrook shall be in compliance with KPDES Permit No. KY00244351 and the Agreed Order.

Coolbrook shall pay the Cabinet a civil penalty in the amount of twelve thousand dollars ($12,000) to address the NOV's issued to the facility.

As discussed during the Administrative Conference, Coolbrook is to respond in writing by Friday, June 24, 2011, to the remedial measures and civil penalty tendered during the Administrative Conference. DENF will consider any reasonable change in dates for Coolbrook to complete the remedial measures and any reasonable counter offer to the civil penalty assessed against the WWTP.

If you have any questions, you may contact me at (502) 564-2150, extension 168 or at greg.wilson@ky.gov. 564-9710

Respectfully,

J. Greg Wilson

J. Greg Wilson,
Enforcement Specialist III
Kentucky Division of Enforcement

Coolbrook Utilities, LLC Surcharge Justification

Coolbrook is being required to perform an Inflow and Infiltration ("I&I") study of its collection lines by the Kentucky Division of Water. Attached is written evidence from the DOW mandating the study. Also attached is a $35,200 bid from Leak Eliminators to perform the study. Coolbrook is working on additional quotes, but in the meantime feels the $35,200 cost, spread over 435 customers for a 12-month period, results in a reasonable surcharge amount of $6.75 – and allows this important environmental study to be done in a timely fashion consistent with the DOW mandate.

Leak Eliminators, LLC.

DATE: October 25, 2011

TO: Lawrence W. Smither
3906 N. Camden Lane
P.O. Box 137
Crestwood, KY.40014

Project: Coolbrook Subdivision CCTV

We are pleased to present this proposal to Clean and Camera the main sewer lines in the Coolbrook Subdivision located in western Franklin County. Our proposal is based on meeting with you and the subdivision plat you provided.

We have included the following in our proposal:

- Jet Cleaning 22,000 LF of main sewer lines.
- Video & record 22,000 LF of main sewer lines.
- Accessing 100 Manhole's to CCTV the main sewer lines.
- Provide Copies of DVD and report after completion of CCTV.

Total Cost Estimate $35,200.00

Thank you for the opportunity to provide you with this quote if you need additional information please feel free to call.

Sincerely,

Dennis O'Connell

Leak Eliminators, LLC
Estimator/Project Manager
1064 Manchester Street
Lexington, KY 40508
(502) 352 - 3356