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PUBLIC SERVICE
COMMISSION

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ALTERNATIVE RATE ADJUSTMENT FILING)
OF COOLBROOK UTILITIES, LLC) CASE NO. 2011-00433

**COOLBROOK UTILITIES, LLC'S
LIST OF WITNESSES**

Comes the Applicant, Coolbrook Utilities, LLC ("Coolbrook"), by counsel, and hereby submits its list of witnesses to testify at the hearing to be held on Coolbrook's application for rate adjustment, and the proposed surcharge.

1) Carroll A. Cogan. Mr. Cogan, an individual who has owned and operated wastewater treatment plants in Kentucky for over forty (40) years, may testify concerning the inability of companies owning wastewater treatment plants as their primary asset to obtain commercial loans from a bank. Mr. Cogan will also testify concerning the Kentucky Division of Water's position on eliminating, to the extent possible, inflow and infiltration from the collection system of a privately owned wastewater treatment plant. Mr. Cogan may also testify as to the factors establishing the need to identify problem areas in a collection system and the need to repair the problem areas to eliminate or minimize inflow and infiltration into a collection system, and the need to implement a surcharge to pay for the cost of same.

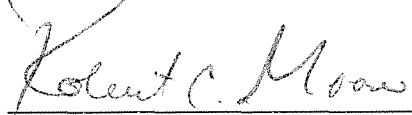
2) Martin Cogan. Mr. Cogan, one of the members of Coolbrook and an individual who has owned and operated wastewater treatment plants in Kentucky for over thirty (30) years, may testify concerning the inability of companies owning wastewater treatment plants as their primary asset to obtain commercial loans from a bank. Mr. Cogan will also testify concerning the Kentucky Division of Water's position on eliminating, to the extent possible, inflow and

infiltration from the collection system of a privately owned wastewater treatment plant. Mr. Cogan may also testify as to the factors establishing the need to identify problem areas in a collection system and the need to repair the problem areas to eliminate or minimize inflow and infiltration into a collection system, and the need to implement a surcharge to pay for the cost of same.

3) Lawrence W. Smither. Mr. Smither, one of the members of Coolbrook and an individual who has owned and operated wastewater treatment plants in Kentucky for over thirty (30) years, may testify concerning the inability of companies owning wastewater treatment plants as their primary asset to obtain commercial loans from a bank. Mr. Smither will also testify concerning the Kentucky Division of Water's position on eliminating, to the extent possible, inflow and infiltration from the collection system of a privately owned wastewater treatment plant. Mr. Smither may also testify concerning negotiations between Coolbrook and the Kentucky Division of Water concerning the need to eliminate or minimize inflow and infiltration into the Coolbrook wastewater collection system. Mr. Smither may also testify as to the factors establishing the need to identify problem areas in a collection system and the need to repair the problem areas to eliminate or minimize inflow and infiltration into a collection system, and the need to implement a surcharge to pay for the cost of same.

4) Jack Kaninberg may be called to testify concerning the circumstances surrounding surcharges that have been previously granted by the Public Service Commission to companies owning wastewater treatment plants and collection system, where the purpose of the surcharge was to identify problems in a collection system that resulted in inflow and infiltration into the collection system and to make repairs to the collection system.

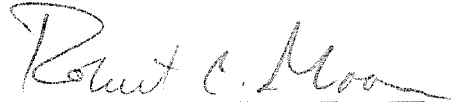
Respectfully Submitted,



Robert C. Moore
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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served by U.S. Mail, postage prepaid, upon Jeff Derouen, Executive Director, Public Service Commission, 211 Sower Blvd., P.O. Box 615, Frankfort, Kentucky 40602, and David Edward Spenard, Assistant Attorney General, 1024 Capital Center Drive, Suite 200, Frankfort, KY 40601-8204, by placing same in the U.S. Mail, postage prepaid, this the 27th of March, 2012.



Robert C. Moore