

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF:

**ELECTRONIC VERIFIED JOINT APPLICATION)
OF EASTERN ROCKCASTLE WATER ASSOCIATION) CASE NO. 2017-00383
AND KENTUCKY-AMERICAN WATER COMPANY)
FOR THE TRANSFER OF CONTROL AND ASSETS)**

RESPONSE BRIEF

Intervenors James E. Ballinger and Thomas P. Dupree, Jr. (collectively “Intervenors”), by counsel, respectfully submit the following response to the Commission’s Order dated January 2, 2017, in which the Commission authorized simultaneous responsive briefs on the issues of whether the proposed transfer will be in accordance with law and consistent with the public interest. The Intervenors rely on the arguments presented in their initial brief that the proposed transfer will not be in accordance with law and will not be consistent with the public interest. The Intervenors believe that the generalized statements presented by the Joint Applicants in their initial brief do not change the reasonable positions asserted by the Intervenors.

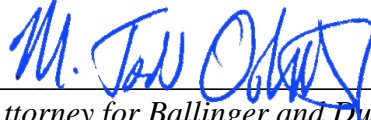
Respectfully submitted



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CERTIFICATE OF SERVICE

In accordance with 807 KAR 5:001, Section 8, I certify that the January 5, 2017, electronic filing of this Brief is a true and accurate copy of the same document being filed in paper medium; that the electronic filing will be transmitted to the Commission on January 5, 2017; that there are currently no parties that the Commission has excused from participation by electronic means in this proceeding; and that an original paper medium of the Brief and six copies will be delivered to the Commission within two business days.

A handwritten signature in blue ink, appearing to read "M. J. O'Connell", is written over a horizontal line.

Attorney for Ballinger and Dupree