

[MCBRAYER]

201 East Main Street, Suite 900
Lexington, KY 40507
859-231-8780
TAX I.D. 61-1050158

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

September 6, 2019

Invoice #: 383543 JHF
Our File #: 22425.00003

*** VIA E-MAIL *** INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: **Airview Site Acquisition**

Total Fees	\$ 2,800.00
Total Disbursements	<u>\$ 193.32</u>
TOTAL THIS INVOICE	\$ 2,993.32

We accept VISA, Mastercard, and American Express

DATE RCVD 9-6-19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 8-31-19
DT PD 10/11/19 CK# [Signature]
2460

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September 6, 2019

Invoice #: 383543

RE: Airview Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/23/19	JHF	Updating subject properties, including deed chain, surveys, easements; office conference with paralegal regarding same; providing same to client.	4.00
8/29/19	JHF	Receipt and review of tax deed for five parcels, plat and subdivision information, restrictive covenant information	1.50
8/29/19	JHF	Work on Lake Columbia site, preliminary service area map, deed chain, easements and restrictive covenant information.	1.50

TOTAL FEES: \$ 2,800.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	7.00	400.00	2,800.00
TOTALS	7.00		\$ 2,800.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/22/19	Title Search, Software Management, LLC, 8/22/2019, 22425-3	15.00
8/22/19	Title Search, Beacon Qpublic Net, 8/22/2019, 22425-3	10.00
8/23/19	Travel (mileage) Update in Franklin Co.	31.32
8/23/19	Copy Jobs Copies	3.00
8/28/19	Records check, Beacon Qpublic Net, 8/28/2019	10.00
8/29/19	Records check, Software Management, LLC, 8/29/2019	15.00
8/30/19	Title Search, Madison County Clerk, 8/30/2019, 27A2819933465670W	25.00
8/31/19	Administrative Fee	84.00

TOTAL DISBURSEMENTS \$ 193.32

TOTAL THIS INVOICE \$ 2,993.32

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REMITTANCE ADVICE

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RE: Airview Site Acquisition

Total Fees	\$ 2,800.00
Total Disbursements	<u>\$ 193.32</u>
TOTAL THIS INVOICE	\$ 2,993.32

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September 6, 2019

Invoice #: 383544 JHF
Our File #: 22425.00004

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: LH Treatment Co. Site Acquisition

Total Fees	\$ 2,200.00
Total Disbursements	<u>\$ 66.00</u>
TOTAL THIS INVOICE	\$ 2,266.00

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September 6, 2019

Invoice #: 383544

RE: LH Treatment Co. Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/09/19	JHF	Review of all easements, restrictions and plats for subject property; obtaining all recorded documents; office conference with paralegal regarding same;; letter to client with all transmittals.	2.00
8/21/19	JHF	Office conference with paralegal regarding closing schedule and related matters	.50
8/27/19	JHF	Receipt and review of plats, access easements and related matters	1.00
8/30/19	JHF	Receipt and review of questions form client; office conference with Katie Yunker regarding same; office conference with paralegal regarding same	2.00

TOTAL FEES: \$ 2,200.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	5.50	400.00	2,200.00
TOTALS	5.50		\$ 2,200.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/31/19	Administrative Fee	66.00

TOTAL DISBURSEMENTS \$ 66.00

TOTAL THIS INVOICE \$ 2,266.00

2/2



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St. Ann, MO 63074-2220

September 6, 2019

Invoice #: 383544
Our File #: 22425.00004

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: LH Treatment Co. Site Acquisition

Total Fees	\$ 2,200.00
Total Disbursements	<u>\$ 66.00</u>
TOTAL THIS INVOICE	\$ 2,266.00

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September 6, 2019

Invoice #: 383545 JHF
Our File #: 22425.00005

***** VIA E-MAIL ***
INVOICE SUMMARY**

For Professional Services Rendered Through August 31, 2019:

RE: **Marshall County Site**

Total Fees	\$ 1,200.00
Total Disbursements	\$ 46.00
TOTAL THIS INVOICE	\$ 1,246.00

We accept VISA, Mastercard, and American Express

DATE RCVD 9-6-19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9-1-19
DT PD 11/5/19 CK# [Signature]
2511

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September 6, 2019

Invoice #: 383545

RE: Marshall County Site

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/19/19	JHF	Work on Golden Acres encroachment agreements; office conference with paralegal regarding same.	1.50
8/30/19	JHF	Receipt and review of Spees Property information; receipt and review of street maps, email to client; office conference with paralegal regarding same.	1.50

TOTAL FEES: \$ 1,200.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	3.00	400.00	1,200.00
TOTALS	3.00		\$ 1,200.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/30/19	Title Search, Beacon Qpublic Net, 8/30/2019	10.00
8/31/19	Administrative Fee	36.00

TOTAL DISBURSEMENTS \$ 46.00

TOTAL THIS INVOICE \$ 1,246.00

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St. Ann, MO 63074-2220

September 6, 2019

Invoice #: 383545
Our File #: 22425.00005

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: Marshall County Site

Total Fees	\$ 1,200.00
Total Disbursements	<u>\$ 46.00</u>
TOTAL THIS INVOICE	\$ 1,246.00

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September 6, 2019

Invoice #: 383546 JHF
Our File #: 22425.00007

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: **Persimmon Ridge Site Acquisition**

Total Fees	\$ 1,200.00
Total Disbursements	<u>\$ 36.00</u>
TOTAL THIS INVOICE	\$ 1,236.00

We accept VISA, Mastercard, and American Express

DATE RCVD 9-6-19 GL CODE 183002
 SCAN _____ EMAIL _____ JOB _____
 DATAPP _____ QB 8-31-19
 DT PD 10/11/19 CK# [Signature]
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September 6, 2019

Invoice #: 383546

RE: Persimmon Ridge Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/08/19	JHF	Draft of title commitment for property; receipt and review of deed chain search; receipt and review of easement chain search; office conference with paralegal regarding same; letter to client with attachments.	3.00

TOTAL FEES: \$ 1,200.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	3.00	400.00	1,200.00
TOTALS	3.00		\$ 1,200.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/31/19	Administrative Fee	36.00

TOTAL DISBURSEMENTS \$ 36.00

TOTAL THIS INVOICE \$ 1,236.00

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September 6, 2019

Invoice #: 383546
Our File #: 22425.00007

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: Persimmon Ridge Site Acquisition

Total Fees	\$ 1,200.00
Total Disbursements	<u>\$ 36.00</u>
TOTAL THIS INVOICE	\$ 1,236.00

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September 6, 2019

Invoice #: 383547 JHF
Our File #: 22425.00008

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: Kingswood Site Acquisition

Total Fees	\$.00
Total Disbursements	\$ 25.00
TOTAL THIS INVOICE	\$ 25.00

We accept VISA, Mastercard, and American Express

DATE RCVD 9-6-19 GL CODE 183002
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DATAPP _____ QB 8-31-19
DT PD 10/11/19 CK# [Signature]
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McBrayer PLLC

September 6, 2019

Invoice #: 383547

RE: Kingswood Site Acquisition

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/28/19	Records check, Beacon Qpublic Net, 8/28/2019	25.00
TOTAL DISBURSEMENTS		\$ 25.00
TOTAL THIS INVOICE		<u>\$ 25.00</u>
Trust Funds Held on Account		\$ 10,000.00

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September 6, 2019

Invoice #: 383547
Our File #: 22425.00008

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: Kingswood Site Acquisition

Total Fees	\$.00
Total Disbursements	<u>\$ 25.00</u>
TOTAL THIS INVOICE	\$ 25.00
Trust Funds Held on Account	\$ 10,000.00

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September 6, 2019

Invoice #: 383548 JHF
Our File #: 22425.00011

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: Carriage Park Site
Real Estate Title Work

Total Fees	\$ 2,400.00
Total Disbursements	\$ 72.00
TOTAL THIS INVOICE	\$ 2,472.00

We accept VISA, Mastercard, and American Express

DATE RCVD 9/6/19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 8-31-19
DT PD 10/11/19 CK# [Signature]
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September 6, 2019

Invoice #: 383548
Our File #: 22425.00011

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: Carriage Park Site
Real Estate Title Work

Total Fees	\$ 2,400.00
Total Disbursements	<u>\$ 72.00</u>
TOTAL THIS INVOICE	\$ 2,472.00

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September 6, 2019

Invoice #: 383549 JHF
Our File #: 22425.00012

*** VIA E-MAIL *** INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: River Bluffs Site

Total Fees	\$ 4,400.00
Total Disbursements	<u>\$ 132.00</u>
TOTAL THIS INVOICE	\$ 4,532.00

We accept VISA, Mastercard, and American Express

DATE RCVD 9-6-19 GL CODE 185.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 8-31-19
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September 6, 2019

Invoice #: 383549
Our File #: 22425.00012

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: River Bluffs Site

Total Fees	\$ 4,400.00
Total Disbursements	<u>\$ 132.00</u>
TOTAL THIS INVOICE	\$ 4,532.00

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September 19, 2019

Invoice #: 384441 KKY
Our File #: 22425.00001

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through August 31, 2019:

RE: Central States Water Resources, Inc -
PSC Regulation | KY-Bluegrass2

DATE RCVD 9-19 GL CODE 183,002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 8-31-19
DT PD 10/11/19 CK# [Signature] #2460

Total Fees	\$ 9,903.50
Total Disbursements	\$ 326.65
TOTAL THIS INVOICE	\$ 10,230.15
Prior Balance Outstanding	\$ 43,957.15
TOTAL BALANCE DUE	\$ 54,187.30

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September 19, 2019

Invoice #: 384441

RE: Central States Water Resources, Inc -
PSC Regulation**FEES**

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/01/19	KKY	Confer with M. Duncan re investor inquiry about Kentucky rate increases for water utilities post-acquisition and remind him of commitment to file documentation of receipt of expected equity funding; test availability of needed data from PSC website and establish list of acquirers (KAWC and Water Service) for data collection	.90
8/02/19	KKY	Provide J. Mackey with framework for data collection, and with him identify steps to the process; examine PSC documents to gather relevant data for Water Service Corp. rates and timing	3.60
8/02/19	JWM	Compile waste treatment and water utility data of similarly situated utilities concerning rate changes over a twenty-year period	6.90
8/03/19	KKY	Analyze Water Service Corp. data; review data gathered and summarized by J. Mackey re KAWC acquisitions and rates	1.30
8/04/19	KKY	Track rates both back to level at acquisition and forward to current rates, noting recent rate-case orders re same; calculate percentage increases and prepare tables comparing rates; email summary to M. Duncan with notes about source data, reliability, and method; prepare reminder about promised follow-up to response to AG phDR 06 re expected receipt of equity capital and email same to R Mitten, P. Macias, and M. Duncan	3.10
8/05/19	KKY	Confer with R. Mitten re equity funding situation	.40
8/06/19	KKY	Send follow-up email to R. Mitten reviewing options discussed for reporting equity funding timing and inquiring about CSWR, LLC's receipt of funds	.20
8/07/19	KKY	Confer with R. Mitten re facts and probabilities re funding; research and draft affidavit explaining that PSC approval is a precondition for transfer of the acquisition funding total, forward for his review and comment, review his redlined changes, and further revise the draft and return to R. Mitten	2.10
8/08/19	KKY	Confer briefly with R. Mitten re essential elements of an affidavit that the purchase price equity financing had been received by CSWR, LLC; prepare revised affidavit; receive report from M. Duncan that funding had been received by CSWR, LLC and process for documenting same; email affidavit for P. Macias re funding, with instructions; review recent Louisville station report re Airview and possible purchase by Bluegrass Water	1.10
8/09/19	KKY	Prepare Notice of Filing for Affidavit and related Read1st cover letter; confer with R. Mitten re affidavit, deadlines for rehearing application, decision thereon, and review action, and vetting a proposed Agreement of Consent; review Affidavit and arrange for service and filing; forward contact information for L. Morgan to R. Mitten	1.40
8/12/19	DLM	Complete review of proposed agreed order, make suggestions, forward to client, and discuss with J. Freeman	1.20

September 19, 2019

Invoice #: 384441

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/14/19	KKY	Review PSC Order approving the transfer with conditions and required commitments; confer briefly with K. Eckert and review her email exchanges with transferor utilities re same; calendar deadlines, forward Order to CSWR personnel, and exchange emails with them re Order's provisions; respond to J. Bentley inquiry re Purchase Agreement prices for Smither-Cogan utility assets	1.20
8/14/19	KAE	Receipt and review of PSC Order re approval; evaluate PSC order for practical effect on BW/CSWR as well as transferring utilities; draft emails to CSWR re receipt of order; draft emails to R. Pulliam, G. Williams. L. Just, L. Smither, M. Cogan, and A. Artis re conditions contained in order and update therein.	1.40
8/16/19	KKY	Participate in conference call re approval order, conditions' acceptance and compliance, informal conference with PSC staff to discuss same, and inquiring about any plans by the AG's office to request rehearing or court review; leave voice-mail message for J. Pinney re informal conference and steps to comply with approval order; review J. Bentley report re conversation with K. Chandler; receive S. Neal congratulatory email re approval order	1.20
8/16/19	JWM	Conduct inquiry into previous utility applicants, whether they were ordered by the PSC to comply with commitments, and how the utility accepted the commitments	1.00
8/19/19	KKY	Research transfer cases (including those in which assets of a quasi-governmental entity are acquired); review docket in Franklin Circuit Court receivership case, noting entry of order attaching assets and appointing a receiver; identify pattern for acceptance of conditions and forward to R. Mitten and M. Duncan with status of inquiry about an informal conference at the PSC to discuss compliance with pre- and post-closing conditions	1.10
8/20/19	KKY	No Charge - Forward Herald-Leader reporter W. Wright's request for Bluegrass Water representative and CSWR group media contact information to W. Wright; review and respond to S. Culleton email re Ky. PSC customer-service regulations	.70
8/21/19	KKY	Receive report from K. Chandler that AG will not seek rehearing or court review of the approval order and discuss possible dates/times for an informal conference; confer with J. Pinney re alternatives for requesting a conference re compliance with PSC approval order conditions; report information and send availability inquiry to CSWR; draft Motion for Informal Conference and Read1st cover letter	2.00
8/22/19	KKY	Contact M. Duncan re CSWR availability dates; revise motion and cover letter and forward same to M. Duncan and R. Mitten for review and comment; identify some PSC transfer cases involving a receiver	.90
8/23/19	KKY	No Charge - revise and file Motion for Informal Conference, showing L. Clark the PSC filing system and steps	.80
8/23/19	KKY	Draft Commitments Acceptance document; review examples of pre-dispute agreement to personal jurisdiction or waiver of personal defenses; draft J. Cox agreement to be subject to service in Kentucky as if a resident; forward drafts to R. Mitten for review and comment	1.40

September 19, 2019

Invoice #: 384441

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
8/26/19	KKY	Prepare inquiry to MA Lee (Environment Cabinet counsel) re coordinating the transfer/acquisition of the Great Oaks system with the Franklin Circuit Court receivership proceeding; review and forward to CSWR personnel the 8/9/19 Order appointing a receiver; follow up re S. Culloten request for a summary/guide to PSC customer service regulation	.70
8/27/19	KKY	Email draft acceptance documents to J. Pinney and K. Chandler for preview and comment; receive C. (Johnson) Doss inquiries re transfer from receivership; compare Cabinet brief (and tendered order) with Order entered in Franklin Circuit case; respond to C. Doss and forward same to R. Mitten	1.80
8/28/19	KKY	Confer with R. Mitten re acknowledgement filings, receivership issues, recent report of Lake Columbia malfunction, upcoming acquisition-approval case and rate adjustment proceeding; review emails re closing and pre-closing issues; draft Notice of Compliance Filing with respect to acknowledgement / agreements by BW, its affiliates, and J. Cox	1.10
8/28/19	KKY	No Charge - Prepare notice form for Compliance Filings	.30
8/29/19	KKY	No Charge - Prepare form for Read1st cover letters for post-approval filings; revise Notice form and acceptance filings to substitute "condition" for "commitment" and forward same to R. Mitten	.80
8/29/19	KKY	Prepare cover letter for Notice of filing acceptances	.20
8/30/19	KKY	No Charge - Review emailed inquiries and clarify communications lines for realty-related questions; confer and exchange emails re scheduling of informal conference with PSC	.40
8/30/19	KKY	Inquire about signed Acceptances; exchange emails and calls re scheduling of the informal conference; assemble, file, and arrange for submission of paper copy of filing with conditions acceptance and J. Cox agreement to service of process as if a Kentucky resident; review and forward information from J. Pinney and R. Raff that conference would be held on Sept. 4 at 2 p.m.	2.00

TOTAL FEES:**\$ 9,903.50****TIME SUMMARY**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Morgan, D. Luke	1.20	310.00	372.00
Eckert, Kathryn A.	1.40	195.00	273.00
Yunker, Katherine K.	27.70	310.00	8,587.00
Mackey, Joseph	7.90	85.00	671.50
TOTALS	38.20		\$ 9,903.50

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
7/31/19	FedEx: Katherine K. Yunker to Kentucky Public Service Commission	8.51



201 East Main Street, Suite 900
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859-231-8780
TAX I.D. 61-1050158

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

September 19, 2019

Invoice #: 384441
Our File #: 22425.00001

REMITTANCE ADVICE

For Professional Services Rendered Through August 31, 2019:

RE: Central States Water Resources, Inc -
PSC Regulation

Total Fees	\$ 9,903.50
Total Disbursements	<u>\$ 326.65</u>
TOTAL THIS INVOICE	\$ 10,230.15
Prior Balance Outstanding	<u>\$ 43,957.15</u>
TOTAL BALANCE DUE	<u>\$ 54,187.30</u>

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St. Ann, MO 63074-2220

September 24, 2019

Invoice #: 385194 JHF
Our File #: 22425.00003

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 24, 2019:

RE: **Airview Site Acquisition**

DATE RCVD 9-24-19 GL CODE _____
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB _____
DT PD 11/4/19 CK# [Signature]
#1015

Total Fees	\$ 9,720.00
Total Disbursements	<u>\$ 291.60</u>
TOTAL THIS INVOICE	\$ 10,011.60 107.003
Credits Applied	<u>\$ -2,321.00</u> 1026
INVOICE BALANCE	\$ 7,690.60 ✓
Prior Balance Outstanding	<u>\$ 2,993.32</u>
TOTAL BALANCE DUE	<u>\$ 10,683.92</u>

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September 24, 2019

Invoice #: 385194

RE: Airview Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/03/19	JHF	Work on issues for Fox Run; receipt and review of preliminary title, ALTA survey, restrictive covenants; office conference with paralegal; regarding same; e-mail to client.	2.50
9/11/19	JHF	Receipt and review of proposed closing documents; editing same; draft and finalize closing documents from office; multiple emails to and from counsel regarding same; multiple office conferences with paralegal;	2.50
9/12/19	JHF	Draft pro forma owners title policy, settlement statement, owners affidavit, work on legal description; office conference with paralegal regarding same.	3.00
9/13/19	JHF	Finalize all closing documents; multiple emails and calls to and from counsel; office conference with paralegal.	1.50
9/17/19	JHF	Work on Brocklyn site closing; receipt and review of all closing documents from counsel; finalize our documents for closing; office conference with paralegal regarding same; attending to disbursement issues.	2.50
9/18/19	JHF	Receipt and review of all draft closing documents for site; complete drafts for all closing documents form this office; office conference with paralegal; emails to and from counsel regarding same.	2.50
9/19/19	JHF	Draft and edit Title commitment, issue title policy to client; office conference with paralegal regarding same.	3.20
9/19/19	JHF	Receipt and review of fox rune closing documents form counsel; supplementing our closing documents regarding same; office conference with paralegal; work on closing logistics.	3.00
9/20/19	JHF	Issue title commitment and title policy for Brocklyn	2.60
9/23/19	JHF	Final review of closing documents for Lake Columbia; office conference with paralegal regarding same;	1.00

TOTAL FEES: \$ 9,720.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	24.30	400.00	9,720.00
TOTALS	24.30		\$ 9,720.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/24/19	Administrative Fee	291.60



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ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

September 24, 2019

Invoice #: 385194
Our File #: 22425.00003

REMITTANCE ADVICE

For Professional Services Rendered Through September 24, 2019:

RE: Airview Site Acquisition

Total Fees	\$ 9,720.00
Total Disbursements	<u>\$ 291.60</u>
TOTAL THIS INVOICE	\$ 10,011.60
Credits Applied	<u>\$ -2,321.00</u>
INVOICE BALANCE	\$ 7,690.60
Prior Balance Outstanding	<u>\$ 2,993.32</u>
TOTAL BALANCE DUE	<u>\$ 10,683.92</u>

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September 24, 2019

Invoice #: 385195 JHF
Our File #: 22425.00007

***** VIA E-MAIL ***
INVOICE SUMMARY**

For Professional Services Rendered Through September 24, 2019:

RE: **Persimmon Ridge Site Acquisition**

DATE RCVD 7/24/19 GL CODE 107.0-3
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 11/4/19 CK# 1017

Total Fees	\$ 5,600.00
Total Disbursements	<u>\$ 173.00</u>
TOTAL THIS INVOICE	\$ 5,773.00 107.003
Credits Applied	<u>\$ -1,000.00</u> -106
INVOICE BALANCE	\$ 4,773.00
Prior Balance Outstanding	<u>\$ 1,236.00</u>
TOTAL BALANCE DUE	<u>\$ 6,009.00</u>

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September 24, 2019

Invoice #: 385195

RE: Persimmon Ridge Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/04/19	JHF	Receipt and review of title information regarding sewer easements; office conference with paralegal regarding same; email to client regarding same.	1.00
9/09/19	JHF	Work on closing documents; office conference with paralegal; attention to email traffic; receipt and review of easements and Deed of Correction; e-mails to and from clients regarding same.	4.00
9/11/19	JHF	Work on final closing documents; multiple emails to and from counsel regarding same; office conferences with paralegal; work on Opinion of Counsel; emails to and from Jim regarding same.	3.00
9/12/19	JHF	Work on completing and editing all closing documents; long distance telephone conference with counsel regarding same; office conference with paralegal regarding same; emails to counsel.	2.00
9/13/19	JHF	Finalize closing documents; multiple calls and emails to counsel regarding same; office conference with paralegal regarding same.	1.50
9/20/19	JHF	Issue title commitment and title policy	2.50

TOTAL FEES: \$ 5,600.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	14.00	400.00	5,600.00
TOTALS	14.00		\$ 5,600.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/11/19	Records check, Kentucky Secretary of State, 9/11/2019	5.00
9/24/19	Administrative Fee	168.00

TOTAL DISBURSEMENTS \$ 173.00

TOTAL THIS INVOICE \$ 5,773.00

Credits Applied \$ -1,000.00

McBrayer PLLC

September 24, 2019

NET INVOICE TOTAL

Invoice #: 385195

\$ 4,773.00

McBrayer PLLC

September 24, 2019

Invoice #: 385195

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383546	9/06/19	1,236.00	.00	1,236.00

Prior Balance Outstanding **\$ 1,236.00**

TOTAL BALANCE DUE **\$ 6,009.00**



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 Central States Water Resources, Inc.
 500 Northwest Plaza Dr., Ste. 500
 St. Ann, MO 63074-2220

September 24, 2019

Invoice #: 385195
 Our File #: 22425.00007

REMITTANCE ADVICE

For Professional Services Rendered Through September 24, 2019:

RE: Persimmon Ridge Site Acquisition

Total Fees	\$ 5,600.00
Total Disbursements	<u>\$ 173.00</u>
TOTAL THIS INVOICE	\$ 5,773.00
Credits Applied	<u>\$ -1,000.00</u>
INVOICE BALANCE	\$ 4,773.00
Prior Balance Outstanding	<u>\$ 1,236.00</u>
TOTAL BALANCE DUE	<u>\$ 6,009.00</u>

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September 24, 2019

Invoice #: 385196 JHF
Our File #: 22425.00008

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 24, 2019:

RE: Kingswood Site Acquisition

DATE RCVD 9/24/19 GL CODE 107
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB _____
DT PD 11/4/19 CK# 1015

Total Fees	\$ 3,760.00	
Total Disbursements	\$ 142.80	
TOTAL THIS INVOICE	\$ 3,902.80	107.003
Credits Applied	\$ -570.40	106
INVOICE BALANCE	\$ 3,332.40	✓
Prior Balance Outstanding	\$ 25.00	
TOTAL BALANCE DUE	\$ 3,357.40	

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September 24, 2019

Invoice #: 385196

RE: Kingswood Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/06/19	JHF	Work on easement issues in Bulliet County for owners Harlan, Coleman and Kings Church Road property; long distance telephone conference with local authorities regarding public road classification;	3.50
9/12/19	JHF	Work on closing matters including finalizing all closing documents; long distance telephone conference with counsel; office conference with paralegal	2.00
9/13/19	JHF	Finalize documents for closing; multiple emails and calls to counsel; office conference with paralegal regarding same.	1.50
9/20/19	JHF	Issue title commitment and policy	1.40
9/23/19	JHF	Work on easement issues; receipt and review of encroachment agreement; office conference with paralegal. attention to email traffic.	1.00

TOTAL FEES: \$ 3,760.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	9.40	400.00	3,760.00
TOTALS	9.40		\$ 3,760.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/06/19	Records check, Kentucky Land Records, Inc., 9/6/2019	15.00
9/23/19	Searches, eCCLIX, 9/23/2019	15.00
9/24/19	Administrative Fee	112.80

TOTAL DISBURSEMENTS \$ 142.80

TOTAL THIS INVOICE \$ 3,902.80

Credits Applied \$ -570.40

NET INVOICE TOTAL \$ 3,332.40

September 24, 2019

Invoice #: 385196

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383547	9/06/19	25.00	.00	25.00

Prior Balance Outstanding \$ 25.00

TOTAL BALANCE DUE \$ 3,357.40



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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

September 24, 2019

Invoice #: 385196
Our File #: 22425.00008

REMITTANCE ADVICE

For Professional Services Rendered Through September 24, 2019:

RE: Kingswood Site Acquisition

Total Fees	\$ 3,760.00
Total Disbursements	<u>\$ 142.80</u>
TOTAL THIS INVOICE	\$ 3,902.80
Credits Applied	<u>\$ -570.40</u>
INVOICE BALANCE	\$ 3,332.40
Prior Balance Outstanding	<u>\$ 25.00</u>
TOTAL BALANCE DUE	<u>\$ 3,357.40</u>

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St. Ann, MO 63074-2220

September 27, 2019

Invoice #: 385235 JHF
Our File #: 22425.00004

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 27, 2019:

RE: LH Treatment Co. Site Acquisition

KY-

DATE RCVD 9-27-19 GL CODE 183 002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 10/11/19 CK# [Signature]
2460

Total Fees	\$ 2,600.00
Total Disbursements	\$ 78.00
TOTAL THIS INVOICE	\$ 2,678.00
Credits Applied	\$ -824.80
INVOICE BALANCE	\$ 1,853.20
Prior Balance Outstanding	\$ 2,266.00
TOTAL BALANCE DUE	\$ 4,119.20

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September 27, 2019

Invoice #: 385235

RE: LH Treatment Co. Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/04/19	JHF	Receipt and review of easement regarding site; office conference with Katie Yunker; office conference with paralegal; office conference with Jacob Walbourn regarding treatment plant ownership and plat references.	1.50
9/23/19	JHF	Work on deed and related title matters in preparation for closing.	1.00
9/25/19	JHF	Issue title policy and related matters	2.00
9/25/19	JHF	Final edit s to all documents; attending closing of transaction	2.00

TOTAL FEES: \$ 2,600.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	6.50	400.00	2,600.00
TOTALS	6.50		\$ 2,600.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/27/19	Administrative Fee	78.00

TOTAL DISBURSEMENTS \$ 78.00

TOTAL THIS INVOICE \$ 2,678.00

Credits Applied \$ -824.80

NET INVOICE TOTAL \$ 1,853.20



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September 27, 2019

Invoice #: 385235
Our File #: 22425.00004

REMITTANCE ADVICE

For Professional Services Rendered Through September 27, 2019:

RE: LH Treatment Co. Site Acquisition

Total Fees	\$ 2,600.00
Total Disbursements	<u>\$ 78.00</u>
TOTAL THIS INVOICE	\$ 2,678.00
Credits Applied	<u>\$ -824.80</u>
INVOICE BALANCE	\$ 1,853.20
Prior Balance Outstanding	<u>\$ 2,266.00</u>
TOTAL BALANCE DUE	<u>\$ 4,119.20</u>

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St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386624 JHF
Our File #: 22425.00003

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019:

RE: Airview Site Acquisition

DATE RCVD 10-2-19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 11/4/19 CK# # 1016

Total Fees	\$ 800.00
Total Disbursements	\$ 180.96
TOTAL THIS INVOICE	\$ 980.96 - 107.003
Credits Applied	\$ -616.00 - 106
INVOICE BALANCE	\$ 364.96
Prior Balance Outstanding	\$ 12,943.52
TOTAL BALANCE DUE	\$ 13,308.48

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October 2, 2019

Invoice #: 386624

RE: Airview Site Acquisition

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/30/19	JHF	Work on title matters for Fox Run site; office conference with paralegal regarding same.	2.00

TOTAL FEES: \$ 800.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	2.00	400.00	800.00
TOTALS	2.00		\$ 800.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/04/19	Travel (mileage) Title in Madison Co.	26.68
9/05/19	Travel (mileage) Title in Madison.	26.68
9/05/19	Copy Jobs Title copies	5.00
9/25/19	Travel (mileage) Filing in Hardin Co.	98.60
9/30/19	Administrative Fee	24.00

TOTAL DISBURSEMENTS \$ 180.96

TOTAL THIS INVOICE \$ 980.96

Credits Applied \$ -616.00

NET INVOICE TOTAL \$ 364.96

October 2, 2019

Invoice #: 386624

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383543	9/06/19	2,993.32	.00	2,993.32
385194	9/24/19	10,011.60	2,321.00	7,690.60
385234	9/27/19	3,007.60	748.00	2,259.60

Prior Balance Outstanding **\$ 12,943.52**

TOTAL BALANCE DUE **\$ 13,308.48**

(MCBRAYER)

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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386624
Our File #: 22425.00003

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: Airview Site Acquisition

Total Fees	\$ 800.00
Total Disbursements	<u>\$ 180.96</u>
TOTAL THIS INVOICE	\$ 980.96
Credits Applied	<u>\$ -616.00</u>
INVOICE BALANCE	\$ 364.96
Prior Balance Outstanding	<u>\$ 12,943.52</u>
TOTAL BALANCE DUE	<u>\$ 13,308.48</u>

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St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386625 JHF
Our File #: 22425.00004

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019:

RE: LH Treatment Co. Site Acquisition

DATE RCVD 10-2-19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 11/4/19 CK# #1016

Total Fees \$.00
Total Disbursements \$ 17.40
TOTAL THIS INVOICE \$ 17.40
Prior Balance Outstanding \$ 4,119.20
TOTAL BALANCE DUE \$ 4,136.60

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October 2, 2019

Invoice #: 386625

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383544	9/06/19	2,266.00	.00	2,266.00
385235	9/27/19	2,678.00	824.80	1,853.20

Prior Balance Outstanding \$ 4,119.20

TOTAL BALANCE DUE \$ 4,136.60

{ MCB RAYER }

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ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386625
Our File #: 22425.00004

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: LH Treatment Co. Site Acquisition

Total Fees	\$.00
Total Disbursements	<u>\$ 17.40</u>
TOTAL THIS INVOICE	\$ 17.40
Prior Balance Outstanding	<u>\$ 4,119.20</u>
TOTAL BALANCE DUE	<u>\$ 4,136.60</u>

To insure proper credit to your account please return this remittance with your payment.

PAYMENT IS DUE UPON RECEIPT OF THIS INVOICE

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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386626 JHF
Our File #: 22425.00005

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019:

RE: Marshall County Site

DATE RCVD 10-2-19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 11/4/19 CK# [Signature]
1016

Total Fees \$ 3,120.00
Total Disbursements \$ 199.16
TOTAL THIS INVOICE \$ 3,319.16
Prior Balance Outstanding \$ 1,246.00
TOTAL BALANCE DUE \$ 4,565.16

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October 2, 2019

Invoice #: 386626

RE: Marshall County Site

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/03/19	JHF	Receipt and review of 4 Easements, Discharge Pipe Easement for Guice/Smith property; office conference with paralegal regarding same	1.50
9/16/19	JHF	Receipt and review of emails from client; office conference with paralegal regarding same; receipt and review of deed information	.50
9/18/19	JHF	Work on title matters for Golden Acres and Greta Oaks site; office conference with paralegal regarding same; multiple emails to and from client; office conference with Katie Yunker regarding Golden Acres.	2.50
9/26/19	JHF	Work on edits to closing documents; office conference with paralegal regarding same; attention to email traffic regarding same	1.30
9/30/19	JHF	Work on closing issues for Golden Acres; multiple office conferences with real estate paralegal regarding same.	2.00

TOTAL FEES: \$ 3,120.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	7.80	400.00	3,120.00
TOTALS	7.80		\$ 3,120.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/26/19	Travel (mileage) Filings in Bullit Co & Shelby Co	105.56
9/30/19	Administrative Fee	93.60

TOTAL DISBURSEMENTS \$ 199.16

TOTAL THIS INVOICE \$ 3,319.16

October 2, 2019

Invoice #: 386626

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383545	9/06/19	1,246.00	.00	1,246.00

Prior Balance Outstanding **\$ 1,246.00**

TOTAL BALANCE DUE **\$ 4,565.16**

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ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386626
Our File #: 22425.00005

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: Marshall County Site

Total Fees	\$ 3,120.00
Total Disbursements	<u>\$ 199.16</u>
TOTAL THIS INVOICE	\$ 3,319.16
Prior Balance Outstanding	<u>\$ 1,246.00</u>
TOTAL BALANCE DUE	<u>\$ 4,565.16</u>

To insure proper credit to your account please return this remittance with your payment.

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St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386627 JHF
Our File #: 22425.00012

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019: DATE RCVD 10-2-19 GL CODE 107.003
RE: River Bluffs Site KY SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 9/30/19
DT PD 11/4/19 CK# [Signature]

Total Fees	\$ 2,200.00
Total Disbursements	\$ 106.00
TOTAL THIS INVOICE	\$ 2,306.00
Prior Balance Outstanding	\$ 4,532.00
TOTAL BALANCE DUE	\$ 6,838.00

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October 2, 2019

Invoice #: 386627

RE: River Bluffs Site

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/04/19	JHF	Receipt and review of additional title work, including easements, restrictions of record, plats and survey; office conference with paralegal regarding same;	2.00
9/27/19	JHF	Work on all closing documents; office conference with paralegal regarding same; receipt and review of title work and all recorded documents.	3.50

TOTAL FEES: \$ 2,200.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	5.50	400.00	2,200.00
TOTALS	5.50		\$ 2,200.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/04/19	Records check, Beacon Qpublic Net, 9/4/2019	25.00
9/30/19	Searches, Software Management, LLC, 9/30/2019	15.00
9/30/19	Administrative Fee	66.00

TOTAL DISBURSEMENTS \$ 106.00

TOTAL THIS INVOICE \$ 2,306.00

October 2, 2019

Invoice #: 386627

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383549	9/06/19	4,532.00	.00	4,532.00

Prior Balance Outstanding \$ 4,532.00

TOTAL BALANCE DUE \$ 6,838.00



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St. Ann, MO 63074-2220

October 2, 2019

Invoice #: 386627
Our File #: 22425.00012

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: River Bluffs Site

Total Fees	\$ 2,200.00
Total Disbursements	<u>\$ 106.00</u>
TOTAL THIS INVOICE	\$ 2,306.00
Prior Balance Outstanding	<u>\$ 4,532.00</u>
TOTAL BALANCE DUE	<u>\$ 6,838.00</u>

To insure proper credit to your account please return this remittance with your payment.

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Approved
[Signature]

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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 31, 2019

Invoice #: 387474 KKY
Our File #: 22425.00001

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019:
RE: CSWR, PSC

LH - \$1921.41
Fox Run - \$1921.41
Persimmon - \$1921.41
Great Oaks - \$1921.41
Golden Acres - \$1921.41
Kingswood - \$1921.40
Lake Columbia - \$1921.40
Brooklyn - \$1921.40
Air view - \$1921.40

Total Fees \$ 16,680.50
Total Disbursements \$ 612.15
TOTAL THIS INVOICE \$ 17,292.65

We accept VISA, Mastercard, and American Express

DATE RCVD 10/31/19 GL CODE 923.400
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 10/31/19
DT PD 12/30/19 CK# 1062

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October 31, 2019

Invoice #: 387474

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/06/19	KKY	Describe receivership context and issues and required condition to post "guaranteed financial instrument" covering 2 months of 3rd-party contractor costs to D. Langdon, and analyze with him alternatives and analogous situations and instruments; review 2nd set documents, especially those for the water utility (Center Ridge)	1.20
9/09/19	JHF	Long distance telephone conference with James regarding Opinion of Counsel form; receipt and review of same; research prescriptive easement statute; receipt and review of current case law regarding same; send draft of Opinion to James for review and comment.	2.50
9/09/19	DTL	Research documenting asset purchase, including asset purchase and sale transaction and sufficient financial guarantee of performance of operations	.80
9/09/19	KKY	Participate in conference call with representatives of the Environment Cabinet, DoW, JSA, and CSWR/Bluegrass Water re the closing and ending the temporary receivership of Great Oaks	.90
9/11/19	KKY	Set up conference call to discuss next steps and list priority questions for call; revise conditions-task spreadsheet and email to M. Duncan for our discussion; with M. Duncan, R. Mitten, and S. Culleton, discuss information needed for group 2A (jurisdictionals) and 2B (non) acquisition applications, substantive elements compliance with 2019-00104 approval conditions, and timetable for compliance and subsidiary steps	1.50
9/11/19	KKY	No Charge - Discuss with M. Duncan, R. Mitten, and S. Culleton procedures, lines of communication, allocation of responsibilities, and best practices; email contact information about H. Lewis and L. Clark to CSWR personnel; review conditions task list and prioritize my tasks	1.30
9/12/19	KKY	Review C. Doss inquiry and recent Golden Acres (MCES) survey re acquiring an easement; review past research and (de-published) opinion in Garriga v. Sanitation District No.1 (Ky. App. 2003); respond to C. Doss with first impressions and noting alternatives and possible further lines of research or argument; analyze receivership and transfer provisions added to KRS subchapter 224.73; prepare detailed conditions schedule and checklist; research PSC form for service-quality measures and mode for transaction notices	4.00
9/13/19	KKY	Prepare notice of closing date form for use by closing counsel and augmented notice for Airview closing (noting purchase-price compliance); forward same to R. Mitten and S. Culleton with instructions for use; research PSC form and use examples for Adoption Notice; confer with K. Chandler re financial-instrument condition, Airview's motion filed today in the abandonment proceeding, and the AG's office concern for continuity of service; review options for transfer documentation and PSC approval orders for stats reporting and financial guaranty requirements	4.20
9/15/19	KKY	Analyze and summarize (1) requirements that affect the timing for the adoption notices and institution of a tariff with predecessors' rates but unified text for Bluegrass Water, (2) adoption notice filing instructions, and (3) tariff format and filing, and email same to R. Mitten, S. Culleton, and M. Duncan	3.90

October 31, 2019

Invoice #: 387474

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/26/19	KKY	RECEIVER: Review docket in Franklin Circuit Court receivership case, JSA report filed 9/6/19, and the Joint Motion to Discharge and tendered Order thereon and upload/forward same to C. Doss and R. Mitten	.30
9/27/19	KKY	RECEIVER: Receive R. Mitten authorization and send revised draft of Agreement to Transfer to D. Kelly with a brief explanation of the new or restructured provisions; receive D. Kelly's email approving the revised draft on behalf of JSA and exchange emails with CSWR personnel re obtaining J. Cox's signature thereon; obtain counterpart signatures, prepare fully-executed version, and distribute to D. Kelly and CSWR personnel	1.00
9/27/19	KAE	RECEIVER: Prepare for hearing on Energy and Environment's Motion for discharge of temporary receiver by reviewing filed pleadings; also review JSA-Bluegrass fully executed agreement to transfer operations to assist preparation for hearing.	1.10
9/30/19	KAE	RECEIVER: Travel to/from Frankfort, Kentucky, and attend hearing on JSA/Cabinet's Joint Motion to discharge temporary receiver.	2.60

TOTAL FEES: \$ 16,680.50

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	2.50	400.00	1,000.00
Eckert, Kathryn A.	3.70	195.00	721.50
Logsdon, Douglas T.	1.40	300.00	420.00
Yunker, Katherine K.	46.90	310.00	14,539.00
TOTALS	54.50		\$ 16,680.50

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/04/19	Travel (mileage) Travel to/from PSC (Frankfort) for 2019-00104 informal conference	29.12
9/06/19	Copy Jobs (Color CAD Scan, Email large B/W files; Color CAD printing, Lynn Imaging, 9/6/2019, L1102969	47.81
9/30/19	Travel (mileage) RT travel to Frankfort KY for hearing on JSA/Cabinet motion to discharge receiver.	34.80
9/30/19	Administrative Fee	500.42

TOTAL DISBURSEMENTS \$ 612.15

TOTAL THIS INVOICE \$ 17,292.65

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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 31, 2019

Invoice #: 387474
Our File #: 22425.00001

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: CSWR, PSC

Total Fees	\$ 16,680.50
Total Disbursements	<u>\$ 612.15</u>
TOTAL THIS INVOICE	\$ 17,292.65

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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

October 31, 2019

Invoice #: 387477 KKY
Our File #: 24337.00002

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through September 30, 2019:

RE: PSC 2019-104 Post Approval

DATE RCVD 11/5/19 GL CODE 107.00
SCAN _____ EMAIL _____ JOB _____
DATAPP 11/22/19 QB 10/31/19
DT PD 12/30/19 OK# 1063

Total Fees \$ 2,905.00
Total Disbursements \$ 87.15

TOTAL THIS INVOICE \$ 2,992.15 /8

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McBrayer PLLC

October 31, 2019

Invoice #: 387477

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/30/19	Administrative Fee	87.15
TOTAL DISBURSEMENTS		\$ 87.15
TOTAL THIS INVOICE		<u>\$ 2,992.15</u>

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Appeal

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TAX I.D. 61-1050158

Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

October 31, 2019

Invoice #: 387478
Our File #: 24337.00003

CSWR

REMITTANCE ADVICE

For Professional Services Rendered Through September 30, 2019:

RE: PSC Approval Group 2A - Jurisdictionals

Total Fees	\$ 9,462.00
Total Disbursements	\$ 312.92
TOTAL THIS INVOICE	\$ 9,774.92

#1,086.18 per system

19

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Signature _____

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DATE RCVD 10/31/19 GL CODE 183.002
 SCAN _____ EMAIL _____ JOB _____
 DATAPP _____ QB 10/1/19
 DT PD 12/20/19 CK# 2575

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October 31, 2019

Invoice #: 387478

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/24/19	KAE	Revise draft 2A application based on R. Mitten comments and suggestions; evaluate similar applications for transfer of assets requesting short turnaround/no hearing to identify ways to streamline current application and necessary information to include that is still outstanding to assist with follow up with R. Mitten and CSWR contacts; review 2018 annual reports for 4 transferring utilities to cross-reference numbers with those provided in information-gathering between CSWR and transferors to ensure continuity for inclusion in JA.	2.90
9/25/19	KKY	No Charge - With K. Eckert, identify elements of joint representation, 3rd-party payment, and limited scope for offer/consent letters to transferring utilities; research joint-representation disclosures and waivers; draft provisions for offer/consent form letter	1.60
9/25/19	KAE	Meet with K. Yunker re consent letter for transferring utilities and rider to engagement letter to Bluegrass Water to prepare for "joint application" during initiation of 2A filing for approval by PSC; exchange emails with R. Mitten re status of additional information-gathering to assist finalizing 2A application.	1.20
9/26/19	HML	Confer with Jeff Cline (PSC Staff) re Bluegrass Water Utility status as a utility with the Public Service Commission; contact Public Service Commission re open records request; draft open records request for Jo Ann Estates, Delaplain Disposal Co., Center Ridge Water District and River Bluffs, Inc.	1.60
9/27/19	KKY	No Charge - Prepare expanded representation rider encompassing agreement to (and to pay for) concurrent representation and acknowledgement of risks and complications of such representations	.70
9/30/19	KKY	No Charge - Revise expanded representation rider to be presented to Bluegrass Water and scrutinize draft form letter agreement, consent, and waiver for transferring utilities; prepare list of issues and additions for K. Eckert to consider with respect to the transferring utilities' form; discuss interaction of consent and waiver elements with K. Eckert and further revise draft form letter to transferring utilities; email R. Mitten with Rider for Bluegrass to sign and form letter draft to provide details of the proposed joint representation	3.70
9/30/19	KAE	Discuss with K. Yunker the updated letter to transferring utilities for providing consent to joint representation; make edits to this letter accordingly for provision to Bluegrass Water; meet with K. Yunker to develop plan of action as timeline runs to file 2A joint application, given remaining outstanding information and other items necessary for inclusion to file.	2.30

TOTAL FEES:

\$ 9,462.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Eckert, Kathryn A.	23.20	240.00	5,568.00

October 31, 2019

Invoice #: 387478

RE: PSC Approval Group 2A - Jurisdictionals

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
9/06/19	KKY	No Charge - Set up temporary cloud filter-file for 2nd Set acquisition-approval documents and select/download files from SharePoint; work with paralegal H. Lewis to set up system for her to draft and document acquisition application statements re transferring utilities, prepare redacted and confidential versions of certain documents, and gather information sought by the PSC Staff in 1 PSC 01	2.80
9/06/19	HML	Meet and review file to discuss plan going forward in preparation of filing joint applications.	2.00
9/09/19	HML	Research and identify background, including registered name, assumed names, principal address, organization, members, management, for Arcadia Pines, Center Ridge Water, Delaplain Disposal Co. Joann Estates Utilities, Marshall Ridge, Randview.	4.20
9/10/19	HML	Research and identify background, including tariffs, matters filed with UCC, general UCC data about utility, and prepared/redacted sales contract for Delaplain Disposal Co.; prepare Notice of Intent to File Joint Application; prepare proposed caption.	3.10
9/10/19	KAE	With K. Yunker, identify focus for second application based on information received at recent informal conference and PSC focus with first application and develop plan of action to continue forward.	1.40
9/11/19	HML	No Charge - Conference call with CSWR operations/compliance team to discuss matter going forward.	1.50
9/12/19	HML	Locate, review, and prepare all involved utility purchase agreements for use as exhibits; research additional background, including tariffs, matters filed with UCC, and general UCC data about utility for Joann Estates; identify background information, including registered name, assumed names, principal address, organization, members, management, for Arcadia Pines d/b/a Heartland Manuf. Homes and Carriage Park	4.70
9/13/19	KKY	Analyze Joann Estates-to-JSA transfer approval order in PSC 2018-00347, current Joann tariff, and areas served; summarize and list questions raised about transfer, and email to S. Culleton and R. Mitten	.90
9/13/19	HML	Draft Joint Application exhibit A verifications and exhibit B (applicants' address and contact); revise verifications with member information; continue research on co-applicants.	3.20
9/16/19	KKY	No Charge - Discuss with K. Eckert alterations to a KRS 278.020 transfer application merited by the acquiring applicant's being a utility	.20
9/17/19	HML	Identify additional background, including tariffs, matters filed with UCC, general UCC data about utility, for River Bluff, Inc. and Center Ridge Water.	2.90

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201 East Main Street, Suite 900
Lexington, KY 40507
859-231-8780
TAX I.D. 61-1050158

DATE RCVD 10/23/19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP [Signature] QB 10/18/19
DT PD 11/4/19 CK# 1017

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 18, 2019

Invoice #: **388205 JHF**
Our File #: 22425.00005

***** VIA E-MAIL ***
INVOICE SUMMARY**

For Professional Services Rendered Through October 18, 2019:

RE: **Marshall County Site**

Total Fees	\$ 1,480.00
Total Disbursements	\$ 44.40
TOTAL THIS INVOICE	\$ 1,524.40
Credits Applied	\$ -952.00 106
INVOICE BALANCE	\$ 572.40
Prior Balance Outstanding	\$ 3,845.50
TOTAL BALANCE DUE	\$ 4,417.90

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October 18, 2019

Invoice #: 388205

RE: Marshall County Site

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/01/19	JHF	Dispersal of closing documents and funds per closing statement; office conference with paralegal regarding same.	1.50
10/17/19	JHF	Issue title policy and related title matters.	2.20
TOTAL FEES:			\$ 1,480.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	3.70	400.00	1,480.00
TOTALS	3.70		\$ 1,480.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/18/19	Administrative Fee	44.40
TOTAL DISBURSEMENTS		\$ 44.40
TOTAL THIS INVOICE		<u>\$ 1,524.40</u>
Credits Applied		\$ -952.00
NET INVOICE TOTAL		<u>\$ 572.40</u>

October 18, 2019

Invoice #: 388205

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
383545	9/06/19	1,246.00	719.66	526.34
386626	10/02/19	3,319.16	.00	3,319.16

Prior Balance Outstanding \$ 3,845.50

TOTAL BALANCE DUE \$ 4,417.90



201 East Main Street, Suite 900
Lexington, KY 40507
859-231-8780
TAX I.D. 61-1050158

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

October 18, 2019

Invoice #: 388205
Our File #: 22425.00005

REMITTANCE ADVICE

For Professional Services Rendered Through October 18, 2019:

RE: Marshall County Site

Total Fees	\$ 1,480.00
Total Disbursements	<u>\$ 44.40</u>
TOTAL THIS INVOICE	\$ 1,524.40
Credits Applied	<u>\$ -952.00</u>
INVOICE BALANCE	\$ 572.40
Prior Balance Outstanding	<u>\$ 3,845.50</u>
TOTAL BALANCE DUE	<u>\$ 4,417.90</u>

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ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

November 6, 2019

Invoice #: 388358 JHF
Our File #: 22425.00012

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through October 31, 2019:

RE: River Bluffs Site

Total Fees	\$ 1,200.00
Total Disbursements	<u>\$ 36.00</u>
TOTAL THIS INVOICE	\$ 1,236.00
Prior Balance Outstanding	<u>\$ 2,306.00</u>
TOTAL BALANCE DUE	\$ 3,542.00

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DATE RCVD 11/7/19 GL CODE 123.002
 SCAN _____ EMAIL _____ JOB _____
 DATE APP 11/22/19 QB 10/31/19
 DT PD 12/30/19 CK# 2605

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November 6, 2019

Invoice #: 388358

RE: River Bluffs Site

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/02/19	JHF	Work on selected title issues for site; office conference with paralegal regarding same.	1.00
10/03/19	JHF	Emails to and from counsel regarding easement issues; office conference with paralegal regarding same	1.00
10/04/19	JHF	Preparation for closing; office conference with paralegal regarding same	1.00

TOTAL FEES: \$ 1,200.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	3.00	400.00	1,200.00
TOTALS	3.00		\$ 1,200.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/31/19	Administrative Fee	36.00

TOTAL DISBURSEMENTS \$ 36.00

TOTAL THIS INVOICE \$ 1,236.00

November 6, 2019

Invoice #: 388358

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
386627	10/02/19	2,306.00	.00	2,306.00
Prior Balance Outstanding				<u>\$ 2,306.00</u>
TOTAL BALANCE DUE				<u>\$ 3,542.00</u>



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November 6, 2019

Invoice #: 388358
Our File #: 22425.00012

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: River Bluffs Site

Total Fees	\$ 1,200.00
Total Disbursements	<u>\$ 36.00</u>
TOTAL THIS INVOICE	\$ 1,236.00
Prior Balance Outstanding	<u>\$ 2,306.00</u>
TOTAL BALANCE DUE	<u>\$ 3,542.00</u>

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November 6, 2019

Invoice #: 388360 JHF
Our File #: 22425.00016

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through October 31, 2019:

RE: **Randview Sit Acquisition**

Total Fees	\$ 4,320.00
Total Disbursements	<u>\$ 793.80</u>
TOTAL THIS INVOICE	<u>\$ 5,113.80</u>

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DATE RCVD 11/7/19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATE APP 11/22/19 QB 10/31/19
DT PD 12/30/19 CK# 2605

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November 6, 2019

Invoice #: 388360

RE: Randview Sit Acquisition

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/07/19	JHF	Receipt and review of title work form paralegal; review of same; office conference with same; work on title matters	2.50
10/08/19	JHF	Continued review of title matters, including but not limited to easements, deed chain and ancillary documents; office conference with paralegal regarding same.	2.00
10/09/19	JHF	Continued work on title related matters; office conference with paralegal regarding same.	1.00
10/10/19	JHF	Office conference with real estate paralegal to review all exceptions to title; receipt and review of plats to property;	1.50
10/11/19	JHF	Work on closing documents; office conference with paralegal regarding same.	1.80
10/14/19	JHF	Draft and finalize title commitment; email to client regarding same; office conference with paralegal; review of all title exceptions	2.00

TOTAL FEES: \$ 4,320.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	10.80	400.00	4,320.00
TOTALS	10.80		\$ 4,320.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/14/19	Title exam fees - Randview	618.00
10/14/19	20 Records check subscription, Karen L. Moore, 10/14/2019	31.20
10/16/19	Records check	15.00
10/31/19	Administrative Fee	129.60

TOTAL DISBURSEMENTS \$ 793.80

TOTAL THIS INVOICE \$ 5,113.80



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November 6, 2019

Invoice #: 388360
Our File #: 22425.00016

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: Randview Sit Acquisition

Total Fees	\$ 4,320.00
Total Disbursements	<u>\$ 793.80</u>
TOTAL THIS INVOICE	\$ 5,113.80

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November 6, 2019

Invoice #: 388361 JHF
Our File #: 22425.00017

***** VIA E-MAIL ***
INVOICE SUMMARY**

For Professional Services Rendered Through October 31, 2019:

RE: Arcadia Pines Site Acquisition

Total Fees	\$ 4,320.00
Total Disbursements	\$ 206.88
TOTAL THIS INVOICE	\$ 4,526.88

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DATE RCVD 11/7/19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATE APP 11/20/19 QB 10/31/19
DT PD - 12/30/19 CK# 2605

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November 6, 2019

Invoice #: 388361

RE: Arcadia Pines Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/08/19	JHF	Initial receipt and review of title work, including easements, deed chain. encumbrances; office conference with paralegal regarding same;	2.00
10/09/19	JHF	Continued work on title and survey issues; receipt and review of easements regarding same; office conference with paralegal.	1.50
10/10/19	JHF	Additional review of title notes and copies of exceptions to same; office conference with paralegal; examine plats to property site.	1.50
10/15/19	JHF	Receipt and review of title work , including all exceptions; office conference with paralegal regarding same.	1.00
10/16/19	JHF	Office conference with paralegal regarding title issues; receipt and review of all pertinent title documents;	1.50
10/18/19	JHF	Office conference with real estate paralegal regarding easements and restrictions as to service area; review of file.	1.00
10/24/19	JHF	Receipt and review of title work from real estate paralegal; review of all exceptions regarding same; office conference with paralegal.	1.00
10/29/19	JHF	Work on title matters and related easement issues for site; office conference with paralegal regarding same.	1.30

TOTAL FEES: \$ 4,320.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	10.80	400.00	4,320.00
TOTALS	10.80		\$ 4,320.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/08/19	Title Search, Software Management, LLC, 10/9/2019	15.00
10/08/19	Records check, Beacon Qpublic Net, 10/8/2019	10.00
10/14/19	Records check, Filofax, 10/14/2019	37.28
10/14/19	Searches, eCCLIX, 10/14/2019	15.00
10/31/19	Administrative Fee	129.60

TOTAL DISBURSEMENTS \$ 206.88

McBrayer PLLC

November 6, 2019

Invoice #: 388361

TOTAL THIS INVOICE

\$ 4,526.88



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St. Ann, MO 63074-2220

November 6, 2019

Invoice #: 388361
Our File #: 22425.00017

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: Arcadia Pines Site Acquisition

Total Fees	\$ 4,320.00
Total Disbursements	<u>\$ 206.88</u>
TOTAL THIS INVOICE	\$ 4,526.88

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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
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Saint Ann, MO 63074-2220

November 20, 2019

Invoice #: 389250 KKY
Our File #: 24337.00001

Great Oaks

*** VIA E-MAIL ***

INVOICE SUMMARY DATE RCVD 11/22/19 GL CODE 107.003

SCAN _____ EMAIL _____ JOB _____

For Professional Services Rendered Through October 31, 2019:

DATAPP _____ QB 11/1/19

DT PD 12/30/19 GK# 1064

RE: General

Total Fees \$ 279.00
Total Disbursements \$ 8.37

TOTAL THIS INVOICE \$ 287.37

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November 20, 2019

Invoice #: 389250

RE: General

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/01/19	KKY	KPDES permit transfer: Respond to R. Mitten inquiry about a form for notifying the Environment Cabinet by providing the form, brief background information, and advice about submission by the transferee alone	.60
10/04/19	KKY	RECEIVER: Receive entered discharge order; prepare email request to D. Kelly (JSA attorney) for final accounting and report and schedule email to be sent a few days before the report deadline	.30

TOTAL FEES: \$ 279.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Yunker, Katherine K.	.90	310.00	279.00
TOTALS	.90		\$ 279.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/31/19	Administrative Fee	8.37

TOTAL DISBURSEMENTS \$ 8.37

TOTAL THIS INVOICE \$ 287.37



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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
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Saint Ann, MO 63074-2220

November 20, 2019

Invoice #: 389250
Our File #: 24337.00001

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: General

Total Fees	\$ 279.00
Total Disbursements	<u>\$ 8.37</u>
TOTAL THIS INVOICE	\$ 287.37

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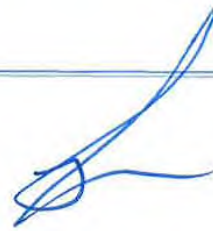
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November 21, 2019

Invoice #: 389251 KKY
Our File #: 24337.00002

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through October 31, 2019:

RE: PSC 2019-104 Post Approval

Total Fees	\$ 10,240.00
Total Disbursements	<u>\$ 307.20</u>
TOTAL THIS INVOICE	\$ 10,547.20 /9
Prior Balance Outstanding	<u>\$ 2,992.15</u>
TOTAL BALANCE DUE	<u>\$ 13,539.35</u>

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DATE RCVD 11/25/19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 11/1/19
DT PD 12/30/19 GK# 1065

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November 21, 2019

Invoice #: 389251
Our File #: 24337.00002

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: PSC 2019-104 Post Approval

Total Fees	\$ 10,240.00
Total Disbursements	<u>\$ 307.20</u>
TOTAL THIS INVOICE	\$ 10,547.20
Prior Balance Outstanding	<u>\$ 2,992.15</u>
TOTAL BALANCE DUE	<u>\$ 13,539.35</u>

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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
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Saint Ann, MO 63074-2220

November 22, 2019

Invoice #: 389252 KKY
Our File #: 24337.00003

*** VIA E-MAIL ***

INVOICE SUMMARY DATE RCVD 12/2/19 GL CODE 107.003
SCAN EMAIL JOB
DATAPP 12/15/19 QB 11/1/19
DT PD 12/30/19 GK# 1066

For Professional Services Rendered Through October 31, 2019:

RE: PSC Approval Group 2A - Jurisdictionals

Total Fees \$ 18,377.00
Total Disbursements \$ 584.62
TOTAL THIS INVOICE \$ 18,961.62
Prior Balance Outstanding \$ 9,774.92
TOTAL BALANCE DUE \$ 28,736.54

19 * 2106.85/ea

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November 22, 2019

Invoice #: 389252

RE: PSC Approval Group 2A - Jurisdictionals

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/01/19	KAE	Meet with K. Yunker to further discuss form letter to transferring utilities regarding the joint representation and payment by Bluegrass Water and consent thereto.	.30
10/02/19	KKY	Review inspection reports sent by the PSC in response to an Open Records Act request; revise Application draft descriptions of transferring utilities	1.00
10/03/19	KKY	Calendar application filing deadline; confer with S. Culleton, B. Eaves, and R. Mitten re gaps in transferor data and internal deadlines and allocation of responsibilities for obtaining and confirming data generally, and learn that proposed Delaplain acquisition has been cancelled; contact PSC re amending the Notice of Intent (which includes Delaplain assets); assess issues related to Joann Estates and effect of filing a Bluegrass tariff prior to the applications filing and exchange emails with R. Mitten re same	1.90
10/03/19	KKY	No Charge - Compare contact information and check for signs of relevant attorney representation for transferring utilities; outline waivers and consents to be obtained from those co-applicants	1.30
10/03/19	HML	Review documents received from our open records request to the Public Service Commission re JoAnn Estates Utilities, River Bluffs, Center Ridge Water and Delaplain Disposal Co.	1.40
10/03/19	KAE	Prepare for conference with CSWR team to discuss outstanding issues on filing 2A application by reviewing previous correspondence, draft 2A application, and documents received to date; confer with R. Mitten, S. Culleton, T. Thomas, and B. Eaves re status of closing and 2A application, and plan of action to finalize same.	2.70
10/04/19	HML	Draft letters to transferring utilities (JoAnn Estates, Ricer Bluffs, Inc. and Central States Water) re waiver of conflict	1.60
10/04/19	KAE	Evaluate drafts of letters to transferring utilities re consent for joint representation to identify necessary language requiring revision and develop a plan of action for distributing same.	.30
10/07/19	HML	Receive and review signed consent waiver from Brian Waid, President of Joann Estates; draft open records request to Ky Energy and Environmental Cabinet for JoAnn Estates Utilities, Central States Water District and River Bluffs	1.30
10/07/19	KAE	Email to R. Moore re joint representation of BW and Joann Estates; revise 2A joint application draft to reflect status of current transferring utilities; exchange emails with S. Culleton re status of filing for matter and River Bluffs engineering report.	1.80

November 22, 2019

Invoice #: 389252

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/08/19	KKY	Examine 3Q2019 pro forma for Bluegrass Water and assess data sufficiency for preparing a pro forma balance sheet and income statement similar to that provided in the 2019-00104 application; research and summarize conclusions re need for "financial integrity" showing with respect to acquisition of Center Ridge (a water utility); revise draft application and note comments and questions; calculate estimate of planned capital expenditure in acquired systems' improvements and note inconsistencies in numbers given for two of the systems	3.40
10/08/19	HML	Prepare engineering reports for Center Ridge Water District 1, 2, 3 and 4 and Joann Estates (redacted, highlighted, original, OCR); exchange emails with Energy and Environment Cabinet re violation notices for all utilities	2.50
10/08/19	KAE	Evaluate updated detailed engineering reports for Center Ridge additional systems (x4) and Joann Estates to identify additional information to include in draft application; briefly evaluate updated pro forma to identify information ready to include in draft application; revise draft of 2A application to reflect current status of three transferring utilities, updated BW financial information, and meeting of standards therein; prepare initial draft of motion to amend style of case for removing Delaplain; exchange emails with BW re status of transferring utilities' representation by independent counsel.	5.90
10/09/19	KKY	Briefly review draft verifications and motion to amend case caption; further revise joint application and note correction to case caption; outline letter-notice re delay beyond date set in notice of intent; review emails re representation of River Bluffs	1.30
10/09/19	HML	Prepare engineering report for River Bluffs	.70
10/09/19	KAE	Prepare initial draft of motion for confidential treatment of exhibits filed with JA based on currently planned exhibits; prepare draft Read1st cover letter for letter of notice of delay; prepare initial draft letter of notice of delay in prep for filing; exchange emails with R. Moore and Betsy Helm re River Bluffs representation and signed representation letters.	4.40
10/10/19	KKY	Email R. Mitten and other CSWR personnel re need to have a well-founded decision about making a reliable application filing by the deadline and options for extending the noticed period or restarting the process; contact W. Hopkins (Center Ridge lawyer) re inquiry to Center Ridge about joint representation with respect to the acquisition-transfer application and request for information re same; confer with R. Mitten re issues with inconsistency or other unreliability of information available; email S. Culleton re information available; draft notice to PSC of delay in filing the application and reasons therefor; draft accompanying Read1st cover letter	2.70
10/11/19	KKY	Proofread and file Letter-Notice of delay in filing application and forward same to JEB Pinney (PSC) and K. Chandler (AG's office); participate in conference call with CSWR personnel re information needed and finalizing the acquisition application; prepare and distribute to-do list from call; respond to M. Duncan inquiry re data for his professional narrative; revise entire application in accordance with discussion, Bluegrass Water's operations, and providing appropriate flexibility	6.60

November 22, 2019

Invoice #: 389252

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/11/19	HML	Draft cover page and information table for Joint Application; receive and review River Bluffs, Inc. waiver of conflict	1.40
10/14/19	KKY	No Charge - Re-calendar application filing deadline for 10/21/19; attend to issues related to Helm consent/waiver and obtaining decision from Center Ridge re joint application representation; briefly review pro forma financials draft	1.00
10/14/19	HML	Analyze Central Ridge Water Districts filings and other documents to determine all systems, divisions and tariffs	2.60
10/14/19	KAE	Evaluate updated information on Center Ridge and clarification of four systems to assist with revision of draft joint application; revise draft joint application to include additional information for Center Ridge and also provide additional clarification of the various arguments in support of approval; exchange emails with R. Mitten re: approval of final draft for Ky. 2A application; develop plan of action to obtain verification from transferring utilities as well as finalizing exhibits expected to include with joint application.	3.20
10/15/19	KKY	Analyze draft pro forma balance sheet and income statement and compare with 2019-00104 Exhibit N; send comments and questions re balance sheet to M. Duncan	1.10
10/15/19	KAE	Exchange emails with R. Mitten re suggested edits to final version of 2A draft application; review Mike Duncan's draft biography to identify necessary revisions for purposes of creating professional narrative to attach to 2A joint application; revise joint application with R. Mitten edits and finalize for providing to transferring utilities for approval; draft emails to Joann Estates (Waid) and River Bluffs (Helms + R. Moore) re requested verification of joint application on behalf of each utility.	2.90
10/16/19	KKY	Compare draft Income Statement to 2017 and 2018 Annual Report figures for the three transferring utilities; note problems in an email to M. Duncan with questions for his disposition; prepare reformatted spreadsheets and send to M. Duncan for use with any revisions; review revisions to Application suggested by R. Moore (River Bluffs attorney), decide which to use, and explain why	2.10
10/16/19	HML	Revise professional narratives of Josiah Cox, Mike Duncan and Phil Macias	1.60
10/16/19	KAE	Exchange emails with potential Center Ridge attorney W. Hopkins; exchange multiple emails with River Bluffs members (including R. Moore) regarding edits for joint application and verification thereof; revise Joint Application as to River Bluffs suggestions; prepare plan of action to address outstanding verification issues and continued plan for filing of application by deadline; confer with S. Culleton re issues with Center Ridge and potential representation by attorney; draft emails to presumed attorney for Center Ridge about direct contact with Mr. Duncan; review notices of violation and other environmental documents re: the transferring systems to identify any necessary information for inclusion in draft joint application.	3.20
10/17/19	KKY	Email M. Duncan, following up re questions raised with respect to pro forma spreadsheets and noting need to go forward with application as to Center Ridge, even if Center Ridge opted out of being a joint applicant	.40

November 22, 2019

Invoice #: 389252

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/17/19	KAE	Confer with Mr. Waid of Joann Estates re issues with providing verification, suggested edits for joint application, and remaining questions on process; exchange emails with S. Culleton re status of attorney for Center Ridge; draft emails to Mr. Hopkins (attorney for Center Ridge) re timeline issues and need for Mr. Duncan to comply with filing deadline of PSC for purposes of joint application.	.70
10/18/19	KKY	Send email re deadlines and turning over decisions about pro forma exhibit to K. Eckert	.30
10/18/19	KAE	Confer with Center Ridge attorney re joint representation and verification of responses; draft emails to Center Ridge attorney re outstanding documents for Mr. Duncan's approval; attend follow up conference with Center Ridge attorney re additional information to include in draft 2A application and remaining questions for application process; make edits suggested by Center Ridge and prepare final version of joint application; provide same to Center Ridge attorney via email.	2.10
10/20/19	KKY	Revise motion to amend case caption; email K. Eckert recommendation re omission of pro forma exhibit	.50
10/21/19	KKY	With K. Eckert, assess options for filing Application without pro forma financials and for J. Cox verification signature; check and revise updated pro forma balance sheet and income statement, and prepare redacted and confidential versions of same for use as an exhibit to the Application	2.20
10/21/19	HML	Finalize and prepare exhibits for Joint Application; receive and review verifications from Brian Waid (JoAnn Estates) and Betsy Helm (River Bluffs); finalize and prepare exhibits for Joint Motion for Confidential Treatment of Information; begin to prepare original pleadings and exhibits for delivery to Public Service Commission	5.70
10/21/19	KAE	Draft Read1st cover letters (x 3) for Motion to Amend Style of Case, Motion for Confidential Treatment, and Joint Application; finalize draft of Joint Application pursuant to final edits suggested by applicants; review redacted exhibits for Joint Application; finalize Motion to Amend Style of Case; revise and finalize Motion for Confidential Treatment to reflect most updated versions of confidential exhibits; confer with Mike Duncan re outstanding questions on pro forma; confer with Russ Mitten re final questions and verification by Bluegrass Water of Joint Application; prepare and then file both Motions, Joint Application and all accompanying exhibits.	6.70
10/22/19	HML	Finalize original pleadings and exhibits for delivery to Public Service Commission on all submissions.	2.10
10/22/19	KAE	Supervise preparation of paper copies of Motion to Amend Style of Case, Motion for Confidential Treatment, and Joint Application with accompanying Read1st letters and proof of filing (separate from exhibits) for filing in accordance with PSC rules; review and finalize paper copies of highlighted exhibits to be filed under seal with PSC.	.80
10/31/19	HML	Confer with Brandon Bruner at the Kentucky Public Service Commission re deficiency letter and service list	.10

November 22, 2019

Invoice #: 389252

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
10/31/19	KAE	Evaluate PSC's issued No Deficiency Letter and confirmed acceptance of joint application.	.30

TOTAL FEES: \$ 18,377.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Eckert, Kathryn A.	35.30	240.00	8,472.00
Yunker, Katherine K.	23.50	350.00	8,225.00
Lewis, Holly	21.00	80.00	1,680.00
TOTALS	79.80		\$ 18,377.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/21/19	reimbursement for overnight costs of Brian Waid's verification for Joint Application to Public Service Commission.	7.79
10/22/19	Travel (mileage) Drove 44 miles to make hand deliveries in Frankfort.	25.52
10/31/19	Administrative Fee	551.31

TOTAL DISBURSEMENTS \$ 584.62

TOTAL THIS INVOICE \$ 18,961.62



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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

November 22, 2019

Invoice #: 389252
Our File #: 24337.00003

REMITTANCE ADVICE

For Professional Services Rendered Through October 31, 2019:

RE: PSC Approval Group 2A - Jurisdictionals

Total Fees	\$ 18,377.00
Total Disbursements	<u>\$ 584.62</u>
TOTAL THIS INVOICE	\$ 18,961.62
Prior Balance Outstanding	<u>\$ 9,774.92</u>
TOTAL BALANCE DUE	<u>\$ 28,736.54</u>

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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390108 JHF
Our File #: 22425.00005

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Marshall County Site

Total Fees	\$.00
Total Disbursements	\$ 608.50

TOTAL THIS INVOICE

\$ 608.50

12

Great Oaks
Golden Acres

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DATE RCVD 12/4/19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP 12/2/19 QB 12/1/19
DT PD 12/30/19 GK# 1067

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December 4, 2019

Invoice #: 390108

RE: Marshall County Site

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/07/19	Title fees for Marshall County Environmental Services in Marshall County; in connection with McCracken property closing	592.00
11/12/19	Recording fee for Herndon Easement	16.50
TOTAL DISBURSEMENTS		\$ 608.50
TOTAL THIS INVOICE		<u>\$ 608.50</u>



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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390108
Our File #: 22425.00005

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Marshall County Site

Total Fees	\$.00
Total Disbursements	<u>\$ 608.50</u>
TOTAL THIS INVOICE	\$ 608.50

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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390109 JHF
Our File #: 22425.00007

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Persimmon Ridge Site Acquisition

Total Fees	\$.00
Total Disbursements	\$ 15.00
TOTAL THIS INVOICE	\$ 15.00

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DATE RCVD 12/4/19 GL CODE 107-003
 SCAN _____ EMAIL _____ JOB _____
 DATAPP albert QB 11/30/19
 DT PD 12/30/19 CK# 1067

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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390109
Our File #: 22425.00007

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Persimmon Ridge Site Acquisition

Total Fees	\$.00
Total Disbursements	<u>\$ 15.00</u>
TOTAL THIS INVOICE	\$ 15.00

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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390110 JHF
Our File #: 22425.00009

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Marshall Ridge Site
Real Estate Title Work

Total Fees	\$ 600.00
Total Disbursements	\$ 18.00
TOTAL THIS INVOICE	\$ 618.00

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DATE RCVD 12/4/19 GL CODE 183.002
 SCAN _____ EMAIL _____ JOB _____
 DATAPP 12/29/19 QB 11/30/19
 DT PD [Signature] CK# 2605
12/30/19

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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390110
Our File #: 22425.00009

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Marshall Ridge Site
Real Estate Title Work

Total Fees	\$ 600.00
Total Disbursements	<u>\$ 18.00</u>
TOTAL THIS INVOICE	\$ 618.00

To insure proper credit to your account please return this remittance with your payment.

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December 4, 2019

Invoice #: 390111 JHF
Our File #: 22425.00011

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Carriage Park Site
Real Estate Title Work

Total Fees	\$ 600.00
Total Disbursements	\$ 18.00
TOTAL THIS INVOICE	\$ 618.00

We accept VISA, Mastercard, and American Express

DATE RCVD 12/4/19 GL CODE 183.002
 SCAN _____ EMAIL _____ JOB _____
 DATAPP 12/6/19 QB 11/30/19
 DT PD [Signature] GK# 2605
12/30/19

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December 4, 2019

Invoice #: 390111

RE: Carriage Park Site
Real Estate Title Work

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
11/12/19	JHF	Receipt and review of deed chain; review of title commitment regarding exceptions; office conference with paralegal regarding same; e-mails to and from client.	1.50

TOTAL FEES: \$ 600.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	1.50	400.00	600.00
TOTALS	1.50		\$ 600.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/30/19	Administrative Fee	18.00

TOTAL DISBURSEMENTS \$ 18.00

TOTAL THIS INVOICE \$ 618.00



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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390111
Our File #: 22425.00011

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Carriage Park Site
Real Estate Title Work

Total Fees	\$ 600.00
Total Disbursements	<u>\$ 18.00</u>
TOTAL THIS INVOICE	\$ 618.00

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December 4, 2019

Invoice #: 390112 JHF
Our File #: 22425.00012

*** VIA E-MAIL *** INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: River Bluffs Site

Total Fees	\$.00
Total Disbursements	\$ 15.00
TOTAL THIS INVOICE	\$ 15.00
Prior Balance Outstanding	\$ 1,236.00
TOTAL BALANCE DUE	\$ 1,251.00

We accept VISA, Mastercard, and American Express

DATE RCVD 12/4/19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP 12/25/19 QB 11/30/19
DT PD 12/30/19 GK# 2605

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December 4, 2019

Invoice #: 390112

RE: River Bluffs Site

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/12/19	Records check, Software Management, LLC, 11/12/2019	15.00
TOTAL DISBURSEMENTS		\$ 15.00
TOTAL THIS INVOICE		<u><u>\$ 15.00</u></u>

December 4, 2019

Invoice #: 390112

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
388358	11/06/19	1,236.00	.00	1,236.00
				Prior Balance Outstanding
				<u>\$ 1,236.00</u>
				TOTAL BALANCE DUE
				<u>\$ 1,251.00</u>



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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390112
Our File #: 22425.00012

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: River Bluffs Site

Total Fees	\$.00
Total Disbursements	<u>\$ 15.00</u>
TOTAL THIS INVOICE	\$ 15.00
Prior Balance Outstanding	<u>\$ 1,236.00</u>
TOTAL BALANCE DUE	<u>\$ 1,251.00</u>

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December 4, 2019

Invoice #: 390114 JHF
Our File #: 22425.00016

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Randview Sit Acquisition

Total Fees	\$ 1,600.00
Total Disbursements	<u>\$ 1,029.75</u>
TOTAL THIS INVOICE	<u>\$ 2,629.75</u>
Prior Balance Outstanding	<u>\$ 5,113.80</u>
TOTAL BALANCE DUE	<u>\$ 7,743.55</u>

We accept VISA, Mastercard, and American Express

DATE RCVD 12/4/19 GL CODE 183.002
 SCAN _____ EMAIL _____ JOB _____
 DATAPP 12/26/19 QB 11/30/19
 DT PD 12/30/19 CK# 2605

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December 4, 2019

Invoice #: 390114

RE: Randview Sit Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
11/08/19	JHF	Office conference with paralegal regarding Waldrop Property; receipt and review of title work from abstractor, including deed chain, easements, and plats	3.00
11/11/19	JHF	Edits to title commitment and additional review of exceptions to Waldrop property site	1.00

TOTAL FEES: \$ 1,600.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	4.00	400.00	1,600.00
TOTALS	4.00		\$ 1,600.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/11/19	Title fees - Waldrop parcel	981.75
11/30/19	Administrative Fee	48.00

TOTAL DISBURSEMENTS \$ 1,029.75

TOTAL THIS INVOICE \$ 2,629.75

McBrayer PLLC

December 4, 2019

Invoice #: 390114

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
388360	11/06/19	5,113.80	.00	5,113.80
Prior Balance Outstanding				<u>\$ 5,113.80</u>
TOTAL BALANCE DUE				<u>\$ 7,743.55</u>



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St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390114
Our File #: 22425.00016

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Randview Sit Acquisition

Total Fees	\$ 1,600.00
Total Disbursements	<u>\$ 1,029.75</u>
TOTAL THIS INVOICE	\$ 2,629.75
Prior Balance Outstanding	<u>\$ 5,113.80</u>
TOTAL BALANCE DUE	<u>\$ 7,743.55</u>

To insure proper credit to your account please return this remittance with your payment.

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December 4, 2019

Invoice #: 390115 JHF
Our File #: 22425.00017

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: Arcadia Pines Site Acquisition

Total Fees	\$ 2,120.00
Total Disbursements	\$ 1,093.60
TOTAL THIS INVOICE	\$ 3,213.60
Prior Balance Outstanding	\$ 4,526.88
TOTAL BALANCE DUE	\$ 7,740.48

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DATE RCVD 12/4/19 GL CODE 183.002
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 DATAPP reflected QB 11/30/19
 DT PD [Signature] CK# 2605

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December 4, 2019

Invoice #: 390115

RE: Arcadia Pines Site Acquisition

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
11/01/19	JHF	Work on easement matters and access issues; office conference with paralegal regarding same.	1.50
11/04/19	JHF	Office conference with paralegal regarding status and go forward plan; review of files.	.50
11/05/19	JHF	Draft and finalize title commitment for site; review of plats, chain of title and exceptions to same; office conference with paralegal; emails to client	2.50
11/06/19	JHF	Office conference with paralegal regarding related issues of title materials; review of same.	.80

TOTAL FEES: \$ 2,120.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	5.30	400.00	2,120.00
TOTALS	5.30		\$ 2,120.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/05/19	Examination and certification of title; copy charges	1,030.00
11/30/19	Administrative Fee	63.60

TOTAL DISBURSEMENTS \$ 1,093.60

TOTAL THIS INVOICE \$ 3,213.60

December 4, 2019

Invoice #: 390115

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
388361	11/06/19	4,526.88	.00	4,526.88
				Prior Balance Outstanding
				<u>\$ 4,526.88</u>
				TOTAL BALANCE DUE
				<u>\$ 7,740.48</u>



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Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

December 4, 2019

Invoice #: 390115
Our File #: 22425.00017

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: Arcadia Pines Site Acquisition

Total Fees	\$ 2,120.00
Total Disbursements	<u>\$ 1,093.60</u>
TOTAL THIS INVOICE	\$ 3,213.60
Prior Balance Outstanding	<u>\$ 4,526.88</u>
TOTAL BALANCE DUE	<u>\$ 7,740.48</u>

To insure proper credit to your account please return this remittance with your payment.

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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

December 18, 2019

Invoice #: 390910 KKY
Our File #: 24337.00002

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through November 30, 2019:

RE: PSC 2019-104 Post Approval

Total Fees	\$ 4,224.00
Total Disbursements	<u>\$ 126.72</u>
TOTAL THIS INVOICE	\$ 4,350.72 <i>9 # 483,411/each</i>
Prior Balance Outstanding	<u>\$ 13,539.35</u>
TOTAL BALANCE DUE	<u>\$ 17,890.07</u>

We accept VISA, Mastercard, and American Express

DATE RCVD 12/19/19 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP 12/26/19 QB 11/30/19
DT PD 12/30/19 CK# 1069

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December 18, 2019

Invoice #: 390910

RE: PSC 2019-104 Post Approval

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
11/07/19	KKY	Check on closed/open status and recent filings in the case; email reminder to M. Duncan and others of the first month service quality statistics report due at the Commission	.50
11/14/19	KKY	Send follow-up email inquiring about report due of per-system statistics from first month under Bluegrass Water's operation	.20
11/18/19	KKY	Research UCC provisions and formats for letters of credit; list options and questions related to each	2.70
11/19/19	KKY	Explore letter of credit and escrow options with E. Cowles and J. Frazier; prepare summary of Condition #5, including deadline and options, and email to R. Mitten and M. Duncan with inquiry about whether an extension should be requested	.80
11/22/19	KKY	Send inquiry/reminder email about required report of first-month statistics; outline and draft motion for extension re deadline for guaranteed financial instrument (Condition #5); forward draft to R. Mitten and M. Duncan for review and completion, providing explanation and context	3.30
11/25/19	KKY	Exchange emails re filing report about first-month statistics and guaranteed financial instrument; confer with R. Mitten about motion for extension re financial instrument condition; prepare alternative motion and forward to R. Mitten for his review	1.30
11/26/19	KKY	No Charge - Exchange emails with CSWR personnel and confer with K. Eckert re submission of statistics report and motion for extension re financial instrument	.80
11/26/19	HML	Prepare exhibits for filing first month performance stats.	1.10
11/26/19	KAE	Participate in several teleconferences with R. Mitten re plan for stripped-down Motion for extension and guidance on "financial instrument" condition; revise and finalize Motion for extension to respond to Condition # 5; prepare Read1st letter for Motion for extension; electronically file both Read1st and Motion for extension; prepare paper copy of Motion for extension for filing in compliance with PSC rules; exchange emails and confer with M. Duncan re first month performance statistics for Condition # 9 and documents to produce with letter report; prepare Read1st for filing of first month performance statistics; evaluate documents produced with M. Duncan report to ensure compliance with condition; confer with R. Mitten re potentially confidential documents included in proposed filing and plan to remove; electronically file Read1st and first month performance statistics; prepare paper copy of first month performance statistics to file with PSC per the rules.	4.40

TOTAL FEES:**\$ 4,224.00**

December 18, 2019

Invoice #: 390910

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Eckert, Kathryn A.	4.40	240.00	1,056.00
Yunker, Katherine K.	8.80	350.00	3,080.00
Lewis, Holly	1.10	80.00	88.00
TOTALS	14.30		\$ 4,224.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/30/19	Administrative Fee	126.72

TOTAL DISBURSEMENTS **\$ 126.72**

TOTAL THIS INVOICE **\$ 4,350.72**

December 18, 2019

Invoice #: 390910

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
387477	10/31/19	2,992.15	.00	2,992.15
389251	11/21/19	10,547.20	.00	10,547.20

Prior Balance Outstanding **\$ 13,539.35**

TOTAL BALANCE DUE **\$ 17,890.07**



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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

December 18, 2019

Invoice #: 390910
Our File #: 24337.00002

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: PSC 2019-104 Post Approval

Total Fees	\$ 4,224.00
Total Disbursements	<u>\$ 126.72</u>
TOTAL THIS INVOICE	\$ 4,350.72
Prior Balance Outstanding	<u>\$ 13,539.35</u>
TOTAL BALANCE DUE	<u>\$ 17,890.07</u>

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CSWR

December 19, 2019

Invoice #: 390912 KKY
Our File #: 24337.00004

***** VIA E-MAIL ***
INVOICE SUMMARY**

For Professional Services Rendered Through November 30, 2019:

RE: PSC Approval Group 2B -
Non-Jurisdictionals

Total Fees	\$ 5,040.00
Total Disbursements	\$ 151.20
TOTAL THIS INVOICE	\$ 5,191.20 /4

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DATE RCVD 12/19/19 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 11/30/19
DT PD 12/30/19 GK# 2605



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December 19, 2019

Invoice #: 390912

RE: PSC Approval Group 2B -
Non-Jurisdictionals**FEES**

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
11/01/19	KKY	Review documents collected or executed for <u>Randview SD, Marshall Ridge, Arcadia Pines, and Carriage Park</u>	1.80
11/05/19	KKY	Consider alternative sources for information about non-profit utilities not regulated by the PSC; prepare list of items needed and wanted to complete the application re acquisition of the non-jurisdictional utilities, respond to R. Mitten inquiry re timing of application, and forward lists and request for confirmation to R. Mitten; draft application caption and introduction	1.90
11/06/19	KKY	Update the draft application paragraphs regarding the applicant (Bluegrass Water)	.50
11/07/19	KKY	Draft descriptive paragraphs re Arcadia Park, Heartland, their relationship, the system, and its regulation; draft form paragraphs for other transferors; research regionalization benefits of acquisition by Bluegrass Water	4.90
11/08/19	KKY	Research and summarize information re transferring service providers in draft of application	5.00
11/14/19	KKY	Send follow-up email about information needed and questions raised relating to the application for any approvals needed for acquisition of non-jurisdictional systems	.30

TOTAL FEES: \$ 5,040.00**TIME SUMMARY**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Yunker, Katherine K.	14.40	350.00	5,040.00
TOTALS	14.40		\$ 5,040.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/30/19	Administrative Fee	151.20

TOTAL DISBURSEMENTS \$ 151.20**TOTAL THIS INVOICE \$ 5,191.20**

December 19, 2019

Invoice #: 390912



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December 19, 2019

Invoice #: 390912
Our File #: 24337.00004

REMITTANCE ADVICE

For Professional Services Rendered Through November 30, 2019:

RE: PSC Approval Group 2B -
Non-Jurisdictionals

Total Fees	\$ 5,040.00
Total Disbursements	<u>\$ 151.20</u>
TOTAL THIS INVOICE	\$ 5,191.20

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500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

January 6, 2020

Invoice #: 391811 JHF
Our File #: 22425.00003

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through December 31, 2019: DATE RCVD 1/8/20 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 12/31/19
RE: Airview Site Acquisition DT PD 1/28/20 CK# 1095

Total Fees	\$ 520.00
Total Disbursements	\$ 15.60
TOTAL THIS INVOICE	\$ 535.60
Prior Balance Outstanding	\$ 7,523.05
TOTAL BALANCE DUE	\$ 8,058.65

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January 6, 2020

Invoice #: 391811

RE: Airview Site Acquisition

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/16/19	JHF	Receipt and review of email from Jim; email to same; office conference with David Guarnieri regarding status and strategy	1.00
12/17/19	JHF	Attention to email traffic regarding access issue	.30

TOTAL FEES: \$ 520.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Frazier III, James H.	1.30	400.00	520.00
TOTALS	1.30		\$ 520.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/31/19	Administrative Fee	15.60

TOTAL DISBURSEMENTS \$ 15.60

TOTAL THIS INVOICE \$ 535.60



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St. Ann, MO 63074-2220

January 6, 2020

Invoice #: 391811
Our File #: 22425.00003

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: Airview Site Acquisition

Total Fees	\$ 520.00
Total Disbursements	<u>\$ 15.60</u>
TOTAL THIS INVOICE	\$ 535.60
Prior Balance Outstanding	<u>\$ 7,523.05</u>
TOTAL BALANCE DUE	<u>\$ 8,058.65</u>

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January 6, 2020

Invoice #: 391812 JHF
Our File #: 22425.00005

*** VIA E-MAIL ***

INVOICE SUMMARY

For Professional Services Rendered Through December 31, 2019:

RE: Marshall County Site

DATE RCVD 1/8/20 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 12/31/19
DT PD 1/28/20 CK# 1095

Total Fees	\$.00
Total Disbursements	\$ 26.00
TOTAL THIS INVOICE	\$ 26.00
Prior Balance Outstanding	\$ 608.50
TOTAL BALANCE DUE	\$ 634.50

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January 6, 2020

Invoice #: 391812
Our File #: 22425.00005

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: Marshall County Site

Total Fees	\$.00
Total Disbursements	<u>\$ 26.00</u>
TOTAL THIS INVOICE	\$ 26.00
Prior Balance Outstanding	<u>\$ 608.50</u>
TOTAL BALANCE DUE	<u>\$ 634.50</u>

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January 6, 2020

Invoice #: **391813 JHF**
Our File #: 22425.00010

*** VIA E-MAIL ***

INVOICE SUMMARY DATE RCVD 1/8/20 GL CODE 183.002

SCAN _____ EMAIL _____ JOB _____

For Professional Services Rendered Through December 31, 2019:

DATAPP _____ QB 12/31/19

DT PD 1/28/20 CK# 2665

RE: **Timberland Site** *Joann Estates*
Real Estate Title Work

Total Fees \$.00
Total Disbursements \$ 315.00

TOTAL THIS INVOICE \$ 315.00

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January 6, 2020

Invoice #: 391813

RE: Timberland Site
Real Estate Title Work

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/19/19	Index search and plat copies	225.00
12/30/19	Copy fee for plats	90.00
TOTAL DISBURSEMENTS		\$ 315.00
TOTAL THIS INVOICE		<u>\$ 315.00</u>



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St. Ann, MO 63074-2220

January 6, 2020

Invoice #: 391813
Our File #: 22425.00010

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: Timberland Site
Real Estate Title Work

Total Fees	\$.00
Total Disbursements	<u>\$ 315.00</u>
TOTAL THIS INVOICE	\$ 315.00

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Bluegrass Water Utility Operating Co.
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January 7, 2020

Invoice #: 392597 KKY
Our File #: 24337.00001

*** VIA E-MAIL ***

INVOICE SUMMARY DATE RCVD 1/14/20 GL CODE 107.00E
SCAN _____ EMAIL _____ JOB _____
For Professional Services Rendered Through December 31, 2019: DATAPP _____ QB 12/31/19
RE: General DT PD 1/28/20 CK# 1095

Total Fees \$ 806.00
Total Disbursements \$ 84.18
TOTAL THIS INVOICE \$ 890.18
Prior Balance Outstanding \$ 415.09
TOTAL BALANCE DUE \$ 1,305.27

48 all/mach

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January 7, 2020

Invoice #: 392597

RE: General

FEEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/16/19	DJG	Review recent email from Jim Beckemeier re K Lilly's renegeing on the easement deal; leave voice mails and send follow up email to L. Wagoner and J. Beckemeier re same	.30
12/17/19	DJG	Phone call with J. Beckemeier; revise demand letter and make arrangements for it to be hand delivered	.40
12/20/19	DJG	Texts to and from K. Lilly; phone call with Kevin and Rhonda Lilly	.60
12/21/19	DJG	Review email from K. Lilly; email to J. Beckemeier and L. Wagoner fw Lilly email and describing telephone call	.30
12/23/19	DJG	Phone call with L. Wagoner re Fox Run easement and response to Lilly's latest demands; review follow up email from Logan Wagoner	.40
12/26/19	DJG	Email from Kevin Lilly regarding proposal; email to Logan Wagoner with analysis and options	.20
12/27/19	DJG	Email from and phone call to L. Wagoner; email to Kevin Lilly re final execution	.40
12/27/19	KKY	No Charge - Confirm current tariff's approval and effective date, examine "amendment" filed, and track down probable source of omitted cover sheet	.30

TOTAL FEES: \$ 806.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Guarnieri, David J.	2.60	310.00	806.00
TOTALS	2.60		\$ 806.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/18/19	Service Fee Draft Complaint	60.00
12/31/19	Administrative Fee	24.18

TOTAL DISBURSEMENTS \$ 84.18

TOTAL THIS INVOICE \$ 890.18

January 7, 2020

Invoice #: 392597

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
390909	12/17/19	415.09	.00	415.09

Prior Balance Outstanding \$ 415.09

TOTAL BALANCE DUE \$ 1,305.27



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Bluegrass Water Utility Operating Co.
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January 9, 2020

Invoice #: 392598 KKY
Our File #: 24337.00002

*** VIA E-MAIL ***
INVOICE SUMMARY

For Professional Services Rendered Through December 31, 2019:
RE: PSC 2019-104 Post Approval

DATE RCVD 1/14/20 GL CODE 107.003
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 12/31/19
DT PD 1/28/20 CK# 1095

Total Fees \$ 4,480.00
Total Disbursements \$ 134.40

TOTAL THIS INVOICE \$ 4,614.40

513.71/each

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January 9, 2020

Invoice #: 392598

RE: PSC 2019-104 Post Approval

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/06/19	KKY	Outline approach to letter of credit proposal and information needed for same and email to R. Mitten and M. Duncan; confer with R. Mitten and S. Culleton re Bluegrass Water preferences for letter of credit provisions; review information sent by S. Culleton re per-month charges by 3rd-party contractors; prepare sketch of letter of credit in which both the PSC and the respective 3rd-party contractor are beneficiaries	2.00
12/08/19	KKY	Draft basic unified-sum letter of credit with PSC as beneficiary	2.20
12/09/19	KKY	Add provisions to the proposed letter of credit; revise and proofread draft, annotating re issues and options; forward draft to R. Mitten and S. Culleton with comments	2.10
12/10/19	KKY	Draft motion re proposed letter of credit and revise proposal; research ancillary documents, but determine not to submit such as part of motion/proposal; obtain \$ amount details from S. Culleton; forward instrument and motion to R. Mitten and S. Culleton	5.30
12/11/19	KKY	Proofread, revise, and file Notice-Motion re proposed Letter of Credit; exchange emails with R. Mitten re updating the PSC with current list of third-party contractors; prepare and file required cover letter; arrange for submission of the paper copy	1.20

TOTAL FEES: \$ 4,480.00**TIME SUMMARY**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Yunker, Katherine K.	12.80	350.00	4,480.00
TOTALS	12.80		\$ 4,480.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/31/19	Administrative Fee	134.40

TOTAL DISBURSEMENTS \$ 134.40**TOTAL THIS INVOICE \$ 4,614.40**



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Bluegrass Water Utility Operating Co.
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January 9, 2020

Invoice #: 392598
Our File #: 24337.00002

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: PSC 2019-104 Post Approval

Total Fees	\$ 4,480.00
Total Disbursements	<u>\$ 134.40</u>
TOTAL THIS INVOICE	\$ 4,614.40

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January 10, 2020

Invoice #: 392599 KKY
Our File #: 24337.00003

*** VIA E-MAIL ***
INVOICE SUMMARY

CSWR

For Professional Services Rendered Through December 31, 2019:

RE: PSC Approval Group 2A - Jurisdictionals

DATE RCVD 1/14/20 GL CODE 183.002
SCAN _____ EMAIL _____ JOB _____
DATAPP _____ QB 12/31/19
DT PD 1/28/20 GK# 2665

Total Fees	\$ 13,777.00
Total Disbursements	\$ 456.97
TOTAL THIS INVOICE	\$ 14,233.97
Prior Balance Outstanding	\$ 5,143.96
TOTAL BALANCE DUE	\$ 19,377.93

Joann Estates
Center Ridge
River Bluffs
\$4,744.66/ea

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January 10, 2020

Invoice #: 392599

RE: PSC Approval Group 2A - Jurisdictionals

FEES

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/02/19	HML	Exchange emails with David Taylor, Energy and Environmental Cabinet, re open records request for KPDES permits; Review KPDES permits from open records request for <u>Joanne Estates</u> and <u>River Bluff</u> ; draft responses to PSC Data Requests for transferring utilities re KPDES permits and update with BW information; exchange emails with Brian Waid and Betsy Helm re KPDES permits for review	3.40
12/02/19	KAE	Email B. Ward (<u>Joann Estates</u>), B. Helm (<u>River Bluffs</u>), and B. Duncan and his attorneys (<u>Center Ridge</u>) re their respective systems' responses to 1 PSC DR for review and verification thereof; evaluate responses to 1 PSC DR drafts received from A. Silas for completeness and compare with joint application and extensive prior responses in 1A case to confirm continuity of response and prepare revisions/questions for follow up where additional information needed; evaluate spreadsheets for purchase price verification to determine clarity of data in response to request and outline follow-up with Bluegrass to obtain additional information on provided data; make edits as necessary for these completed responses received to date	5.30
12/03/19	KKY	Recall and summarize responses in 2019-00104 to data requests, hearing questions, and post-approval reports re acquisition adjustments; examine A. Silas's spreadsheet providing a justification for the 2019-00360 purchase prices and estimating how much each system's value exceeds the price; raise question about reference in each response verification to fewer than all the responses; review with K. Eckert responses received from applicants and issues that have arisen	1.60
12/03/19	HML	Revise Betsy Helm's answer to PSC request 1, parts h & i; confer with Brian Waid, Joann Estates, re responses to PSC requests and his verification	.60
12/03/19	KAE	Receipt and review B. Waid's completed verification for <u>Joann Estates</u> ' 1 PSC responses; call M. Duncan re clarification of information provided for updated responses to 1 PSC; exchange extensive emails with A. Silas re updated information provided by Bluegrass Water for responses to 1 PSC DR; exchange emails with R. Moore re revisions to responses by <u>River Bluffs</u> ; evaluate "capital estimates" spreadsheets received from A. Silas for DR 13; begin drafting response to DR 13 based on previous representations about capitalization in joint applications for both prior applications.	4.10

January 10, 2020

Invoice #: 392599

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/04/19	KKY	Outline and draft a response to 1 PSC 08 re acquisition adjustments, synthesizing the responses and statements in 2019-00104 and the spreadsheet data that A. Silas has provided; draft or revise responses to 1 PSC 06 & 16 after reviewing Joint Application statements and examining proposed costs breakdown worksheet, spreadsheet re capital structure, and the Notice and Plan re same filed 10-31-19 in 2019-00104; circulate responses with discussion of issues about the incurred costs breakdown and whether the proposed capital structure response (1 PSC 16) includes material for which confidential treatment should be requested; critique proposed response to 1 PSC 13 re financing secured	6.10
12/04/19	HML	Continue to revise BW responses to PSC data requests; Confer with Betsy Helm re verification; Receive and review William Duncan and Mike Duncan's verification; Prepare confidential redacted and highlighted response to PSC data request 10	3.30
12/04/19	KAE	Evaluate previously filed responses and "Notice and Plan" as well as 2A Joint Application to identify consistency with prior responses re funding and draft updated response to 1 PSC DR 13; exchange emails with R. Mitten and M. Duncan re approval of finalized 1 PSC 8 & 16; confer with R. Mitten re financial information for 1 PSC 6 and clarification needed therein and with A. Silas re additional information for DR and clarification of numbers provided; receipt and review of completed verification from W. Duncan; exchange emails with M. Duncan re clarification for verification of responses; develop plan of action with K. Yunker re remaining responses on financial ability of Bluegrass Water; draft cover filing for Applicants' data responses; exchange emails with A. Silas re final information provided for draft 1 PSC responses.	5.90
12/05/19	KKY	Review identification system for attachments; confer and exchange emails with CSWR personnel (esp. A. Silas) re response to 1 PSC 06 (acquisition costs incurred and anticipated); revise and proofread other data responses; review USoA guidelines and costs breakdown provided by A. Silas; prepare table of anticipated pre-closing costs by system and cost type, in both a redacted and confidential version; revise response to 1 PSC 06 and circulate for final approval	5.50
12/05/19	HML	Identify and prepare KPDES permits for submission as responses to PSC data requests and response cover filing; revise and finalize PSC responses for filing	2.90

January 10, 2020

Invoice #: 392599

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/05/19	KAE	Prepare draft Read1st letter for motion for confidential treatment of data responses; prepare initial draft of motion for confidential treatment of data responses; prepare draft Read1st letter for 1 PSC responses; revise 1 PSC responses cover filing to distinguish each utility's responses; meet with K. Yunker re needed edits to draft responses, plan of action to finalize response, and next steps for filing; confer with R. Mitten re 1 PSC 6 proposed draft and confer with K. Yunker and A. Silas re additional needed information to clarify 1 PSC 6 response; revise other responses in prep for finalizing and filing; email M. Duncan et al. to confirm final unverified draft responses and proposed confidential information; revise initial draft of motion for confidential treatment to include additional financial information discussed in 1 PSC 6.	4.90
12/06/19	KKY	Work with paralegal H. Lewis to obtain primary or confirming information and documentation for responses, including Joann Estates' recent application for renewal of its KPDES permit; significantly revise response to 1 PSC 01 (systems' data); revise and proofread cover filing, other responses to PSC staff data requests, and motion for confidential treatment; revise required Read1st cover letters, electronically file responses and motion, and arrange for assembly of responses and delivery of paper-copy submission of motion and responses	5.30
12/06/19	HML	Exchange calls and email with Joy Haden, Ky Division of Water to obtain KPDES application for Joann Estates; prepare additional exhibits for response; finalize response for electronic & paper submission to PSC; revise read first letter for PSC for response; prepare exhibits for Motion for Confidential Treatment	4.30
12/12/19	HML	Email CSWR and all transferring utilities re upcoming evidentiary hearing	.70
12/13/19	KKY	Review 2nd PSC Staff data request and consider what response to suggest that would be helpful; email B. Waid re counsel's intent to ask that any hearing not be on certain days	.40
12/13/19	KAE	Confer with R. Mitten re proposal for reimbursing B. Waid and his expected appearance at evidentiary hearing; confer with B. Waid re his expected appearance at evidentiary hearing; receipt and review PSC supplemental data requests to identify appropriate responding party; email W. Duncan re the data request to Center Ridge and expected response therein.	1.10
12/17/19	KKY	No Charge - Note Nov'19 case filed by PSC in Franklin Circuit Court to collect a \$1000 fine and discuss with K. Eckert approaches to W. Duncan's adamant refusal to refund as ordered or to pay the consequent fine for not refunding monies collected from a Center Ridge customer	.30
12/17/19	KKY	Suggest wording for Center Ridge response to 2 PSC 1	.20
12/17/19	HML	Prepare William Duncan's Response to PSC 2nd request for data; draft verification for him; email exchange with William Duncan and counsel re response to PSC 2nd request for data.	1.40
12/17/19	KAE	Confer with Bill Duncan re Center Ridge responses to PSC second request for information.	.70
12/18/19	HML	Exchange phone calls with Connie Miller re William Duncan's response to PSC 2nd request	.10

January 10, 2020

Invoice #: 392599

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/19/19	KAE	Prepare Read1st and cover filing for response to 2 PSC DR; finalize and prepare 2 PSC DR 1 response from Center Ridge and accompanying verification for filing; electronically file 2 PSC DR response	1.40
12/30/19	KKY	Review wording of PSC scheduling order re hearing and email J. Pinney about how to provide input to the PSC to avoid certain dates; review and forward his response to K. Eckert and H. Lewis	.40

TOTAL FEES: \$ 13,777.00

TIME SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Eckert, Kathryn A.	23.40	240.00	5,616.00
Yunker, Katherine K.	19.50	350.00	6,825.00
Lewis, Holly	16.70	80.00	1,336.00
TOTALS	59.60		\$ 13,777.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/06/19	Travel (mileage) Drove 46 miles to Frankfort and back to hand deliver documents to Public Service Commission requested by Holly Lewis	26.68
12/25/19	FedEx: Camille Palladino to Gwen R. Pinson, Executive Director	16.98
12/31/19	Administrative Fee	413.31

TOTAL DISBURSEMENTS \$ 456.97

TOTAL THIS INVOICE \$ 14,233.97

January 10, 2020

Invoice #: 392599

ACCOUNTS RECEIVABLE INVOICES OUTSTANDING

<u>INVOICE NUMBER</u>	<u>DATE</u>	<u>AMOUNT</u>	<u>PAYMENTS</u>	<u>BALANCE DUE</u>
390911	12/20/19	4,859.54	.00	4,859.54
99991912	12/31/19	284.42	.00	284.42

Prior Balance Outstanding **\$ 5,143.96**

TOTAL BALANCE DUE **\$ 19,377.93**



201 East Main Street, Suite 900
Lexington, KY 40507
859-231-8780
TAX I.D. 61-1050158

Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

January 10, 2020

Invoice #: 392599
Our File #: 24337.00003

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: PSC Approval Group 2A - Jurisdictionals

Total Fees	\$ 13,777.00
Total Disbursements	<u>\$ 456.97</u>
TOTAL THIS INVOICE	\$ 14,233.97
Prior Balance Outstanding	<u>\$ 5,143.96</u>
TOTAL BALANCE DUE	<u>\$ 19,377.93</u>

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Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

January 9, 2020

Invoice #: 392600 KKY
Our File #: 24337.00004

*** VIA E-MAIL ***
INVOICE SUMMARY

CSWR

For Professional Services Rendered Through December 31, 2019:

RE: PSC Approval Group 2B -
Non-Jurisdictionals

DATE RCVD 1/14/20 GL CODE 183.000
SCAN EMAIL JOB
DATAPP QB 12/31/19
DT PD 1/28/20 GK# 2665

Total Fees \$ 2,100.00
Total Disbursements \$ 63.00
TOTAL THIS INVOICE \$ 2,163.00

Arcadia Pines
Marshall Ridge
Carrage Park
Randview

\$ 540.75/each

We accept VISA, Mastercard, and American Express

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January 9, 2020

Invoice #: 392600

RE: PSC Approval Group 2B -
Non-Jurisditionals**FEES**

<u>Date</u>	<u>Atty</u>	<u>Services Rendered</u>	<u>Hours</u>
12/23/19	KKY	Discuss with R. Mitten acquisition of currently non-jurisdictional utility assets, including risks and benefits of alternative methods of requesting any necessary approvals from the PSC, now that the 2B set of acquisitions is a priority; review and update list of needed/useful information and issue about Randview's status and forward same to R. Mitten	.90
12/26/19	KKY	Research PSC jurisdiction and interpretation of CPCN requirement in KRS 278.020	1.20
12/27/19	KKY	Revise caption and introduction for the acquisition application; email R. Mitten to confirm that <u>Arcadia Pines (Heartland), Carriage Park, Marshall Ridge, and Randview</u> are each and every sewer system to be included in this application; prepare form Read1st letter; draft Notice of Intent to File and Notice of Election of Use of E-Filing Procedures for the case; check filed tariff for revisions needed to accommodate new service territories	2.10
12/30/19	KKY	Analyze caselaw re KRS 278.020 certificate requirements vs. tariff filings for initiating service in a locale if no construction is needed; outline argument that Bluegrass Water needs no certificate or affirmative approval for acquisition of the non-jurisdictional utilities	1.80

TOTAL FEES: \$ 2,100.00**TIME SUMMARY**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Yunker, Katherine K.	6.00	350.00	2,100.00
TOTALS	6.00		\$ 2,100.00

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/31/19	Administrative Fee	63.00

TOTAL DISBURSEMENTS \$ 63.00**TOTAL THIS INVOICE \$ 2,163.00**



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TAX I.D. 61-1050158

Bluegrass Water Utility Operating Co.
500 Northwest Plaza Drive
Suite 500
Saint Ann, MO 63074-2220

January 9, 2020

Invoice #: 392600
Our File #: 24337.00004

REMITTANCE ADVICE

For Professional Services Rendered Through December 31, 2019:

RE: PSC Approval Group 2B -
Non-Jurisditionals

Total Fees	\$ 2,100.00
Total Disbursements	<u>\$ 63.00</u>
TOTAL THIS INVOICE	\$ 2,163.00

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201 East Main Street, Suite 900
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859-231-8780
TAX I.D. 61-1050158

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

February 7, 2020

Invoice #: 393487 JHF
Our File #: 22425.00003

*** VIA E-MAIL ***
INVOICE SUMMARY


For Professional Services Rendered Through January 31, 2020:

RE: Airview Site Acquisition

Total Fees	\$.00
Total Disbursements	\$ 88.91
TOTAL THIS INVOICE	\$ 88.91

We accept VISA, Mastercard, and American Express

DATE RCVD 2/7/20 GL CODE 107.003
 SCAN _____ EMAIL _____ JOB _____
 DATAPP _____ QB 1/31/20
 DT PD 2/25/20 GK# 1124



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February 7, 2020

Invoice #: 393487

RE: Airview Site Acquisition

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
1/08/20	FedEx: Karen Moore to Logan K. Wagoner, Esq.	15.91
1/10/20	Recording fees: Lilly Easement	73.00
TOTAL DISBURSEMENTS		\$ 88.91
TOTAL THIS INVOICE		<u>\$ 88.91</u>



201 East Main Street, Suite 900
Lexington, KY 40507
859-231-8780
TAX I.D. 61-1050158

ap@cswrgroup.com
Central States Water Resources, Inc.
500 Northwest Plaza Dr., Ste. 500
St. Ann, MO 63074-2220

February 7, 2020

Invoice #: 393487
Our File #: 22425.00003

REMITTANCE ADVICE

For Professional Services Rendered Through January 31, 2020:

RE: Airview Site Acquisition

Total Fees	\$.00
Total Disbursements	<u>\$ 88.91</u>
TOTAL THIS INVOICE	\$ 88.91

To insure proper credit to your account please return this remittance with your payment.

PAYMENT IS DUE UPON RECEIPT OF THIS INVOICE

Credit Card: VISA MC AMEX DISCOVER

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Signature _____

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