BEFORE THE WASHINGTON STATE UTILITIES AND TRANSPORTATION COMMISSION

In re the Application of

Iliad Water Company, LLC and Iliad Water Services Inc.

For Approval of Certain Transfers of Control and Merger

DOCKET NO.

APPLICATION

This Application is filed by Iliad Water Company, LLC ("Iliad LLC") and Iliad Water Services Inc., together the "Companies." This Application seeks approval of the Washington Utilities and Transportation Commission ("Commission") to merge Iliad Water Services Inc. into and become part of Iliad Water Company, LLC. This Application is filed pursuant to the Commission's rules contained in Chapter 480-143 WAC.

Iliad Water Services Inc. serves customers located in several water systems in Pierce, Snohomish, Clallam and Kitsap Counties.

APPLICATION - 1

Law Office of Richard A. Finnigan 2112 Black Lake Blvd. SW Olympia, WA 98512 (360) 956-7001

The Plan of Merger is attached as Exhibit 1. The Articles of Merger are attached as Exhibit 1 2 2. 3 4 The customers will continue to be served at their current rates and the applicable rate 5 schedules for each system as set out in Iliad's tariff. At an appropriate point in time, service may be 6 combined under one tariff rate. However, in order to ensure that the transaction is seamless for 7 customers, the current tariff rate schedules will be maintained until there is a general rate case filed 8 by Iliad. At that time, the Commission can determine whether it wants a unified tariff rate or to 9 maintain the applicable tariff sheets for each water system. In the mean time Iliad LLC has filed a 10 11 Tariff Adoption Notice, copy attached as Exhibit 3. 12 13 The customers have been notified of this transaction. A copy of the customer notice is 14 attached as Exhibit 4. 15 16 The Companies respectfully request that the Commission approve this Application. 17 18 19 20 21 [Intentionally left blank] 22 23 24 25 26 APPLICATION - 2

Law Office of Richard A. Finnigan 2112 Black Lake Blvd. SW Olympia, WA 98512 (360) 956-7001

Pursuant to the requirements of WAC 480-143-130, the undersigned, as attorney for the Companies, certifies that the information included in this Application is true and correct to the best of the signer's information and belief under penalty of perjury as set forth in RCW 9A.72.085.

Dated the 31st day of May, 2016.

RICHARD A. FINNIGAN, WSB #6443

APPLICATION - 3

Law Office of Richard A. Finnigan 2112 Black Lake Blvd. SW Olympia, WA 98512 (360) 956-7001