

HARRIS BEACH PLLC
ATTORNEYS AT LAW

January 13, 2022

677 BROADWAY, SUITE 1101
ALBANY, NEW YORK 12207
518.427.9700

JOHN T. McMANUS
MEMBER
DIRECT: 518.701.2734
FAX: 518.427.0235
JMCMANUS@HARRISBEACH.COM

VIA ELECTRONIC FILING

Hon. Michelle L. Phillips
Secretary to the Commission
New York State Public Service Commission
3 Empire State Plaza
Albany, NY 12223-1350

Case 20-W-0102: Joint Petition of American Water Works Company, Inc.; New York American Water Company, Inc.; and Liberty Utilities (Eastern Water Holdings) Corp. for Approval, Pursuant to Section 89-h of the New York Public Service Law, of the Acquisition by Liberty Utilities (Eastern Water Holdings) Corp. of 100% of New York American Water Company, Inc. Issued and Outstanding Capital Stock and for Approval, Pursuant to Section 89-f of the New York Public Service Law, of the Issuance of Long-Term Indebtedness

Dear Secretary Phillips:

On December 16, 2021, the New York State Public Service Commission (the “Commission”) issued its *Order Adopting Terms Of Joint Proposal, Approving Stock Purchase Agreement And Long-Term Indebtedness, With Additional Requirements* in the above-referenced proceeding.¹ As relevant here, the Order notes that, following Liberty Utilities (Eastern Water Holdings) Corp.’s purchase of all of New York American Water Company, Inc.’s (“NYAW”) issued and outstanding capital stock (the “Transfer”), NYAW’s corporate name may change.² On January 1, 2022, the Transfer occurred, and, the next day, NYAW’s corporate name changed to Liberty Utilities (New York Water) Corp. (“Liberty Water NY”).

On behalf of Liberty Water NY, we write to notify the Commission of this name change and file a copy of the enclosed Certificate of Amendment of the Certificate of Incorporation, which is already on file with the New York State Department of State, Division of Corporations, State Records and Uniform Commercial Code, in the above-referenced proceeding (the “Certificate”).³ Moreover, Liberty Water NY confirms that, in accordance with the customer outreach plan that it provided to Department of Public Service Staff prior to the Transfer, it is in the process of

¹ Case 20-W-0102, *Joint Petition of American Water Works Company, Inc.; New York American Water Company, Inc.; and Liberty Utilities (Eastern Water Holdings) Corp. for Approval, Pursuant to Section 89-h of the New York Public Service Law, of the Acquisition by Liberty Utilities (Eastern Water Holdings) Corp. of 100% of New York American Water Company, Inc. Issued and Outstanding Capital Stock and for Approval, Pursuant to Section 89-f of the New York Public Service Law, of the Issuance of Long-Term Indebtedness*, Order Adopting Terms Of Joint Proposal, Approving Stock Purchase Agreement And Long-Term Indebtedness, With Additional Requirements (Issued Dec. 16, 2021) (the “Order”).

² Order, at 34-35.

³ The Certificate is enclosed as Exhibit 1.

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informing its customers of the Transfer, the resulting name change, and the positive changes the Transfer will have on customers' experience moving forward. For example, customers have been provided with the welcome letter,⁴ the next round of water bills will contain an on-bill message regarding the Transfer, and Liberty Water NY has launched a website to provide customers with answers to frequently asked questions and other information. In addition, Liberty Water NY is in the process of rebranding its signage, uniforms, and utility vehicles.

Following this filing, Liberty Water NY will coordinate with the Department of Public Service's tariff group to take appropriate steps to cancel NYAW's existing tariff and file a new tariff in Liberty Water NY's name.

If you have any questions about this filing, please contact me directly. Thank you for your continued attention in this matter.

Sincerely,

/s/ John T. McManus

John T. McManus

Enclosures

cc: Peter Eichler (*via electronic mail*)
Chris Alario (*via electronic mail*)
Todd Wiley, Esq. (*via electronic mail*)
Party List in Case 20-W-0102 (*via DMM filing and electronic mail*)

⁴ The welcome letter is enclosed as Exhibit 2. The welcome letter is also posted on Liberty Water NY's website.

Exhibit 1

NEW YORK STATE DEPARTMENT OF STATE
DIVISION OF CORPORATIONS, STATE RECORDS AND UNIFORM COMMERCIAL CODE
FILING RECEIPT

ENTITY NAME : LIBERTY UTILITIES (NEW YORK WATER) CORP.
DOCUMENT TYPE : CERTIFICATE OF AMENDMENT
ENTITY TYPE : DOMESTIC BUSINESS CORPORATION

DOS ID : 27822
FILE DATE : 01/04/2022
FILE NUMBER : 220104000868
TRANSACTION NUMBER : 202201040000815-495919
EXISTENCE DATE : 05/04/1925
DURATION/DISSOLUTION : PERPETUAL
COUNTY : NASSAU



SERVICE OF PROCESS ADDRESS : NATIONAL REGISTERED AGENTS, INC.
 28 LIBERTY ST.,
 NEW YORK, NY, 10005, USA

REGISTERED AGENT : NATIONAL REGISTERED AGENTS, INC.
 28 LIBERTY ST.,
 NEW YORK, NY, 10005, USA

FILER : C T CORPORATION SYSTEM
 28 LIBERTY STREET,
 NEW YORK, NY, 10005, USA

SERVICE COMPANY : C T CORPORATION SYSTEM
SERVICE COMPANY ACCOUNT : 07
CUSTOMER REFERENCE : 14036256LP

You may verify this document online at : <http://ecorp.dos.ny.gov>
AUTHENTICATION NUMBER : 100000860987

TOTAL FEES:	\$220.00	TOTAL PAYMENTS RECEIVED:	\$220.00
FILING FEE:	\$60.00	CASH:	\$0.00
CERTIFICATE OF STATUS:	\$0.00	CHECK/MONEY ORDER:	\$0.00
CERTIFIED COPY:	\$10.00	CREDIT CARD:	\$0.00
COPY REQUEST:	\$0.00	DRAWDOWN ACCOUNT:	\$220.00
EXPEDITED HANDLING:	\$150.00	REFUND DUE:	\$0.00

STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy for LIBERTY UTILITIES (NEW YORK WATER) CORP., File Number 220104000868 has been compared with the original document in the custody of the Acting Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on January 04, 2022.



A handwritten signature in black ink that reads 'Brendan C. Hughes'.

Brendan C. Hughes
Executive Deputy Secretary of State



**Division of Corporations,
State Records and
Uniform Commercial Code**

New York State
Department of State
DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

NEW YORK AMERICAN WATER COMPANY, INC.

(Insert the Current Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The current name of the corporation is:

NEW YORK AMERICAN WATER COMPANY, INC.

If the name of the corporation has been previously changed, the name under which it was originally formed is:

BELLPORT WATER SUPPLY COMPANY, INC.

SECOND: The date of filing of the certificate of incorporation with the Department of State is:

05/04/1925

THIRD: The amendment effected by this certificate of amendment is as follows:

The subject matter and full text of each amended paragraph must be stated.

FOR EXAMPLE, a certificate of amendment changing the name of the corporation would read as follows:

Paragraph FIRST of the Certificate of Incorporation relating to the name of the corporation is amended to read in its entirety as follows:

FIRST: The name of the corporation is (...new name...).

Paragraph FIRST of the Certificate of Incorporation relating to

The Entity Name

is amended to read in its entirety as follows:

FIRST: The name of said corporation is Liberty Utilities (New York Water) Corp.

Paragraph _____ of the Certificate of Incorporation relating to

is amended to read in its entirety as follows:

FOURTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- ☐ The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- ☒ The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.

X



(Signature)

Chris Alario

(Name of Signer)

President

(Title of Signer)

CT07

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

New York American Water Company, Inc.

(Insert Current Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

Filer's Name and Mailing Address:

Name:

CT Corporation System

Company, if Applicable:

28 Liberty Street

Mailing Address:

New York, New York 10005

City, State and Zip Code:

NOTES:

1. The name of the corporation and its date of incorporation provided on this certificate must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores.
3. The Department of State recommends that all documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$60 filing fee.

For Office Use Only

DRAWDOWN
CST REF: |

14033256LP

Exhibit 2



January 1, 2022

Greetings:

Following NYS Public Service Commission (PSC) approval, we are pleased to announce that New York American Water is now Liberty Utilities (New York Water) Corp. (Liberty). We are very excited to be your water/wastewater provider and are working with New York American Water's former parent company, American Water, to ensure this transition is as smooth as possible.

Liberty is committed to providing safe and reliable service and a great customer experience. We support the communities we serve and strive to create greener, cleaner, and more sustainable systems for the future.

Your Bill Will Decrease.

We are happy to report that Liberty is eliminating the "Make Whole" surcharge effective January 1, 2022. New York American Water was scheduled to implement a rate increase in April 2020, but the increase was delayed in response to the COVID pandemic. The PSC had granted the Make Whole surcharge, which was implemented May 1, 2021, to recover the lost revenue due to this delay. Following the elimination of this surcharge, a typical residential customer using 8,000 gallons/month will see approximately \$6-11 reduction in their bill per month, depending on location. To see specific bill impacts for all rate classes and areas please visit our website at www.libertyenergyandwater.com (select "New York Water" from the drop-down menu).

What's Changing?

You will soon see new Liberty communications, bills, signage, uniforms, and vehicles. American Water will continue to provide billing and payment services for Liberty for a period of time. During the transition period, you may encounter the American Water logo and name on occasion when doing business with us, including when using our phone system.

What's Staying the Same?

Our phone number, hours, and services are staying the same for a period of time, as well as your billing account information and payment options.

We will keep you informed of any changes that are upcoming. If you have any questions, please contact us at 1-877-426-6999 or visit us on our updated website at www.libertyenergyandwater.com (select "New York Water" from the drop-down menu).

To learn more about Liberty and its regulated water, wastewater, natural gas, and electric utility business across North America, please visit www.libertyenergyandwater.com.

Sincerely,



Chris Alario

President, Liberty - New York Water