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March 11, 2013

VIA TCEQ E-FILING

Mr. Les Trobman, General Counsel
Texas Commission on Environmental Quality
P.O. Box 13087
Austin, Texas 78711-3087

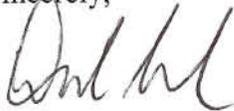
Re: SOAH Docket No. 582-08-4353; TCEQ Docket No. 2008-1185-UCR
Application of Interim-La Ventana, LLC to Acquire Facilities and Transfer CCN
No. 12920 of La Ventana Water Company in Hays County, Texas
Applicant Interim-La Ventana's Exceptions to the Proposal for Decision and Order

Dear Mr. Trobman:

Interim-La Ventana, LLC, the Applicant in the above referenced matter, agrees with the Proposal for Decision and Order issued on February 19, 2013 and recommends only the clarifications as described in the attached Exceptions to the Proposal for Decision.

Thank you for your consideration.

Sincerely,



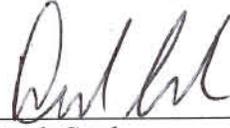
Derek Seal

Enclosures: Applicant Interim-La Ventana's Exceptions to the PFD
Service List
Certificate of Service

cc: Service List
TCEQ Chief Clerk via electronic filing

Certificate of Service

I hereby certify that on this 11th day of March, 2013, a true and correct copy of the foregoing document was provided to the persons on the attached Service List in the manner indicated on the Service List.



Derek Seal

Service List – Interim-La Ventana
SOAH Docket No. 582-08-4353; TCEQ Docket No. 2008-1185-UCR

**STATE OFFICE OF
ADMINISTRATIVE HEARINGS**

VIA: Facsimile
Hon. William G. Newchurch
Administrative Law Judge
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PROTESTANTS:

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PROTESTANTS (CONT.):

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allen.butt112@yahoo.com

SOAH DOCKET NO. 582-08-4353
TCEQ DOCKET NO. 2008-1185-UCR

APPLICATION OF INTERIM-LA § BEFORE THE STATE OFFICE
VENTANA, LLC TO ACQUIRE §
FACILITIES AND TRANSFER CCN NO. § OF
12920 OF LA VENTANA WATER §
COMPANY, LP LOCATED IN HAYS § ADMINISTRATIVE HEARINGS
COUNTY, TEXAS

APPLICANT INTERIM-LA VENTANA, LLC'S EXCEPTIONS
TO THE PROPOSAL FOR DECISION

TO THE COMMISSIONERS OF THE TEXAS COMMISSION ON ENVIRONMENTAL
QUALITY:

COMES NOW Applicant Interim-La Ventana, LLC ("*Interim-La Ventana*") and files these Exceptions (the "*Exceptions*") in response to the Proposal for Decision and Order (the "*PFD*") issued on February 19, 2013 by the Administrative Law Judge (the "*ALJ*") in the above referenced matter. With the few, limited Exceptions that are offered herein as clarifications, Interim-La Ventana agrees with the ALJ's PFD and believes that the PFD is fully supported by the evidentiary record.

PFD Clarification. The PFD on pages 6 and 10 and in footnotes 23 and 45 correctly point to typographical errors in Interim-La Ventana's Reply regarding whether Texas Water Code § 13.301 (Report of Sale, Merger, Etc.) rather than Texas Water Code § 13.302 (Purchase of Voting Stock in Another Retail Public Utility) applies to Interim-La Ventana's Application in this case. The ALJ correctly states that it is Interim-La Ventana's position that Texas Water Code § 13.301 applies rather than Texas Water Code § 13.302.

Findings of Fact 39 and 40: Findings of Fact 39 and 40 indicate that Robert and Kay Hughes, who were admitted as parties, have withdrawn from the case, which is consistent with their letter filed on October 6, 2009. The Hughes' also filed a separate, additional letter on October 6, 2009 that states that Mr. William D. Davis represents their interests. The ALJ's service lists subsequent to the Hughes' October 6, 2009 letters, beginning with Order No. 6, have included the Hughes' as parties represented by Mr. Davis. Further, Mr. Davis filed discovery responses on October 18, 2012 on behalf of the Hughes'. Notwithstanding the foregoing, Interim-La Ventana does not object if the ALJ has determined that the Hughes' have withdrawn from the case. In the alternative, Interim-La Ventana does not object if the ALJ has determined that the Hughes' interests have been represented by Mr. Davis.

Conclusion of Law 10: There is a duplicative reference to 30 TAC § 291.109.

Dated: March 11, 2013

RESPECTFULLY SUBMITTED,

By: Derek Seal / By cm
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