

The Commonwealth of Massachusetts

Filing Fee of \$5.00 Required

ANNUAL RETURN

OF THE

Aquaria Water LLC

WATER COMPANY

TO THE

DEPARTMENT OF PUBLIC UTILITIES

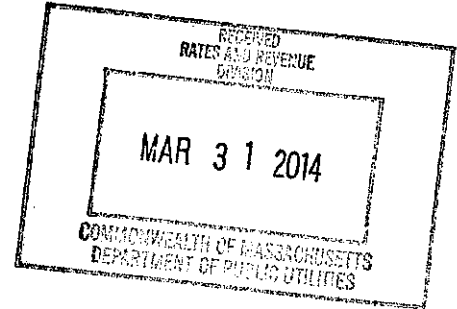
OF MASSACHUSETTS

For the Year Ended December 31, 2013

Name of Officer to whom correspondence
should be addressed regarding this report, Moises Pariente

Official title: General Manager; Office address: 170 Aquaria Dr., P.O. Box 1000

North Dighton, MA zip code 02764



GENERAL INFORMATION

PRINCIPAL AND SALARIED OFFICERS*

Titles	Names	Addresses	Annual Salaries
President	Peter Fairbanks	170 Aquaria Dr., North Dighton, MA	\$0
Treasurer	Jose A. Membiela	170 Aquaria Dr., North Dighton, MA	\$0
Secretary	Amelia Robles	170 Aquaria Dr., North Dighton, MA	\$0
General Manager	Moises Pariente	170 Aquaria Dr., North Dighton, MA	\$0

DIRECTORS*

Names	Addresses	Fees Paid During Year

*By General Laws, Chapter 164, Section 83, the Return must contain a "List of names of all their salaried officers and the amount of the salary paid to each," and by Section 77, the department is required to include in its annual report "the names and addresses of the principal officers and of the directors."

GENERAL INFORMATION

1. Full corporate title company, Aquaria Water LLC Telephone No 508-880-0099.
2. Location of principal business office, 170 Aquaria Dr., North Dighton, MA 02764.
3. Date of organization, May 22, 2001 4. Date of incorporation, May 22, 2001
5. Whether incorporated under general or special law, General Law.
6. If under special law, give chapter and year of act, N/A.
7. Give chapter and year of any subsequent special legislation affecting the Company, N/A.
8. Territory covered by charter rights, N/A.
9. Capital stock authorized by charter, N/A.
10. Capital stock issued prior to August 1, 1914, \$0.00.
11. Capital stock issued with approval of Board of Gas and Electric Light Commissioners or the Department of Public Utilities since August 1, 1914 61,176,952.00

shares of par value of \$ N/A each \$ N/A.
12. If additional stock has been issued during the last fiscal period, give the date, amount and price thereof, the date or dates on which the same was paid in, and the number of shares so sold and the amounts realized: --D.P.U. No.
13. Management Fees and Expenses during the Year \$54,641.00

List all individuals, associations, corporations or concerns with whom the company has any contract or agreement, covering management or supervision of its affairs such as accounting, financing, engineering, construction purchasing, operation, etc. and show the total amount paid to each for the year **GS Inima USA Corp.**
14. Date when Company first began to distribute and sell water, February 5, 2009.
15. Total number of stockholders, 2.
16. Number of stockholders resident in Massachusetts, 2.
17. Amount of stock held in Massachusetts, number of shares, 100% amount, \$ _____.

COMPARATIVE GENERAL BALANCE SHEET

The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. All credit items hereunder should be in red ink.

Line No.	Balance at Beginning of Year (a)	Assets (b)	Balance at Close of year (c)	Net Change During Year Increase, (Decrease). (d)
1	\$*****	INVESTMENTS	\$*****	\$*****
2	88,752,351	101 - 113 Plant Investment (p.202)	89,607,401	855,050
3	205,941	114 - 119 General Equipment (p.202)	205,941	-
4	0	201 Unfinished Construction (p.202)	0	-
5	-9,339,088	202 Miscellaneous Physical Property (p.203)	-11,649,640	(2,310,552)
6	3,215,711	203 Other Investments (p.203)	2990084	(225,627)
7	82,834,915	Total Investments	81,153,786	(1,681,129)
8	\$*****	CURRENT ASSETS	\$*****	\$*****
9	1,313,487	204 Cash	1,355,342	41,855
10		205 Special Deposits		-
11		206 Notes Receivable		-
12	1,055,888	207 Accounts Receivable	1,138,271	82,383
13		208 Interest and Dividends Receivable		-
14		209 Materials and Supplies		-
15		210 Other Current Assets		-
16	2,369,375	Total Current Assets	2,493,613	124,238
17	\$*****	RESERVE FUNDS	\$*****	\$*****
18		211 Sinking Funds	0	
19		212 Insurance and Other Funds	0	
20	0	Total Reserve Funds	0	0
21	\$*****	PREPAID ACCOUNTS	\$*****	\$*****
22	0	213 Prepaid Insurance	0	-
23		214 Prepaid Interest	0	0
24	0	215 Other Prepayments		0
25	0	Total Prepaid Accounts		0
26	\$*****	UNADJUSTED DEBITS	\$*****	\$*****
27		216 Unamortized Dept Discount Exp. (p.203)	0	0
28		217 Property Abandoned	0	0
29		218 Other Unadjusted Debits (p.203)		0
30		Total Unadjusted Debts		-
31				
32	85,204,290	GRAND TOTAL	83,647,399	(1,556,891)

COMPARATIVE GENERAL BALANCE SHEET				
The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. All credit items hereunder should be in red ink.				
Line No.	Balance at Beginning of Year (a)	Assets (b)	Balance at Close of year (c)	Net Change During Year (Decrease). Increase, (d)
1	\$*****	CAPITAL STOCK	\$*****	\$*****
2	63,959,016.00	301 Common Stock (p.204)	63,959,016	-
3		302 Preferred A Stock (p.204)		-
4		303 Preferred B Stock (p.204)		-
5				-
6	63,959,016.00	Total Capital Stock	63,959,016	-
7				
8		304 Premium on Capital Stock		
9				
10	\$*****	BONDS, COUPON AND LONG TERM NOTES	\$*****	\$*****
11	0	305 Bonds (p.204)	0	0
12	25,945,574	306 Coupon and Long Term Notes (p.204)	24,633,124	(1,312,450)
13				
14	25,945,574	Total Bonds, Coupon and Long Term Notes	24,633,124	(1,312,450)
15	\$*****	CURRENT LIABILITIES	\$*****	\$*****
16	1,561,880	307 Notes Payable (p.205)	1,410,542	(151,338)
17	37,309	308 Accounts Payable	843,817	806,508
18		309 Consumers' Deposits		0
19		310 Matured Interest Unpaid		0
20		311 Dividends Declared		0
21	1,175,708	312 Other Current Liabilities	1,007,548	(168,160)
22	2,774,897	Total Current Liabilities	3,261,907	487,010
23	\$*****	ACCRUED LIABILITIES	\$*****	\$*****
24		313 Tax Liability		0
25	35,571	314 Interest Accrued	109,173	73,602
26		315 Other Accrued Liabilities		0
27	35,571	Total Accrued Liabilities	109,173	73,602
28	\$*****	UNADJUSTED CREDITS	\$*****	\$*****
29	0	316 Premium on Bonds (p.205)	0	0
30	0	317 Other Unadjusted Credits (p.205)	0	0
31	0	Total Unadjusted Credits	0	0
32	\$*****	RESERVES	\$*****	\$*****
33		318 Insurance and Casualty Reserve	0	0
34		319 Depreciation Reserve (p.204)		0
35	-6,442,834	320 Other Reserves	-7,510,758	(1,067,924)
36	-6,442,834	Total Reserves	-7,510,758	(1,067,924)
37	\$*****	APPROPRIATED SURPLUS	\$*****	\$*****
38		321 Sinking Funds Reserves		0
39		323 Contributions for Extensions		0
40		324 Surplus Invested in Plant	0	0
41	0	Total Appropriated Surplus	0	0
42	-1,067,934	400 Profit and Loss Balance (p.301)	-805,053	262,881
43	-1,067,934	Total Corporate Surplus	-805,053	262,881
44				
45	85,204,290	GRAND TOTAL	83,647,409	(1,556,881)

PLANT INVESTMENT ACCOUNTS

Show for all items of plant, classified in accordance with the prescribed Uniform System of Accounts, the particulars called for by the column headings. Credits in column (d) for plant retired during the year should be fully explained in a footnote. Col. (e), "Adjustments made during the year," should be interpreted to mean modifications of entries made in prior accounting periods. When any adjusting entry is made in Col. (e), the credit to the account should be shown in red; in case the amount is transferred to some other account in the same schedule, the debit amount should appear in the same column in black.

When the whole or any part of "Unfinished Construction" is transferred to the Plant accounts, the amounts transferred should appear in Col. (e) in red and the amounts debited should appear in Col. (c) in black.

Line No.	NAME OF ACCOUNT (a)	Balance at Beginning of Year (b)	Additions During Year (c)	Plant Retired During Year (d)	Adjustments During Year (e)	Balance at Close of Year (f)
1	INTANGIBLE PROPERTY					
2	Organization	\$ 19,571,528				\$ 19,571,528
3	Misc. Intangible Invest.	1,500,000				1,500,000
4		21,071,528				21,071,528
5	TANGIBLE PROPERTY					
6	Land	201,825				201,825
7	Structures	16,922,945				16,922,945
8	Pumping Plant Equipment	13,694,059				13,694,059
9	Misc. Pumping Plant Equip	2,680,197				2,680,197
10	Purification System	12,000,000	855,050			12,855,050
11	Trans'n and Dist'n Mains	22,181,797				22,181,797
12	Services					
13	Consumers' Meters					
14	Consumers Meter Installation					
15	Hydrants					
16	Fire Cist'ns, Basins, Fount'ns					
17	Water Rights					
18	Miscellaneous Expenditures					
19	Total Plan Investment	67,680,823	855,050			68,535,873
20	GENERAL EQUIPMENT					
21	Office Equipment	37,041				37,041
22	Shop Equipment	127,200				127,200
23	Stores Equipment	0				0
24	Transportation Equipment	13,500				13,500
25	Laboratory Equipment	28,200				28,200
26	Miscellaneous Equipment					
27	Total General Equipment	205,941	0			205,941
28	Unfinished Construction					
29	Total Cost of All Property	88,958,292	0			89,813,342
30	Assessed Value of Real Estate					
31	Assessed Value of Other Property					
32	Total Assessed Value	88,958,292	855,050	0	0	89,813,342

Miscellaneous Physical Property
Give particulars of all investments of the respondent in physical property no devoted to utility operations

Line No.	DESCRIPTION AND LOCATION OF MISCELLANEOUS PHYSICAL PROPERTY HELD AT END OF YEAR (a)	Book Value at end of year (b)	Revenue for the Year (c)	Expense for the Year (d)	Net Revenue for the Year (e)
1	Amortization	-11,649,640			
2					
3					
4					
5	TOTALS				

OTHER INVESTMENTS
Give particulars of investments in stocks, bonds, etc., held by the respondent at end of year

Line No.	DESCRIPTION OF SECURITY HELD BY RESPONDENT (a)	Amount (b)
6	Finance Cost	2,990,084
7		
8		
9	TOTALS	

UNAMORTIZED DEBT DISCOUNT AND EXPENSE
Give an analysis of the respondent's accodiscount and (or) expense on bonds, coupon, or short term notes. If the account represents only the expense incurred in connection with the issue, the word "Discount" should be erased. Entries in Col (d) should be consistant with the returns made on page 301, Schedules of Income and Profit and Loss.

Line No.	NAME OF SECURITY (a)	Unextinguished Discount at Beginning of Year. (b)	Discount on Bonds, Et., Issued During Year. (c)	Discount Written off During Year (d)	Unextinguished Discount at Close of Year (e)
10					
11					
12					
13					
14					
15	TOTALS				

OTHER UNADJUSTED DEBITS
Give an analysis of the above-entitled account as of close of year, showing in detail each item or subaccount amounting to \$500 or more. Items less than \$500 may be combined in a single entry "Minor Items..... in number, each less than \$500," giving the number of items thus combined

Line No.	DESCRIPTION AND CHARACTER OF UNADJUSTED DEBITS (a)	Balance at beginning of Year (b)	Amount added During Year (c)	Amount written off During Year (d)	Balance at Close of Year (e)
16	218-R Deferred Rate Case Costs				
17	218-9Z Accumulated Amortization - Rate Case			0	
18	219-1 -Amortization Loan Closing Costs				
19	219-2-Accum Amort. Closing Costs-Mortgage			0	
20	219-3-Deferred Financing-Const Period Interest				0
21	219-4-Accum Amort-Constr Period Interest			0	
22	TOTALS	0	0	0	0

Capital Stock

Give particulars of the various issues of capital stock of the respondent, as called for in the following schedule. In stating the amount of Capital Stock authorized in Col. (d) show only the amount authorized by the regulatory body.

Line No.	DESCRIPTION (a)	Number of Shares Authorized (b)	Par Value of One Share (c)	Amount of Capital Stock Authorized (d)	Amount Actually Outstanding at End of Year (e)	Total Premium at End of Year (f)
1	Common Stock					63,959,016
2						
3						
4						
5	TOTALS					

BONDS, COUPON AND LONG TERM NOTES

Give particulars of various issues on bonds, coupon and long term notes as called for in the following schedule, giving names of any underlying issues that may have been assumed by the respondent. The total of Col. (h) should be consistent with return made on page 301, Income Schedule (line 20).

Line No.	NAME AND CHARACTERS OF	Date of Issue (b)	Date of Maturity (c)	Par Value Authorized (d)	Par Value Actually Outstanding at End of Year (e)	INTEREST PROVISIONS		Interest Paid During Year (i)
						Rate Per Cent (f)	Dates Due (g)	
6	Mortgage Bonds:							
7								
8								
9								
10	Total Bonds							
11	Coupon and Long Term Notes:							
12								
13								
14								
15								
16								
17	Total Coupon & Long Term Notes							
18	Grand Total:						Totals:	

SUNDRY CURRENT LIABILITIES

NOTES PAYABLE

Line No.	Name of Creditor (a)	Date of Issue (b)	Date of Maturity (c)	How Secured (d)	Rate of Interest	Amount (f)
1						
2						
3						
4						
5						
6						
7						
8						

PREMIUM ON BONDS

Give an analysis of the respondent's accounts covering premium on bonds or other evidence of indebtedness. Entries in Col (d) should be consistent with the returns made on page 301. Schedules of Income and Profit and Loss.

	Name of Security (a)	Unextinguished Premium at Beginning of Year (b)	Premium of Bonds Issued During Year (c)	Premium Written Off During Year (d)	Unextinguished Premium at End of Year (e)
9					
10					
11					
12					
	TOTALS				

OTHER UNADJUSTED CREDITS

Give the names in Col (a) and indicate the character, in Col (b), of the several subaccounts which appear as "Other Unadjusted Credits". For items less than \$1,000, a single entry may be made under the caption "Minor accounts.....in number, each less than \$1,000," stating the number.

	Name of Subaccount (a)	Character of Subaccount (b)	Amount (c)
13	Contributions in aid of construction		
14			
15			
16			
17			
18			
		TOTALS	\$0

SUNDRY CURRENT LIABILITIES

NOTES PAYABLE

Line No.	Name of Creditor (a)	Date of Issue (b)	Date of Maturity (c)	How Secured (d)	Rate of Interest	Amount (f)
1						
2						
3						
4						
5						
6						
7						
8						

PREMIUM ON BONDS

Give an analysis of the respondent's accounts covering premium on bonds or other evidence of indebtedness. Entries in Col (d) should be consistent with the returns made on page 301. Schedules of Income and Profit and Loss.

	Name of Security (a)	Unextinguished Premium at Beginning of Year (b)	Premium of Bonds Issued During Year (c)	Premium Written Off During Year (d)	Unextinguished Premium at End of Year (e)
9					
10					
11					
12					
	TOTALS				

OTHER UNADJUSTED CREDITS

Give the names in Col (a) and indicate the character, in Col (b), of the several subaccounts which appear as "Other Unadjusted Credits". For items less than \$1,000, a single entry may be made under the caption "Minor accounts.....in number, each less than \$1,000, "stating the number.

	Name of Subaccount (a)	Character of Subaccount (b)	Amount (c)
13	Contributions in aid of construction		
14			
15			
16			
17			
18			
		TOTALS	\$0

DEPRECIATION RESERVE

Show below the amount credited during the year to Depreciation Reserve, and the amount charged to Depreciation Reserve on account of property retired. Also the balance in the account at the close of the year.

Line No.	(a)	Amount (b)
1	Acct. 610-10 Depreciation	2,536,179
2		
3		
4		
5		
6	TOTAL CREDITS DURING YEAR	
7	TOTAL DEBITS DURING YEAR (ASSET DISPOSITION)	-
8		
9		
10		
11		
12	NET CHARGES DURING YEAR	-
13	Balance December 31, 2013	2,536,179

BASES OF DEPRECIATION CHARGES

Give in detail the rule and rates by which the respondent determined the amount charged to operating expenses and other accounts, and credited to Depreciation Reserve. Report also the depreciation taken for the year for federal income tax purposes.

14	
15	
16	
17	
18	
19	

NOTE:

INCOME STATEMENT FOR THE YEAR

Give the Income Account of the respondent for the year ended December 31, in accordance with the Uniform System of Accounts for Water Companies.

Line No.	Acct No.	ITEM (a)	Amount (b)	Comparison with Previous Year Increase, (Decrease) (c)
1		OPERATING INCOME	*****	*****
2	500	Operating Revenues (p.302)	6,002,184	\$123,930
3	600	Operating Expenses (pp. 302-303)	4,513,911	(\$104,193)
4		Net Operating Revenue	1,488,273	\$19,737
5	550	Uncollectible Operating Revenues		\$0
6	551	Taxes (p.303A)	-386,911	\$28,381
7		Net Operating Income	1,101,362	(\$8,644)
8		NON-OPERATING INCOME	*****	*****
9	560	Merchandising and Jobbing Revenue		\$0
10	561	Rent from Appliances		\$0
11	562	Miscellaneous Rent Income		\$0
12	563	Interest and Dividend Income		\$0
13	564	Inc. from Sink. And Other Res. Funds		\$0
14	565	Amortization of Premium on Bonds (p.204)		\$0
15	566	Miscellaneous Non-operating Income		\$0
16		Total Non-operating Income	0	\$0
17		GROSS INCOME	1,101,362	(\$8,644)
18		DEDUCTIONS FROM GROSS INCOME	*****	*****
19	575	Miscellaneous Rents		\$0
20	576	Interest on Bonds and Coupon Notes	1,906,415	(\$63,139)
21	577	Miscellaneous Interest Deductions		\$0
22	578	Amortization of Discount (p.203)		\$0
23	579	Miscellaneous Deductions from Income		\$0
24		Total Deductions from Gross Income	805,053	(\$54,495)
25		Income Balance transferred to Profit and Loss	-805,053	\$63,139

PROFIT AND LOSS STATEMENT

Show hereunder the items of the Profit and Loss Account of the respondent, classified in accordance with the Uniform System of Accounts for Water Companies.

Acct No.	ITEM (a)	Debits (b)	Credits (c)
26	CREDITS	*****	*****
27	401 Credit Balance at Beginning of Fiscal Period (p.201)	*****	
28	402 Credit Balance transferred from Income Acct (p.301)	*****	
29	403 Miscellaneous Credits, (note)	*****	*****
30	DEBITS	*****	*****
31	411 Debit Balance at Beginning of Fiscal Peiod (p.201)	84,452,452	*****
32	412 Debit Balance transferred from Income Acct (p.301)	-805,053	*****
33	413 Surplus applied to Sinking Fund and Other Reserves	*****	*****
34	414 Dividend Appropriations of Surplus (p.302)	*****	*****
35	415 Appropriations of Surplus for Depreciation (p.204)	*****	*****
36	416 Disc't on Bonds Exting'd through Surplus (p.203)	*****	*****
37	417 Other Deductions from Surplus, (note)	*****	*****
38	418 Appropriations of Surplus for Construction	*****	*****
39	Balance carried Forward to Balance Sheet		
40	TOTALS	\$83,647,399	\$0

(Note) Explain below amounts entered as Other Deductions from Surplus or Miscellaneous Credits:

*In case the Merchandising and Jobbing business shows a loss, the amount should appear in red.

State the operating revenues of the respondent for the year ended December 31, classified in accordance with the Uniform System of Accounts.

OPERATING REVENUES

Line No	Account Number	Class of Water Operating Revenue (a)	Amount of Revenue for Year (b)	Comparison with Revenue of Previous Year (Increase, Decrease) (c)
1		REVENUES FROM SALE OF WATER	\$*****	\$*****
2	501	Metered Sales to General Consumers	-	-
3	502	Flat-rate Sales to General Consumers	6,002,184	123,930
4	503	Sales to Other Water Companies	-	-
5	504	Municipal Hydrants	-	-
6	505	Miscellaneous Municipal Revenues	-	-
7		Total Revenues from Water Operations	6,002,184	123,930
8		MISCELLANEOUS REVENUES	\$*****	\$*****
9	506	Rent from Property used in Operation	-	-
10	507	Miscellaneous Operating Revenues	-	-
11		Total Revenues from Miscellaneous Operation	-	-
12		Total Operating Revenues	6,002,184	123,930

DIVIDENDS DECLARED DURING THE YEAR

Give particulars of dividends on each class of stock during the year, and charged to Profit and Loss. This schedule shall include only dividends that have been declared by the Board of Directors during the fiscal year.

Line No.	Name of Security of which Dividend was declared (a)	Rate per Cent		Amount of Capital Stock on which Dividend was declared (d)	Amount of Dividend (e)	Date	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
13	Common Stock						
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24				Total			

OPERATING EXPENSES

(For companies having average operating revenues of more than \$15,000.)

State the operating expenses of the respondent for the year ended December 31, classifying them in accordance with the Uniform System of Accounts.

Line No.	Acct. No.	NAME OF OPERATING EXPENSE ACCOUNT (a)	Amount of Operating Expenses for Year (b)	Comparison with Previous Year (Increase in Black, Decrease in Red) (c)
1		SOURCE OF WATER SUPPLY EXPENSES	*****	*****
2	601-1	Maintenance of Water Supply Buildings and Fixtures		0
3	601-2	Maintenance of Surface Source of Supply Facilities	503,978	-28,150
4	601-3	Maintenance of Ground Source of Water Supply		0
5		Total Source of Water Supply Expenses	503,978	-28,150
6	602	Water Purchased for Resale		
7		PUMPING EXPENSES	*****	*****
8	603-1	Pumping Labor		0
9	603-2	Boiler Fuel	\$50,665.50	18,667
10	603-3	Water for Steam	0	0
11	603-4	Electric Power Purchased	\$124,427.42	41,404
12	603-5	Miscellaneous Pumping Station Supplies and Expenses	2,123	1,805
13	604-1	Maintenance of Power Pumping Buildings and Fixtures	1,679	-1,637
14	604-2	Maintenance of Pumping Equipment	10,460	6,793
15	604-3	Maintenance of Miscellaneous Pumping Plant Equipment	50,520	0
16		Total Pumping Expenses	239,876	67,033
17		PURIFICATION EXPENSES	*****	*****
18	605-1	Purification Labor	348,431	-21,878
19	605-2	Purification Supplies and Expenses	195,486	48,102
20	606-1	Maintenance of Purification Buildings and Fixtures	33,049	-11,589
21	606-2	Maintenance of Purification Equipment	39,178	-41,363
22		Total Purification Expenses	616,144	-26,727
23		TRANSMISSION AND DISTRIBUTION EXPENSES	*****	*****
24	607	Inspecting Customers' Installations		0
25	608	Miscellaneous Trans. and Dist. Supplies and Expenses	0	0
26	609-1	Maintenance of Trans and Dist Buildings and Fixtures	\$2,381.02	2,181
27	609-2	Maintenance of Trans. And Dist. Mains	4,933	-91,387
28	609-3	Maintenance of Storage, Reservoirs, Tanks and Standpipes	9,406	9,406
29	609-4	Maintenance of Services	0	0
30	609-5	Maintenance of Meters	0	0
31	609-6	Maintenance of Hydrants	0	0
32	609-7	Cross Connection	0	0
33		Total Trans. And Dist. Expenses	16,720	-79,800
34		GENERAL AND MISCELLANEOUS EXPENSES	*****	*****
35	610-1	Salaries of General Officers and Clerks	116,144	-7,293
36	610-2	General Office Supplies and Expenses	66,733	-9,230
37	610-3	Law Expense -- General	3,095	3,095
38	610-4	Insurance	233,355	-33,516
39	610-5	Accidents and Damages	0	0
40	610-6	Store Expenses	0	0
41	610-7	Transportation Expenses	10,340	-2,564
42	610-8	Inventory Adjustments	0	0
43	610-9	Maintenance of General Structures	0	0
44	610-10	Depreciation	\$2,536,179.17	-1,189
45	610-11	Miscellaneous General Expenses	171,347	15,824
46		Total General and Miscellaneous Expenses	3,137,193	-34,872
47		GRAND TOTAL OPERATING EXPENSES	4,513,911	-102,517

Annual report of Aquaria Water LLC.....Year ended December 31, 2013

Operating Expenses

(For companies having average operating revenues not exceeding \$15,000.00)

State the operating expenses of the respondent for the year ended December 31, classifying them in accordance with the Uniform System of Accounts.

Line No.	Account No.	Name of Operating Expense Account (a)	Amount of Operating Expenses for Year (b)	Comparison with Previous Year (Increase in Black, Decrease in Red) (c)
25	601	Maint. Of Source of Water Supply		
26	602	Water Purchased for Resale		
27	603	Pumping Labor		
28	604	Maint. of Pumping Plant		
29	605	Purification Labor, Supplies & Expenses		
30	606	Maint. of Purification Buildings and Equipment		
31	607	Inspecting Customers' Installations		
32	608	Misc. Trans. And Dist. Supplies and Expenses		
33	609	Maint. of Trans. And Dist. System		
34	610-10	Depreciation		
35	610-1-11	General and Miscellaneous Expenses		
36				
37		TOTAL OPERATING EXPENSES		

TAXES

Kind of Tax	Federal	State	Municipal	Total
48				0
49				0
50				0
51				0
52				0
53				0
54				0
55				-
56				-
57. Totals	-	-		0

1. Land owned by the Company REAL ESTATE INFORMATION			
Location		Use	
Dighton, MA		Industrial	
Area	When Bought	Cost	
15.76	1997-2003	\$210,825.00	
2. Buildings Owned by Company			
Location		Use	
Dighton, MA		Industrial	
Size	Material	When Built	Cost
25,915 Sq. Ft.	Steel	2007	\$12,500.00

* By cost is meant the original cost of installation, not the Book Value.

SUPPLY INFORMATION

Give a full and complete description of the source or sources from which water is obtained. State whether these sources are owned or leased by the Company. If they are leased, quote the terms of the leases. Give the date of the latest opinion of the Department of Public Health regarding each of these sources of supply.

Raw water withdrawn from the Taunton River under regulation by different Federal, State and Local Agencies.

Water is delivered and pressure maintained by gravity feed from distribution reservoirs. Three electronic-driven pump stations pump directly into the distribution systems. Electronic-driven booster pump station raises water to another distribution standpipe.

2. Watersheds owned by the Company.

Location	Area	When Bought	Cost*
A. N/A	N/A	N/A	N/A
B.			
C.			
D.			

Remarks:

3. Give a full and complete description of any water supply rights that are owned by the Company and state when they were bought and what was paid for them.

N/A

*By cost is meant the original cost of installation, not the Book Value.

SUPPLY INFORMATION – Continued

4. Wells

Location	Inside Dimensions	Depth Below High Water	Covered or Uncovered	When Built	Cost*
N/A	N/A	N/A	N/A	N/A	N/A

5. Give a full and complete description of the wells

6. Reservoirs. The WWC has no reservoirs for which we directly treat water. We do own following reservoirs.

Location	Area at Surface When Full	Full Capacity in Gallons	When Built	Cost*
N/A	N/A	N/A	N/A	N/A

7. Describe the reservoirs, stating to what extent they are artificial; to what extent their bottoms were cleaned before being put into service; to what extent their slopes and bottoms are paved; what provisions have been made for raising the water level and increasing the capacity; and give the character of construction of any dams

N/A

*By cost is meant the original cost on Installation, not the Book Value.

Pumping Information

1. Give a general description of the method employed for delivering the water to the consumers, stating whether gravity is utilized or not; whether the Company owns a pumping station or not; and giving all other pertinent information.

A 16 mile long 20" Ductile Iron Transmission Pipeline is used to carry the water from the Plant to the Customer (City of Brockton).

The water is pumped at the facility and no pressure boost is required along the way.

- | | |
|------------------------------------|----------------------------------|
| 2. BOILERS | This schedule not presently used |
| 3. CHIMNEYS | This schedule not presently used |
| 4. PUMPING ENGINES, STEAM-ACTUATED | This schedule not presently used |

5. PUMPS, DRIVEN BY CONNECTED POWER

Location	Type	Name of Builder	When Installed		Cost*	
A. Raw water intake (P-74)	Vert.	Goulds	2008		\$	70,000.00
B. Permeate Pump (P-35)	Horiz.	Goulds	2008		\$	45,000.00
C. CIP Pump (P-81)	Horiz.	Goulds	2008		\$	12,000.00
D. Drain/Recirculation (P-97)	Horiz.	Goulds	2008		\$	14,500.00
E. Vacuum Pump (P-92)	Vacuum	Busch	2008		\$	13,000.00
F. Filtered Water Pump (P-36)	Vert.	Goulds	2008		\$	60,000.00
G. High Pressure Pump (P-37)	Horiz.	Goulds	2008		\$	120,000.00
H. Neutralization Pump (P-12)	Horiz.	Goulds	2008		\$	13,500.00
I. Treated Water Pump (P-40)	Horiz.	Goulds	2008		\$	80,000.00
J. Clarified Water Pump (P-9)	Horiz.	Goulds	2008		\$	8,000.00
Number of cyls.	Single or double acting	Rated strokes per minute	Length of stroke	Diam of Pistons or Plungers	How Driven	Displacement per 24 Hours
A.	Single	8,500 gpm	112 ft		Direct	
B.	Single	1,812 gpm	44 ft	14.125"	Direct	
C.	Single	400 gpm	93 ft	9.875"	Direct	
D.	Single	1,130 gpm	25 ft	10"	Direct	
E.	N/A	N/A	N/A	N/A	N/A	
F.	Single	1,550 gpm	125 ft		Direct	
G.	Single	1,019 gpm	830 ft		Direct	
H.	Single	220 gpm	20 ft		Direct	
I.	Single	1,750 gpm	460 ft	40.6"	Direct	
J.	Single	270 gpm	60 ft		Direct	

*By cost is meant the original cost of Installation, not the Book Value.

PUMPING INFORMATION – Continued

6. Gas producers

This schedule not presently used

7. Internal combustion engines

Location	Name of Builder	When Installed	Type of Drive	Cost*		
A. N/A	N/A	N/A	N/A	N/A		
B.						
C.						
For Gas, Gasoline or Oil	Number of Cyls.	Single or Double Acting	Dimensions of Cylinders		2 or 4 Stroke Cycle	Rated H.P.
			Diameter	Stroke		
A. N/A	N/A	N/A	N/A	N/A	N/A	N/A
B.						
C.						

8. ELECTRIC MOTORS, INCLUDING COST OF WIRING SWITCHES, ETC.

Location	Name of Builder	When Installed	Cost*
A. Raw water intake (P-74)	U.S Motors	2008	\$50,000.00
B. Permeate Pump (P-35)	Westinghouse	2008	\$35,000.00
C. CIP Pump (P-81)	Westinghouse	2008	\$6,000.00
D. Drain/Recirculation (P-97)	Westinghouse	2008	\$5,500.00
E. Filtered Water Pump (P-36)	U.S Motors	2008	\$40,000.00
F. High Pressure Pump (P-37)	U.S Motors	2008	\$105,000.00
G. Treated Water Pump (P-40)	U.S Motors	2008	\$55,000.00
H. Clarified Water Pump (P-91)	Baldor	2008	\$5,500.00
A.C. or D.C. If A.C. give phase	Volts	Type of Drive	Rated H.P.
A. AC 3 Phase	460	VFD	250
B. AC 3 Phase	460	VFD	30
C. AC 3 Phase	460	Direct	20
D. AC 3 Phase	460	Direct	15
E. AC 3 Phase	460	VFD	40
F. AC 3 Phase	460	VFD	350
G. AC 3 Phase	460	VFD	350
H. AC 3 Phase	460	VFD	75

*By cost is meant the original cost of installation, not the Book Value.

PUMPING INFORMATION – Continued

9. WATER WHEELS AND TURBINES

Location	Name of Builder	When Installed	Cost*		
A. N/A	N/A	N/A	N/A		
B.					
C.					
D.					

Type of Machine	Diam of Runner	Working Head	Speed	Type of drive	Rated H.P.
A. N/A	N/A	N/A	N/A	N/A	N/A
B.					
C.					
D.					

Total Horse Power:

10. Give a full and complete description of any water power rights that are owned by the Company, and say when they were bought and what was paid for them:

N/A

Next page is 407

*By cost is meant the original cost of Installation, not the Book Value.

PUMPING INFORMATION – Continued

11. Station log

Year and Month	Kwhrs Used	Pounds of Coal Burned	Gallons of Water Pumped *	Hours of Pumping	Average Total Static Head	Average Total Dynamic Head
January	70,000		2,814,784	47		
February	50,400		2,568,256	43		
March	56,000		2,031,744	34		
April	79,800		2,807,488	47		
May	98,000		17,728,384	295		
June	82,600		9,401,024	157		
July	63,000		4,490,336	75		
August	86,800		7,791,808	130		
September	71,400		7,845,760	131		
October	68,600		6,458,816	108		
November	58,800		3,379,200	56		
December	71,400		3,968,600	66		
Totals	856,800		71,286,200	1189		

12. Based upon the displacement of _____ gallons per revolution with _____ per cent allowance for slip _____

13. Average gallons pumped per day 330,000gal

14. Maximum gallons pumped in a day 2,235,695 gal

15. Date of same 06/26/2013

16. Range of pressure in main 85 lbs. to 112 lbs.

17. Average pressure in mains 99 lbs. per sq. in.

* - Includes the booster station for the high service area

** - Includes water production only

PUMPING INFORMATION – Concluded

18. Kind of coal _____
19. Average price per net ton, delivered _____
20. Average price of wood per cord, delivered _____
21. Average price of gas per M. cubic feet _____ 10.74?Mcu/ ft. _____
22. Average price of gasoline per gallon, delivered _____
23. Average price of fuel oil per gallon, delivered _____
24. Average price of electric power per Kwhr. \$0.139/Kwh
25. Wood consumed during the year _____ Cords _____
26. Gas consumed during the year 3831 _____ M. Cubic Feet X _____
27. Gasoline consumed during the year _____ Gals _____
28. Fuel oil consumed during the year _____ Gals _____
29. Electric Power used during the year 865,171 K.W. Hrs

DISTRIBUTION INFORMATION – Continued

6. Water towers or stand pipes

Location	Area	Land When Bought	Cost*
A. Water Treatment Plant	N/A	N/A	N/A
B.			
C.			
D.			

Inside Diameter	Capacity in Gallons	When Built	Cost*
A. 24.5'	350,000	2008	\$ 528,000.00
B.			
C.			
D.			
TOTAL			\$ 528,000.00

7. Services

Nominal Diameter Inches	Kind of Pipe	Number Installed and in Use at Beginning of Year	Taken Up Since	Laid Since	Installed and in Use at Close of Year
N/A	N/A	N/A	N/A	N/A	N/A
					0
					0
					0
					0
					0
					0
					0
TOTALS		0	0	0	0

- 8. Average length of service pipe 0 feet _____
- 9. Average cost of service laid during the year, \$ 0 Paid for by developer _____
- 10. Percentage of services that are metered N/A _____
- 11. Percentage of income that is metered N/A _____
- 12. Leaks I service during the year N/A _____
- 13. Are services pipes paid for by consumers, in whole or in part and to what extent? _____

*By cost is meant the original cost of Construction, not the Book Value

DISTRIBUTION INFORMATION – Continued

9. Hydrants, Public

Nominal Diameter Inches	Hose Outlets	Number in Use at Beginning of Year	Removed Since	Installed Since	Number in Use at Close of Year
N/A	N/A	N/A	N/A	N/A	N/A
					0
					0
					0
					0
					0
					0
					0
					0
					0
	TOTALS	0			0

10. Were all of the above hydrants purchased and installed at the expense of the Company?

11. If not, under what arrangements were they purchased and installed?

12. Hydrants, Private

Nominal Diameter Inches	Hose Outlets	Number in Use at Beginning of Year	Removed Since	Installed Since	Number in Use at Close of Year
N/A	N/A	N/A	N/A	N/A	N/A
	TOTALS	0	0	0	0

13. Were the above hydrants purchased and installed at the expense of the Company? N/A
 14. If not, under what arrangements were they purchased and installed? N/A

DISTRIBUTION INFORMATION – Continued

21. Meters owned by Company *

Size Inches	Number at Beginning of Year		Bought Since	Condemned Since and Removed	Number at Close of Year	
	In Use	On Hand			In Use	On Hand
12"	1	0	0	0	1	0
TOTALS	1	0	0	0	1	0

10. Has the plant been debited with the first cost of installing the meters in use at close of year, above stated? No

11. If so, was the cost the *actual* cost or some assumed or average cost? .N/A

12. Are any of these meters paid for by consumers, and to what extent? .N/A

*This tabulation should include only those meters that are for use in measuring the supply to consumers.

Consumption Information

1. Estimate total population of territory covered by franchise _____
2. Estimated population reached by the distributing system _____
3. Estimated population actually supplied _____
4. Total consumption during the year gals. 2,090,560 gallons _____
5. Average daily consumption gals. 1,045,280 gallons _____
6. Day on which the greatest amount was pumped 08/13/2013 _____
7. Gallons pumped on above day 1,048,960 _____
8. Week during which greatest amount was pumped 08/11/13 - 08/17/13 _____
9. Gallons pumped during above week 1,048,960 _____
10. Gallons per day per service 1,048,960 _____
11. Consumption metered 1,048,960 _____
12. Consumption metered 100 percent of total consumption _____

13. **CUSTOMERS**

Number being Supplied at Beginning of Year	Disconnected Since	Connected Since	Number being Supplied at Close of Year
Name of City, Town or District		Number of Customers as of December 31	

* Does not include wholesale customers

Consumption Information – Concluded

Attach to the Return a printed copy of all schedules of rates and of the rules and regulations

14. Rates in Effect

- By meter _____
- Per faucet, per year _____
- Per hose connection, per year _____
- Per bath tub, per year _____
- Per shower bath, per year _____
- Per foot tub, per year _____
- Per wash tub, per year _____
- Per urinal, per year _____
- Per water closet, per year _____
- Per sink, per year _____
- Per bowl, per year _____
- Per private hydrant, per year _____
- For sprinkler systems _____
- For water motors _____
- Per drinking fountain, per year _____
- Per public hydrant, per year _____
- Minimum charge _____

Give any contact rates that are in force and state what discounts are allowed for prompt payment and what fines are charged for delayed Payment

Are payments required in advance? _____

When are meters read and bills rendered? _____

Commonwealth of Massachusetts
Department of Public Utilities
 One South Station
 Boston, MA 02110

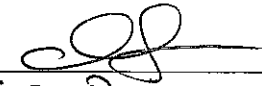
Statement of Operating Revenues

YEAR 2013

Name of Company Aquaria Water, LLC
 D/B/A Aquaria
 Address 170 Aquaria Dr., P.O. Box 1000
 North Dighton, MA 02764

		<u>Location on Annual Return</u>
Massachusetts Operating Revenues (Intrastate)	\$ <u>6,002,184</u>	<u>302</u>
Other Revenues (Outside Massachusetts)	\$ _____	_____
Total Revenues	\$ <u>6,002,184</u>	<u>302</u>

I hereby certify under the penalties of perjury that the foregoing statement is true to the best of my knowledge and belief.

Signature	
Name	<u>MOISES PARIENTE</u>
Title	<u>GENERAL MANAGER</u>

The purpose of this statement is to provide the Department of Public Utilities with the amount of intrastate operating revenues for the annual assessments made pursuant to G.L. c. 25, § 18 and G.L. c. 24A, § 3.

If invoices or correspondence are to be addressed to a particular individual or department of the company, please provide the name, title and address below

Name _____
 Title _____
 Address _____

Annual report of

Year ended

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

PETER M. FAIRBANKS..... President

Treasurer

PETER M. FAIRBANKS..... Directors

JOSE ANTONIO MEMBIELA

SUK-JOO KWON

MOISES PARIENTE - MANAGER

SIGNATURES OF ABOVE PARTIES AFFIXED OUTSIDE THE COMMONWEALTH OF MASSACHUSETTS MUST BE PROPERLY SWORN TO

MIAMI-DADE-FLORIDA ss. MARCH 27TH 20 14

Then personally appeared MOISES PARIENTE - MANAGER

FLORIDA DL # P653-540-76-326-0

and severally made oath to the truth of the foregoing statement by them subscribed according to their best knowledge and belief.



Yoanna Garcia
COMMISSION #EE868479
EXPIRES: MAR. 21, 2017
WWW.AARONNOTARY.COM

Notary Public or
Justice of the Peace.

EXTRACTS FROM THE GENERAL LAWS

TERCENTENARY EDITION

CHAPTER 165

SECTION 1. In sections one to eleven, inclusive, the following words shall have the following meanings:--

"Corporation" or "company", every person, partnership, association or corporation, other than a municipal corporation, and other than a landlord supplying his tenant, engaged in the distribution and sale of water in the commonwealth through its pipes or mains.

"Department," the department of public utilities.

SECTION 2. Chapter one hundred and fifty-eight and sections ten, eleven, twelve, thirteen, fourteen, sixteen, seventeen, eighteen, nineteen, twenty-one, seventy-eight, seventy-nine, eighty, eighty-one, eighty-two, eighty-three, eighty-four, ninety-two, ninety-three, ninety-four, ninety-six, ninety-eight, ninety-nine, one hundred and one, one hundred and twenty and one hundred and twenty-one of chapter one hundred and sixty-four shall include and apply to all such corporation and companies.

SECTION 4. The department shall have general supervision of all corporations and companies subject to this chapter, and shall make all necessary examinations and inquiries and keep itself informed as to the compliance by all such corporations and companies with the law.

SECTION 7. The department shall make an annual report of all its doings under this chapter, together with such suggestions as to the condition of affairs or conduct of the corporations and companies as may be appropriated and with such abstracts of the returns required by section two as it deems expedient.

CHAPTER 164

SECTION 81. Gas and electric companies or persons engaged in the manufacture and sale or distribution of gas or electricity shall keep their books and accounts in a form to be prescribed by the department, and the accounts shall be closed annually, so that a balance sheet can be taken therefrom. Manufacturing companies in which the manufacture of gas or electricity is a minor portion of their business shall be required to keep accounts of the expenses and income of their gas or electric business only.

SECTION 83. Gas and electric companies and manufacturing companies and persons engaged in the manufacture and sale or distribution and sale of gas or electricity shall annually, on or before such date as the department fixes, make to the department, in a form prescribed by it, a return for the year ending on such date as the department may from time to time require, signed and sworn to by the president or vice-president, and treasurer or assistant treasurer, and a majority of the directors, of the amount of their authorized capital, their indebtedness and financial condition, on the said date, their income and expenses during the preceding year, their dividends paid and declared, a list of the names of all their salaried officers and the amount of the salary paid to each, and the balance sheet of their accounts as of said date. Such companies and persons shall at all times, upon request, furnish any information required by the department or its duly authorized employees relative to their condition, management and operation, and shall comply with all lawful orders of the department; but manufacturing companies in which the manufacture and sale of gas or electricity is a minor portion of their business shall be required to include in their annual returns the income and expenses and other data relative to their gas and electric business only.

SECTION 84. Each such gas or electric company or manufacturing company or person neglecting to make the annual return required by the preceding section shall, for the first fifteen days or portion thereof during which such neglect continues, forfeit five dollars a day; for the second fifteen days or any portion thereof, ten dollars a day; and for each day thereafter not more than fifteen dollars a day. If any such company or person unreasonably refuses or neglects to make such return, it or he shall, in addition thereto, forfeit not more than five hundred dollars. If a return is defective or appears to be erroneous, the department shall notify the company or person to amend it within fifteen days. A Company or person neglecting to amend said return within the time specified in the notice, when notified to do so, shall forfeit fifteen dollars for each day during which such neglect continues. All forfeitures incurred under this section may be recovered by an information in equity brought in the supreme judicial court by the attorney general, at the relation of the department, and when so recovered shall be paid to the commonwealth.

CHAPTER 268

PENALTY FOR FALSE REPORTS

SECTION 6. Except as provided in sections forty-eight and forty-nine of chapter one hundred and fifty-five, whoever shall willfully make false report to the department of public utilities, the department of public works, the department of banking and insurance, or the commissioner of corporations and taxation, or who, before any such department or commissioner, shall testify or affirm falsely to any material fact in any matter wherein an oath or affirmation is required or authorized, or who shall make any false entry or memorandum upon any book, report, paper or statement of any company making report to any of the said departments or said commissioner, with intent to deceive the department or commissioner, or any agent appointed to examine the affairs of any such company, or to deceive the stockholders or any officer of any such company, or to injure or defraud any such company, and any person who with like intent aids or abets another in any violation of this section shall be punished by a fine of not more than one thousand dollars or by imprisonment for not more than one year, or both.